



Sagarmala Development Company Limited

(A Government of India Enterprise)

CIN No. U74999DL2016GOI305194

ANNUAL REPORT 2023-24



BACKGROUND

Sagarmala Development Company Limited (SDCL) is a schedule "B" Central Public Sector Enterprise under the Ministry of Ports, Shipping and Waterways, Government of India which was incorporated on 31st August 2016. SDCL was formed to promote port-led development through the Sagarmala initiative, which aims to reduce logistics costs, increase port capacity, improve efficiency in cargo handling, and foster port-linked industrialization. SDCL's primary role is to provide funding window and implement projects related to port modernization, port connectivity (Road and Rail), port led industrialization and coastal community development. It also plays a role in inland waterway development and enhancing connectivity between ports and the hinterland. SDCL has aligned itself with national maritime policies and international benchmarks to promote growth in the maritime sector.

OBJECTIVES:

The main objects of the Company are as under:

1. To prepare a coherent development strategy for optimum development of the port sector in India, conceptualized, promote, finance, procure financing for, implement and expedite projects which promote port-led industrialization/ urbanization/ development and create economic activity hubs along the coast with the participation of coastal communities.
2. To setup, hold shares in and assist state level Special Purpose Vehicles (SPVs), coastal economic region level SPVs, zonal level SPVs, port level SPVs, SPVs as a joint venture with State Maritime Boards as required in order to carry out the objects herein and provide project development advisory services and project management services to the SPVs, sectoral holding companies and state government agencies for the development of ports with a range of services that include, but are not limited to assisting the SPVs, in financing and upgradation of existing major and non-major ports into world class ports, setting up new ports, mega ports, transformation of ports into green ports through maximum usage of renewable energy, setting up mega waterways, national navigation channels, logistic hubs, transshipment hubs, roads connectivity projects which provides last mile connectivity leading to the port, development of stack yards for storage of containers and cargo, providing linkages and improving existing linkages through rail, road and water networks, all under the aegis of the Ministry of Shipping and consonance with the 'Sagarmala Project Vision' and the 'National Perspective Plan' of the Government of India.
3. To align its projects with other initiatives of the Government of India like the Industrial Corridor and other initiatives of the Government of India order to achieve synergy and assist in implementation of the projects wherever possible.
4. To provide a funding window for projects and/or implement residual projects that cannot be funded by any other means/mode;
5. To set up port based Special Economic Zones/Free Trade Warehousing Zones and offering efficient and seamless evacuation for both EXIM and domestic sectors and hence providing better integrated connectivity and streamlining inter-departmental co-ordination in ports in India to promote seamless and efficient interface for trade in order to fully integrate the coastline of India and enable ports to become drivers of port-led economic development.

CORPORATE INFORMATION

BOARD OF DIRECTORS

(as on 19th December, 2024)

Shri T.K. Ramachandran

Chairperson

Shri Dilip Kumar Gupta

Managing Director

Shri R. Lakshmanan

Director

Shri Ananga Charan Nayak

Director (Finance) & Director (Projects)

Shri Venkatesapathy S

Director

Chief Financial Officer

Shri Ananga Charan Nayak

Company Secretary

Shri Maanas Srivastava

Registered Office

1st Floor, 124, Thapar House, Gate No.-2,

Janpath Lane, New Delhi-110001

Ph. No. 011-21400754

Email ID: info@sdclindia.com

Website: www.sdclindia.com

CIN: U74999DL2016GOI305194

Statutory Auditors

M/s Rajhar Gopal & Company, Chartered Accountants (For FY 2023-24)

48, 1st Floor, Tolstoy Road, Janpath

Cannaught Place, Behind Saravana Bhawan,

New Delhi-110001

M/s P. K. Chopra & Co., Chartered Accountants (For FY 2024-25)

Flat no. 801, 8th floor

Rohit House 3 Tolstoy Marg

New Delhi -110001

Secretarial Auditors

M/s VAPN & Associates, Company Secretaries

E18, Ground Floor, Guru Nanakpura,

Janakpuri, Delhi -110058

Bankers

Punjab National Bank

Parliament Street,

New Delhi-110001

Canara Bank

Transport Bhawan Branch

Parliament Street, New Delhi-110001

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CHAIRMAN'S MESSAGE

Dear Shareholders,
Sagarmala Development Company Limited

On behalf of the Board of Directors of Sagarmala Development Company Limited (SDCL), I welcome you all to the 8th Annual General Meeting of the Company. I am pleased to place before our esteemed Shareholders, the 8th Annual Report of the Company for the financial year ended on 31st March, 2024.

SDCL's Operations for the Financial year 2023-24:

During the financial year 2023-24, SDCL recorded an income of Rs. 9,634.36 Lakhs, as compared to income of Rs. 6,410.65 Lakhs in the previous financial year on the basis of consolidated financial statements. The Profit After Tax (PAT) for the financial year 2023-24 is 8,891.63 Lakhs as against Rs. 4,422.13 Lakhs in the previous financial year. On standalone basis The PAT during the FY 2023-24 is Rs.2350.96 Lakhs as compared to Rs.1407.97 Lakhs in FY 2022-23.

During the financial year 2023-24, SDCL received dividend income of Rs. 430.00 lakh from Vishakhapatnam Port Road Company Limited as against Rs. 654.15 Lakh of previous year (which was received from Haridaspur Paradip Railway Company Limited as Rs. 404.15 Lakhs and Vishakhapatnam Port Road Company Limited as Rs. 250.00 Lakhs). During the financial year ended on 31st March, 2024 the Paid-up Share Capital was increased from Rs. 856.57 crores to Rs.1000 Crores only. Since its inception, your Company has identified few SPVs for equity investment in line with Sagarmala objectives of Ministry of Port, Shipping and Waterways (MoPSW). The total equity investment as on 31st March, 2024 remained the same i.e. Rs. 541.79 Crores

To undertake the Project of riverine based religious tourism circuit at Guwahati to connect the seven temples through waterways, Brahmaputra Sagarmala Mandir Darshanam SPV Pvt Ltd. has been formed by Assam Tourisms Development Corporation Ltd. The SPV is an outcome of the Memorandum of Understanding (MoU) which was signed in Guwahati on 19th May 2023 among Inland Waterways Authority of India (IWAI), Sagarmala Development Company Limited (SDCL), Assam Tourism Development Corporation (ATDC) and Department of Inland Waterways Transport (DIWT), Government of Assam. The project cost is around Rs. 40 crores. SDCL Board has approved for making an equity investment of 49% i.e. around Rs. 19.60 crores in the said project after incorporation of the said SPV.

SDCL has also been designated as Central Nodal Agency (CNA) by MoPSW for its three Central Sector schemes i.e. Sagarmala Scheme, R&D scheme and R&D (Shipping) scheme for allocation of funds to concerned Implementing Agencies. SDCL has also been supporting the MoPSW in its ongoing initiatives through Tender Management. Various tenders have been called during this period. The following Projects are also under consideration subject to the statutory clearances:

i) Development of Beaches in State of Karnataka

SDCL with Karnataka Maritime Board has planned for the development of the Beaches in state of Karnataka by constituting a SPV. For Pilot the Tagore beach has been elected and the DPR preparation has been initiated.

ii) Development of Tourism Facilities in State of Chhattisgarh

SDCL with Chhattisgarh Tourism Board is exploring for the joint development of the Tourism Facilities in Chhattisgarh. For this purpose, a preliminary assessment has been done for the Chitrakote & Tirathgarh Fall, in Bastar District. The modalities are being discussed for possible tie-up for the river marina and glass bridge etc.

iii) Projects proposals are under discussion with Ministry of Tourism for Mizoram, Andaman & Nicobar and Tehri Lake, Uttarakhand.

SDCL has submitted a proposal to the State Government of Mizoram to offer its consultancy services for the development of projects on the various rivers on a chargeable fee basis which is under consideration of the State Government.

iv) Development of Green Hydrogen Plant at Varanasi:

Inland Waterway Authority of India (IWA) has planned for the deployment of Green Hydrogen Vessels at Varanasi and SDCL has been onboarded for the development of Green Hydrogen plant of about 1.6 MW capacity for these Vessels. The preliminary assessment has been done and the Funding avenues are being explored with the Ministry of Ports, Shipping and Waterways and the bidding shall be initiated once the Funding is tied up.

➤ Proposed scheme for Financing of Deep-Sea Fishing Vessels:

- SDCL in collaboration with the Department of Fisheries has envisaged a Scheme for financing of Deep-Sea Fishing Vessels (DSFV). Presently the Central Grant of 40% is available to the Fisherman for procurement of DSFV, however with an upper limit. Also, the retail loan is not available presently in organized sector and this has created a hurdle in modernization of Deep-Sea Fishing.
- To implement the Project, the preparation of DPR is under process and the Pilot Project if found feasible, shall be implemented in FY 2025-26 with cluster of 25 Vessels at two locations. Thereafter, based on the learning, the Full scheme shall be roll-out in collaboration with the Department of Fisheries.

Projects Financing:

MoPSW has granted approval on 10th September, 2024 to SDCL to get registered itself as Non-Banking Financial Company (NBFC) to expand its operations and provide funding window to various entities to support and improve the maritime sector in the country. Accordingly, SDCL is in process of registration as NBFC in RBI.

Implementation of 3rd Pay Revision and Recruitment of Regular Staff

SDCL has implemented the 3rd Pay Revision upon receipt of Presidential Directives dated 3rd May, 2023. During the Financial year 2023-24, six regular staff members have been appointed in the Company Secretarial, Project & Operations, Finance, and Human Resources departments. Additionally, the process to recruitment of seven more regular employees is ongoing.

Corporate Governance

Your Company believes that for a Company to be successful, it must maintain global standards of corporate conduct towards all its stakeholders. Your Company believes that the principles of fairness, transparency and accountability are the cornerstones for good corporate governance. It is the Company's endeavor to continue to achieve the highest levels of governance and to benchmark itself with the best governed companies in the similar trade.

Acknowledgements

I would like to express my gratitude to the Government of India for its support to your Company. I wish to thank Shri Sarabananda Sonowal, the Hon'ble Minister of Ports, Shipping & Waterways, Shri Shantanu Thakur, Hon'ble Minister of State of Ports, Shipping & Waterways for leading the growth of India's maritime sector and for providing their kind support to your Company.

My sincere thanks are also due to the other officials of the Administrative Ministry, other Ministries and Departments of the Government of India. I also wish to express my deep sense of gratitude to all the shareholders, stakeholders, my colleagues on the Board of Directors for their support.

T.K. Ramachandran
Chairperson

Date: 19-12-2024

Place: New Delhi

SAGARMALA DEVELOPMENT COMPANY LIMITED

1st Floor, 124, Thapar House, Gate No.-2,
Janpath Lane, New Delhi-110001
CIN: U74999DL2016GOI305194
Email ID: info@sdclindia.com
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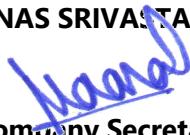
NOTICE

Notice is hereby given that the 8th Annual General Meeting of the members of Sagarmala Development Company Limited will be held at a shorter notice on **Thursday, the 19th December, 2024 at 5:00 P.M.** in Room No. 414, Transport Bhawan, Parliament Street, New Delhi-110001 with an option for the members to participate in the meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") (Hybrid mode) to transact the following business:

ORDINARY BUSINESS:

- Item No. 1:** To receive, consider and adopt the audited standalone as well as consolidated financial statements of the Company for the financial year ended on 31st March, 2024 together with the Board's Report, the Auditors' Report thereon and comments of the Comptroller and Auditor General of India thereon.
- Item No. 2:** To fix the remuneration of Statutory Auditors of the Company for the financial year 2024-25.

By order of the Board
For Sagarmala Development Company Limited
MAANAS SRIVASTAVA


Company Secretary
M. No. A19260

Place: New Delhi

Date: 19-12-2024

Notes:

1. Ministry of Corporate Affairs (MCA) vide General Circular dated 25th September, 2023 has permitted to conduct Annual General Meeting (AGM) due in the Year 2024 through Video Conferencing (VC) or other Audio-Visual Means (OAVM) also.
2. For the purpose of Video Conferencing (VC) or other Audio-Visual Means (OAVM), the deemed venue for AGM shall be the Room No. 414, Transport Bhawan, Parliament Street, New Delhi-110001.
3. The Notice is being sent electronically to all Members whose e-mail addresses are registered with the Company.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The meeting will be held through the MS Teams software. The members may join the AGM through a link appended to the e-mail sent for notice of the meeting, which shall be kept open for the members 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time of the AGM.
6. All documents proposed for approval, if any, in the above Notice and documents specifically required in terms of provisions of the Companies Act, 2013 shall be available during the meeting and be displayed for the inspection of the members upon the request received, if any.
7. As per the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. However, for the purpose of Video Conferencing (VC) or other Audio-Visual Means (OAVM), the facility for appointment of proxies by the Members will not be made available for the AGM as per the MCA Circulars.
8. The provisions of Section 196 (2), (4) & (5) are not applicable to Government Company as per the exemption Notification dated 5th June 2015 by Ministry of Corporate Affairs. The appointment of the Directors of the Company are made by administrative ministry.

BOARD'S REPORT

To,
The Shareholders,
Sagarmala Development Company Limited

Your Directors have pleasure in presenting their 8th Annual Report on the business and operations of Sagarmala Development Company Limited (SDCL) for the financial year ended on 31st March 2024.

1. FINANCIAL SUMMARY/ HIGHLIGHTS

A) Standalone Financial statements

The Company's financial performance on standalone basis is as under.

Particulars	FY 2023-24	F.Y. 2022-23
Total Revenue	4,056.85	2,403.01
Total Expenses	811.60	506.08
Net Profit/(Loss) before Tax	3,245.25	1,896.93
Provision for Tax	900.90	481.87
Deferred Tax Expenses	-6.61	7.09
Profit/(Loss) for the year after Tax	2,350.96	1,407.97
EPS	0.24	0.17

During the financial year 2023-24, SDCL recorded an income of Rs. 4,056.85 Lakhs, as compared to income of Rs. 2,403.01 Lakhs in the previous financial year. The Profit After Tax for the financial year 2023-24 is Rs. 2,350.96 Lakhs as against Rs. 1,407.97 Lakhs in the previous financial year. The increase in total revenue is due to increase in interest income. During the financial year 2023-24 the Company received Rs. 430 Lakhs from Vishakhapatnam Port Road Company Limited as dividend as compared to Rs. 654.15 Lakhs in the previous year (which was received from Haridaspur Paradip Railway Company Limited as Rs. 404.15 Lakhs and Vishakhapatnam Port Road Company Limited as Rs. 250 Lakhs).

B) Consolidated Financial statements

Pursuant to Section 129 of the Companies Act, 2013 and Rules made thereunder and Indian Accounting Standards, the Company has prepared the Consolidated Ind-AS Financial Statements for the financial year 2023-24, The same shall also be laid before the ensuing 8th Annual General Meeting along with the Standalone Financial Statements of the Company. Further pursuant to Section 129(3) of the Act, a statement containing the salient features of the financial statements of subsidiaries, associates, and joint ventures in Form AOC-1 forms part of this Annual Report and is enclosed as **Annexure -1**.

The Audited Ind-AS Financial Statements including the Consolidated Ind-AS Financial Statements are available on the website of the Company i.e. www.sdclindia.com. Further, the same would be

kept open for inspection through electronic mode by any member. The Company would also make available copy thereof through e-mail upon specific request by any member of the Company. The Company's financial performance on consolidated basis is given hereunder.

(INR in Lakhs except EPS)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Total Revenue	9,634.36	6,410.65
Total Expenses	5,165.60	4,071.95
Net Profit/(Loss) before Tax	4,468.73	2,338.70
Provision for Tax	900.90	480.34
Deferred Tax Expenses	-7.84	5.07
Profit/(Loss) for the year after Tax	8,921.45	4,313.59
EPS	0.89	0.52

2. SHARE CAPITAL:

a) Authorised Share Capital:

As on March 31, 2024 the Company has Authorized Share Capital of Rs. 10,00,00,00,000/- (Rupees One Thousand Crore only).

b) Paid-up Share Capital:

During the financial year ended on 31st March, 2024 the Paid-up Share Capital was increased from Rs. 856,57,00,000/- (Rupees Eight Hundred Fifty-Six Crore and Fifty-Seven Lakhs) to Rs. 10,00,00,00,000/- (Rupees One Thousand Crore). The Paid-up Share Capital of 10,00,00,00,000/- (Rupees One Thousand Crore) is bifurcated as below:

Types of Shares	No. of Shares	Face value	Total Rs.
Equity	100,00,00,000	10/-	10,00,00,00,000/-

The entire Paid-up Share Capital of the Company is held by the President of India, acting through Ministry of Ports, Shipping & Waterways, and his nominees. The Beneficiary Ownership of the nominees is with President of India.

3. PERFORMANCE AND OPERATIONS

During the financial year 31st March, 2024, the Company has not made any investments. The Company is also in the process of getting registered itself as Non-Banking Financial Company. The Company has earned a revenue of Rs. 4,056.85 Lakhs which comprises of dividend income and interest on fixed deposits. The Profit before tax is Rs. 3,245.25 Lakhs.

4. DIVIDEND

Your Company has not proposed any dividend for the financial year 2023-24.

5. TRANSFER TO RESERVES

The Board of Directors of your Company has decided not to transfer any amount to the reserves for the year under review.

6. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

During the financial year under review the financial position of Subsidiaries and Associates Companies of the Company is as under:

- a)** India Ports Global Limited, Wholly Owned Subsidiary Company earned a profit of Rs. 1,654.73 lakhs on the basis of consolidated financial statement and incurred a loss of Rs.2.28 lakhs on the basis of standalone financial statements.
- b)** Krishnapatnam Railway Company Limited, Associate Company earned a profit of Rs. 11,735.30 lakhs
- c)** Haridaspur Paradip Railway Company Limited, Associate Company earned a profit of Rs. 7,942.04 lakhs.
- d)** Vishakhapatnam Port Road Company Limited, Associate Company earned a profit of Rs 3,519.90 lakhs

7. DEPOSITS

The Company had not accepted any deposits from the public/ shareholders within the meaning of Chapter V of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

8. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS / OUTGO

i. Conservation of Energy

i.	the steps taken or impact on conservation of energy	The operations of the Company are not energy-intensive. However, adequate measures have been initiated for conservation of energy i.e., use of LED bulbs in registered office of the Company.
ii.	the steps taken by the company for utilizing alternate sources of energy	Not Applicable
iii.	the capital investment on energy conservation equipment.	Not Applicable

ii. Technology Absorption

i.	the efforts made towards technology absorption	Not Applicable
ii.	the benefits derived like product improvement, cost reduction, product development or import substitution	Not Applicable.

iii.	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) <ul style="list-style-type: none"> a) the details of technology imported. b) the year of import. c) whether the technology been fully absorbed d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof. 	Not Applicable.
iv.	the expenditure incurred on Research and Development.	Not Applicable.

iii. Foreign Exchange Earning and Outgo

There was no Foreign Exchange Earnings and Outgo during the year under review.

9. ANNUAL RETURN OF THE COMPANY

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the Annual Return in Form MGT-7 for the financial year under review is available on the website of the company at <https://www.sdclindia.com/financial>

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The provisions of Section 186 of the Companies Act 2013 are not applicable to the Company vide notification no. GSR 463 (E) dated 05th June 2015. However, Company has made following investments till date in the form of equity:

Sr. No	Name of Company	FY of Investment	Investment in Rs.	No. of Equity Shares Acquired	% of holding
1	Krishnapatnam Railway Company Limited (KRCL)	2018-19	1,25,00,00,000.00	12,50,00,000	20%
2	India Ports Global Limited (IPGL)	2018-19	10,00,00,000.00	10,00,000	100%
3	Haridaspur Paradip Railway Company Limited (HPRCL)	2019-20 & 2020-21	3,36,78,80,580.00	33,67,88,058	25.91%
4	Calcutta-Haldia Port Road Company Limited (CHPRCL)	2015-16	50,00,00,000.00	2,00,00,000	3.28%
5	Vishakhapatnam Port Road Company Limited (VPRCL)	2015-16	20,00,00,000.00	2,00,00,000	25.87%

Above two investments in CHPRCL and VPRCL were made by MoPSW before incorporation of SDCL through Kolkata Port Trust and Vishakhapatnam Port Trust respectively and later on shares were transferred to the Company.

11. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL(KMP)

As on 31st March, 2024, the Board of Directors of SDCL comprised of 7 (Seven) Directors, including the Chairman -Non executive who is Secretary, Ministry of Ports Shipping and Waterways (MoPSW) two Government Nominee Directors from the administrative ministry i.e. the (MoPSW) a Managing Director, a Director (Finance) holding additional charge of Director (Projects) and two Non-official Independent Directors, including a Woman Independent Director. The Director (Finance) also holds the position of Chief Financial Officer of the Company.

Following are the details of Directors and KMP as on 31st March, 2024

Sr. No	Name of Director and KMP	Designation
1.	Shri T. K Ramachandran	Chairperson
2.	Shri Dilip Kumar Gupta	Managing Director
3.	Shri Bhushan Kumar	Director (Government Nominee)
4.	Shri Sushil Kumar	Director (Government Nominee)
5.	Shri Ananga Charan Nayak	Director (Finance) and Chief Financial Officer
6.	Dr. Rachna Agarwal	Independent Director
7.	Shri Yogeshbhai Jentibhai Badani	Independent Director
8.	Shri Maanas Srivastava	Company Secretary

Shri Ananga Charan Nayak has also the additional charge Director (Projects) of the Company.

The details of changes in Directors and KMP of the Company from 1st April, 2024 and till date are as below:

1. Pursuant to MoPSW's Office Order No. IPRCL-250 2210212020-IPRCL (C.N. 339525) dated 10th July, 2023 Shri T. K. Ramachandran, Secretary, MoPSW has been nominated as Director & Chairman in the Board of Directors of Sagarmala Development Company Limited in place of Shri Sudhansh Pant, former Secretary MoPSW w.e.f. 19th June, 2023.
2. Pursuant to the office order No. SM-25021/28/2015-SM(e-314158) dated 9th May, 2023 of MoPSW, Shri Dilip Kumar Gupta was further appointed as Managing Director with effect from the date of assumption of charge i.e. 9th May, 2023 till 5th July, 2025 on deputation basis or until further orders, whichever is earlier.
3. The additional charge of the post of Director (Projects) of SDCL was assigned to Shri Dilip Kumar Gupta pursuant to Office Order No. S1-25021/4/2023-SM(e-360488) dated 12th June, 2023 for a period of three months w.e.f. 9th May, 2023 and thereafter till 8th November, 2023 w.e.f. 9th August, 2023 pursuant to Office Order No. S1-25021/4/2023-SM(e-360488) dated 5th July, 2023
4. Pursuant to the Office Order No. SM-25021/28/2015-SM(e314158) dated 8th November, 2023 of MoPSW the additional charge of the post of Director (Projects) of SDCL was assigned to Shri Ananga Charan Nayak till the appointment of regular incumbent or further orders whichever is earlier.
5. Shri Maanas Srivastava resigned from the post of Company Secretary with effect from 8th August, 2023 and was further appointed as Company Secretary on 8th August, 2023.
6. Pursuant to MoPSW Office Order MoPSW No. SM -25021/28/2015-SM dated 27th May, 2024 Shri R. Lakshmanan, Joint Secretary JS (Ports, PPP, Sagarmala & Estt-I) is appointed

- as the nominee director in place of Shri Bhushan Kumar, Joint Secretary (SM) w.e.f. 27th May, 2024.
7. Pursuant to MoPSW Office Order No. SM - SM-25021/28/2015-SM(Sagarmala)(E314158) dated 6th August, 2024 Shri Venkatesapathy S., Director (IC & CS), MoPSW is appointed as the nominee director in SDCL Board in place of Shri Sushil Kumar Singh w.e.f. 1st August, 2024.
 8. The term of Dr. Rachana Agarwal and Shri Yogeshbhai Jentibhai Badani as the independent director completed on 9th December, 2024. The Independent Directors were appointed pursuant to MoPSW letter no. No. A-25021/4/2017-SM dated 17th November, 2021 for three years from 10th December, 2021.

12. MEETINGS OF THE BOARD OF DIRECTORS

During the financial year under review, five board meetings were duly convened and held as under:

Sr. No.	Number of Board Meeting	Date of Board Meeting
1	35 th Board Meeting	25 th May, 2023
2	36 th Board Meeting	29 th August, 2023
3	37 th Board Meeting	10 th October, 2023
4	38 th Board Meeting	22 nd December, 2023
5	39 th Board Meeting	20 th March, 2024

The attendance of directors in the board meeting is as under:

Sr. No.	Name of Directors	Designation	No. of Board Meetings	
			Entitled	Attended
1	Shri Sudhansh Pant	Chairman	1	1
2	Shri T. K Ramachandran	Chairman	4	4
3	Shri Dilip Kumar Gupta	Director	5	5
4	Shri Sushil Kumar Singh	Director	5	4
5	Shri Bhushan Kumar	Director	5	5
7	Dr. Rachana Agarwal	Independent Director	5	5
8	Shri Yogeshbhai Jentibhai Badani	Independent Director	5	5
9	Shri Ananga Charan Nayak	Director (Finance)	5	5

13. COMPOSITION OF COMMITTEES OF THE BOARD

a) Audit Committee:

As on 31st March, 2024, the Audit Committee comprised as below:

Sr. No.	Name	Designation
1	Dr. Rachana Agarwal	Chairperson
2	Shri Yogeshbhai Jentibhai Badani	Member
3	Shri Ananga Charan Nayak	Member

b) Meetings of Audit Committee:

During the financial year under review, five Audit Committee Meetings were held as under:

Sr. No	Meeting Number	Date of Meeting
1	8 th Audit Committee Meeting	19 th July, 2023
2	9 th Audit Committee Meeting	29 th August, 2023
3	10 th Audit Committee Meeting	10 th October, 2023
4	11 th Audit Committee Meeting	21 st December, 2023
5	12 th Audit Committee Meeting	26 th February, 2024

The attendance of members of the committee in the meetings is as under:

Sr. No.	Name	No. of Meetings	
		Entitled	Attended
1	Dr. Rachana Agarwal	5	5
2	Shri Yogeshbhai Jentibhai Badani	5	5
3	Shri Ananga Charan Nayak	5	5

c) Nomination & Remuneration Committee

As on 31st March, 2024 the Nomination & Remuneration Committee comprised as below:

Sr. No.	Name	Designation
1	Shri Yogeshbhai Jentibhai Badani	Chairperson
2	Dr. Rachana Agarwal	Member
3	Shri Sushil Kumar Singh	Member

Shri Bhushan Kumar was the member of the Committee till 29th August, 2023. Shri Yogeshbhai Jentibhai Badani was appointed as the Chairperson of the Committee in place Dr. Rachana Agarwal w.e.f. 29th August, 2023. Further Shri R. Lakhmanan is appointed as the member in the Committee in place of Shri Sushil Kumar Singh w.e.f. 3rd October, 2024

d) Meetings of Nomination & Remuneration Committee

During the financial year under review, seven Nomination & Remuneration Committee Meetings were held as under:

Sr. No.	Meeting Number	Date of Meeting
1	3 rd NRC Meeting	25 th May, 2023
2	4 th NRC Meeting	30 th May, 2023
3	5 th NRC Meeting	21 st July, 2023
4	6 th NRC Meeting	22 nd September, 2023
5	7 rd NRC Meeting	21 st December, 2023
6	8 th NRC Meeting	20 th March, 2024
7	9 th NRC Meeting	30 th March, 2024

The attendance of members of the committee in the meeting is as under:

Sr. No.	Name	No. of Meetings	
		Entitled	Attended
1	Dr. Rachana Agarwal	7	7
2	Shri Yogeshbhai Jentibhai Badani	7	7
3	Shri Bhushan Kumar	3	3
4	Shri Sushil Kumar	4	4

14. SEPARATE MEETING OF INDEPENDENT DIRECTORS:

During the financial year under review one meeting of Independent Directors was held on 20th March, 2024. All the independent directors attended the said meeting.

15. GENERAL BODY MEETINGS

- i) The details of last three Annual General Meeting (AGM) of SDCL are as under:

7 th AGM	Friday, 22 nd December, 2023 at 5:40 p.m. at Secretary Office, Room No. 414, Transport Bhawan, Parliament Street, New Delhi – 110001 in hybrid mode
6 th AGM	Wednesday, 28 th December, 2022 at 1:30 P.M. at Secretary Office, Room No. 401, Transport Bhawan, Parliament Street, New Delhi – 110001
5 th AGM	Tuesday, 28 th December, 2021 at 11:45 A.M. at Secretary Office, Room No. 401, Transport Bhawan, Parliament Street, New Delhi – 110001

- ii) No special resolution was passed in the previous three AGMs of SDCL.

iii) Details 8th AGM of the current year are as under:

8th AGM	Thursday, the 19 th December, 2024 at 5:00 P.M. at Room No. 414, Transport Bhawan, Parliament Street, New Delhi-110001 with an option for the members to participate in the meeting through VC/OAVM {Hybrid mode}
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16. A STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149

During the Financial year, the necessary declaration from each Independent Director has been received pursuant to Section 149 (6) of the Companies Act,2013.

17. COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178

The provisions of Sub-Sections (2), (3) and (4) of section 178 of the Companies Act, 2013 shall not apply to Government company except regarding appointment of 'senior management' and other employees vide Notification No. G.S.R. 463(E) dated 5th June, 2015. The Company has framed a remuneration policy on the remuneration of the Directors, KMPs and employees. The policy is available on SDCL's website at following link:

<https://www.sdclindia.com/admin/images/documents/Remuneration%20Policy.pdf>

18. AUDITORS AND AUDITORS' REPORT**a) Statutory Auditors**

M/s Rajhar Gopal & Company, Chartered Accountants were appointed as the Statutory Auditor of the Company by Comptroller & Auditor General of India to conduct the audit of Financial Statements of the Company for the Financial Year 2023-24. No fraud has been reported by the Auditors of the Company in the course of the performance of their duties and hence no reporting was required to be made to the Audit Committee or the Central Government as required pursuant to sub-section 12 of Section 143 of the Companies Act, 2013.

b) Report/Comments by Comptroller & Auditor General of India (C&AG)

C&AG report/Comments on audited Financial Statements of the Company has been received and is annexed as **Annexure -2**.

c) Secretarial Auditor

Your Company had engaged M/s VAPN & Associates, Company Secretaries for FY 2023-24. The Secretarial Audit Report is annexed herewith **Annexure - 3**. The observations of the Secretarial Auditor and reply of the management on the observations for the FY 2023-24 is annexed along with said audit report.

19. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER IN THE STATUTORY AUDITORS REPORT

The explanations and the management reply of the respective Associate Company on the qualified opinion by the Statutory Auditors in their audit report of the consolidated financial statements is annexed as **Annexure 4**.

20. RELATED PARTY TRANSACTIONS

Form No. AOC-2 pursuant to Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure 5**.

21. MATERIAL CHANGES POST 31ST MARCH, 2024

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

22. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS WHICH IMPACT THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year under review, there are no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

23. A STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK, IF ANY, WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY

The business has its own typical risk and the Company takes full cognizance of the fact that these risks can have a serious impact on the operations of the Company as well as its profitability. In order to ensure that the impact of risks is minimal, the company lay utmost importance on scanning the external environment regularly. The registration of SDCL as Non-Banking financial Company

(NBFC) is under process. The Risk Management Policy is being prepared in line with NBFC requirements.

24. THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR

The Company has in place the CSR Policy and is available on SDCL's website at following link:
<https://www.sdclindia.com/admin/images/documents/csrdocument-CSR%20Policy.pdf>

The Annual Report on CSR activities pursuant to Section 135 read with Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **Annexure 6**.

25. EVALUATION OF THE BOARD, COMMITTEES, CHAIRMAN, AND INDIVIDUAL DIRECTOR

The provisions of clause (p) of sub-section (3) of Section 134 are not applicable to the Company vide Exemption Notification dated 05th June, 2015. Hence the evaluation has to be done by the administrative Ministry in charge as per its own valuation methodology. The Board is not required to do any evaluation.

26. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

As per Statutory Auditor's 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 31st March, 2024 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.

27. CORPORATE GOVERNANCE

Your Company believes that for a Company to be successful, it must maintain global standards of corporate conduct towards all its stakeholders. Your Company believes that the principles of fairness, transparency and accountability are the cornerstones for good governance. It is the Company's endeavor to continue to achieve the highest levels of governance and to benchmark itself with the best governed companies in the similar trade.

The Compliance Certificate on Corporate Governance Report for the Financial Year ended on 31st March, 2024 provided by M/s VAPN & Associates, Company Secretaries is enclosed as **Annexure -7**. The observations of the M/s VAPN & Associates, Company Secretaries and reply of the management on the observations is annexed along with the said certificate.

OTHER DISCLOSURES IN TERMS OF DPE GUIDELINES ON CORPORATE GOVERNANCE

A) DISCLOSURES

i. Disclosures on materially significant related party transactions that may have potential conflict with the interests of company at large:

There are no such transactions in the period under review.

ii. Details of non-compliance by the company, penalties, strictures imposed on the company by any statutory authority, on any matter related to any guidelines issued by Government, during the last three years.

There are no such transactions in the period under review.

iii. Whistle Blower policy and affirmation that no personnel has been denied access to the Audit Committee:

The Company has in place the "Whistle Blower Policy", in compliance of the provisions of the Companies Act, 2013 and DPE Guidelines on Corporate Governance. The Whistle Blower Policy enables Directors, employees, and stakeholders to report genuine concerns about unethical behaviors, actual or suspected fraud or alleged malpractice or wrong doing. The policy facilitates safe and secure ways to make these disclosures and safeguards the rights and interests of the employees disclosing any fraudulent activities. This policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Audit Committee in exceptional cases. The policy is available on SDCL's website at following link:

<https://www.sdclindia.com/admin/images/documents/csrdocument-Whistle%20Blower%20Policy.pdf>

Pursuant to the Whistle Blower Policy, no complaint was received during the year under review. Further, a declaration by the Managing Director that no person has been denied access to the Competent Authority under the said policy during the financial year 2023-24 and that necessary system has been put in place to provide protection to the complainant, wherever required, is as under:

Annual Affirmation in terms of Whistle Blower Policy of the Company

During the financial year 2023-24, no person has been denied access to the Competent Authority and necessary system has been put in place, to provide protection to the complainant, wherever required.

Date: 18-12-2024

Place: New Delhi


DILIP KUMAR GUPTA

Managing Director

DIN: 08203085

iv. Details of compliance with the requirements of DPE guidelines:

The Certificate on Corporate Governance Report for the Financial Year ended on 31st March, 2024 provided by M/s VAPN & Associates, Company Secretaries is attached as **Annexure 7**. The observations of M/s VAPN & Associates, Company Secretaries and reply of the management is annexed along with the said certificate.

v. Details of Presidential Directives issued by the Central Government and their compliance during the year and also in the last three years:

During the financial year under review, Ministry of Port, Shipping and Waterways, Government of India vide letter No. m-25021/18/2019-SM (Pt 1) (e336750) dated 3rd May, 2023 has sanctioned the implementation of 3rd Pay revision for Board level and below Board level Executives w.e.f. 01.01.2017 in SDCL. The internal auditors of the company has also reported that SDCL has implemented the said pay revision.

vi. Items of expenditure debited in books of accounts, which are not for the purposes of the business:

Nil

vii. Expenses incurred which are personal in nature and incurred for the Board of Directors and Top Management:

Nil

viii. Details of Administrative and office expenses as a percentage of total expenses vis-a-vis financial expenses and reasons for increase:

The details are as under:

FY 2023-2024		Administrative and Office Expenses, % of Total Expenses		Reason For Increase in Administrative and Office Expenses(A&O), % of Total Expenses
Administrative & Office Expenses INR in Lakhs	Total Expenses during the year INR in Lakhs	F.Y. 2023-24	F.Y.2022-23	
662.86	811.60	81.67	73.68	This is a normal increase of 7.99% in line with the inflation rate

FY 2023-2024		Finance Cost, % of Total Expenses		Reason For Increase
Financial Expenses INR in Lakhs	Total Expenses during the year INR in Lakhs	FY 2023-24	FY 2022-23	
20.23	811.60	2.49%	3.13%	NA

B) MEANS OF COMMUNICATION:

The Company recognizes communication as a key element of the overall Corporate Governance framework and therefore emphasizes continuous, efficient, and relevant communication to all the stakeholders. The Company communicates with its shareholders and all stakeholders through its annual report, general meeting, newspapers, and disclosures through website. The website of SDCL is www.sdclindia.com. All the required financial statements, policies, advertisements, and other official communications as per the requirements are posted on the website of the Company on regular basis.

C) Contact details of the Company Secretary

Shri Maanas Srivastava

Email: cs@sdclindia.com

1st Floor, 124, Thapar House, Gate No. 2,

Janpath Lane, New Delhi-110001

Ph. No. 011-21400754

D) REMUNERATION OF DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP)

Remuneration of Managing Director and Director (Finance)

The salary and/or allowances of the Managing Directors and Whole Time Directors are decided by the Administrative Ministry i.e., Ministry of Ports, Shipping and Waterways (MoPSW). Remuneration paid to Managing Director and Director (Finance) during FY 2023-24 was as per terms and conditions of their appointment. The remuneration paid to the Whole time Directors during FY 2023-24 is as under:

Name	Shri Dilip Kumar Gupta	Shri Ananga Charan Nayak
Designation	Managing Director	Director (Finance)
Salary (Rs.)	45,99,579.00	33,94,240.00
Benefits (Rs.)	-	-
Post employment Benefits (Rs.)	-	545,284
Bonus /Performance Link Incentive (Rs.)	-	-
Total (Rs.)	45,99,579.00	39,39,524.00

Service Contracts, Notice period, severance fees

As per the terms and conditions, the appointment of Shri Dilip Kumar Gupta is with effect from 9th May, 2023 till 5th July, 2025 on deputation basis or until further orders, whichever is earlier. As per the terms and conditions, the appointment of Shri Ananga Charan Nayak as Director (Finance) is for a period of Five years or until further orders whichever is the earliest w.e.f. 13th February, 2023. He is also having the additional charge of Chief Financial Officer and Director Projects with no extra remuneration. Notice period and severance fee is nil in respect of whole-time directors as the appointment is done by the Appointments Committee of the Cabinet (ACC). There is No Stock Options in SDCL.

Remuneration to other Key Managerial Personnel

Name	Designation	Salary Rs.	Benefits (leave encashment) Rs.	Post employment Benefits Rs.	Bonus /Performance Link Incentive Rs.	Total Rs.
Shri Maanas Srivastava	Company Secretary	20,49,071	41,760	1,54,314	-	22,45,145

Remuneration of Independent Directors

The Non-Executive Directors (except Government Nominee Director) are paid sitting fees of Rs. 25,000/- for attending each meeting of the Board of Directors and the Committee(s) thereof, which is well within the limits prescribed under the Companies Act, 2013 and Rules made thereunder.

During the Financial year 2023-24, the details of remuneration paid to Non-Executive Directors towards sitting fee (excluding GST), were as under:

Name of Independent Directors	Sitting Fee (Rs.)		Total Rs.
	Board Meeting	Committees Meeting	
Dr. Rachana Agarwal	1,25,000	3,25,000	4,50,000
Shri Yogeshbhai Jentibhai Badani	1,25,000	3,25,000	4,50,000.

Apart from the above, the Non-Executive Directors do not have any material pecuniary relationship or transaction with the Company, except to the extent of payment / reimbursement towards air tickets, hotel accommodation, hiring of vehicle, out-of-pocket expenses, local conveyance etc., if applicable, in respect of attending the meetings of the Board or Committees thereof. Further, the Government Nominee Director is not entitled to receive any sitting fees from the Company, as per the norms of Government of India

Remuneration of Government Directors/ Part time Director

No remuneration either by way of salary/allowances or sitting fee was paid to a Government Director representing Ministry of Ports, Shipping and Waterways (MoPSW) during FY 2023-24.

E) DETAILS OF SENIOR MANAGEMENT

The details of senior management i.e. one level below the Board as on March 31, 2024, are as follows:

Name: Shri Amit Kumar Verma

Designation: General Manager (Projects & Operations)

28. PARTICULARS OF EMPLOYEES

SDCL being a Government Company, the provisions of Section 197(12) of the Companies Act, 2013 and relevant Rules issued thereunder, are not applicable as per the notification dated 5th June, 2015 issued by the Ministry of Corporate Affairs. The terms and conditions of the appointment of Functional Directors are subject to the applicable guidelines issued by the Department of Public Enterprises (DPE), Government of India from time to time.

29. DISCLOSURES OF MANAGEMENT DISCUSSION AND ANALYSIS REPORT AS PER THE REQUIREMENT OF DPE GUIDELINES

i. Industry Structure and Development:

The maritime industry is a complex industrial sector encompassing various players involved in transport, logistics, regulatory, engineering, finance and insurance activities which are vertically and horizontally intertwined. Maritime India Vision 2030 (MIV 2030) is a blueprint to ensure coordinated and accelerated growth of India's maritime sector in the next decade. Its main objective is of propelling India to the forefront of the Global Maritime Sector.

ii. Strengths and weakness:

Strength:

The country's maritime sector plays a crucial role in its overall trade and growth, with 90% of the country's trade volume and 70% of the trade value being undertaken through maritime transport and is poised to grow manifold. Infrastructure development and asset additions in

the Ports, Shipping and Waterways segments of the Maritime sector are increasingly visible due to improvement in operational efficiencies over the years.

India's Inland Waterways Transport has witnessed a steady increase in its modal share of cargo from 0.5% in 2015 to around 2% at present. With over 5000 km of navigable inland waterways under development, the modal share is targeted to increase to 5% by 2030.

Globally, India ranks 2nd in ship recycling and 21st in ship building. India is ranked amongst the top 5 countries supplying trained manpower, with 17% growth in seafarers in the last 3 years.

SDCL is the only financing company under MoPSW and is poised to play a bigger role in the growth of the maritime sector. Over the years, SDCL has developed project management capabilities. This expertise in managing the present and future tasks is an asset and can be leveraged by SDCL to play a crucial role in development of the maritime sector.

Weakness:

The challenges faced by the maritime sector are manifold and ever increasing, some of them being Environmental Regulations, Geo-political Tensions, Digitalization, technological integration and up-gradation, Rising Costs, Security, Real-time Tracking, lack of expert human resource etc.

iii. Opportunities and Threats:

Opportunities:

With the growth of the Maritime Sector, SDCL has been receiving proposals for investment from project proponents such as Ports, State Maritime Boards, State Tourism Boards, State Fisheries departments, Ship owners and Ship Builders. There is a dearth of availability of long-term finance and at suitable terms in the maritime sector. On receiving the NBFC registration certificate, SDCL will have the opportunity to fund the said sector.

Threats:

Currently, SDCL has an authorized paid-up capital of Rs. 1000/- crores and considering the future requirement of funds for financing the maritime sector and limited borrowing capacity due to regulatory requirements, additional capital may be required. A suitable risk mitigation mechanism would be required.

iv. Segment-wise or product wise performance:

SDCL does not have any separate reportable segments.

v. Outlook

SDCL being the only financing company under MoPSW, it is being looked upon as the future Sectoral financial institution for the Maritime Sector. Till now SDCL has been very conservative in its approach, and has only invested in government sector projects and that too under equity model. Its business diversification plan to include debt financing in its portfolio will catapult its growth trajectory. The financing constraints faced by the Shipping Sector is expected to be partly addressed by SDCL's portfolio expansion. Project proponents are increasingly looking up to SDCL to support not only in terms of providing funding, but also in project development and Project management considering the capabilities SDCL has developed. With more planned investments and positive result yielding SPVs, the revenue streams are also expected

planned investments and positive result yielding SPVs, the revenue streams are also expected to increase. However, SDCL needs to prepare itself to tap the ensuing windfall of opportunities in terms of scaling and strengthening its operating, finance, manpower, regulatory and legal systems.

vi. Risk and concerns

SDCL is exposed to various risks in relation to financial instruments, some of them being market risk, credit risk and liquidity risk. The financial risk activities are governed by various policies and procedures. The financial risks are further categorized as below:

- a) Market Risk:** Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of change in market prices. Market risk comprises of interest rate risk and foreign currency risk. SDCL does not have any interest rate risk since it does not have any loans/borrowings on reporting date. Foreign exchange fluctuations is due to import of services for project related work from outside India from time to time. SDCL does not have any hedging instruments to cover foreign exchange risk.
- b) Credit Risk:** Credit Risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. SDCL is exposed to credit risk for various financial instruments for example advance to employees, security deposits, loans, and other receivables. The maximum exposure to credit risk is equal to carrying value of the financial assets.
- c) Financial instruments and cash deposits:** Credit risks from balances with banks and financial institutions is managed in accordance with SDCL's policy. Investment of surplus funds are made with the approval of investment committee and on the basis of quotes received from the banks.
- d) Liquidity Risks:** SDCL manages its liquidity needs by continuously monitoring cash inflows and by maintaining adequate cash and cash equivalents. Net cash requirements are compared to available cash in order to determine any shortfalls. Short-term liquidity requirements consists mainly of expenses payable for project related works, employees' dues, security deposits arising during the normal course of business of each reporting date. SDCL maintains a sufficient balance in cash equivalent to meet its short term liquidly reequippments.
- e) Investment Risk:** The risk of equity investment of SDCL is dependent on the financial performance of its SPVs.

vii. Internal Control systems and their adequacy

As per Statutory Auditor's opinion, SDCL 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 31st March, 2024 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.

viii. Discussions on financial performance with respect to operational performance

During the financial year 2023-24, SDCL recorded an income of Rs. 4,056.85 Lakhs which comprises revenue from dividend of Rs. 430 lakhs and other income of Rs. 3,626.85 lakhs as compared to Income of Rs. 2,403.01 Lakhs in the previous financial year which comprises revenue from operation of Rs. 654.15 lakhs and other income of 1748.86 lacs. The Profit After Tax for the financial year 2023-24 is Rs. 2,350.96 Lakhs as against Rs. 1,407.97 Lakhs in the previous financial year. The increase in total revenue is due to increase in interest income.

In the preparation of financial statements, the Company has followed Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2018, issued by the Ministry of Corporate Affairs, to the extent applicable.

ix. Material developments in Human Resources, Industrial Relations front, including number of people employed

During the period under review SDCL has recruited six regular employees in various departments viz. Company Secretarial, Finance, Human Resource, Projects & Operations. The total manpower strength of the Company as on the date is eight including two Board levels executives. SDCL is also in the process of recruiting another seven below board level executives in various disciplines i.e., finance, and projects & operations to enhance its professional capacity for meeting the corporation's ambitious growth and plans for the future. The recruitment for the post of Director (Projects) is also under process. The Yoga programs were organized by SDCL for the employees for their better well-being. The Industrial Relations within the Company have been very cordial and harmonious with the employees committing themselves entirely to the objectives of the Company. There were no man-days lost during the year under review.

x. Environmental Protection and Conservation, Technological conversation, Renewable energy developments, Foreign Exchange Conversation

A. Environmental Protection

SDCL has a responsibility to protect the environment, not only for ethical and moral reasons but also for economic reasons in every aspect of its operations. SDCL always encourages its employees to avoid the wastages of paper and unwanted printouts. It helps to reduce costs, increase efficiency, and improve the reputation

B. Conservation of Energy

The details are same as above explained in Para 8A of this Board Report

C. Technology Absorption

The details are same as above explained in Para 8B of this Board Report

D. Foreign Exchange Earning and Outgo

The details are same as above explained in Para 8C of this Board Report

xi. Corporate social responsibility

SDCL has in place its CSR Policy of the Company and is also available in the website of the company. During the financial year 2023-24, the Company was required to spend Rs. 19,71,290/- being 2% of its average net profits of the last three years, on CSR activities, against which the Company has contributed a sum of Rs. 19,71,290/- to PM Cares Fund.

30. SHAREHOLDING OF DIRECTORS

The details of shares of the Company held by the Directors as on 31st March, 2024 are given below:

Sr. No	Name of Director	Number of Shares held
1	Shri Sushil Kumar Singh* (Beneficiary Ownership is with President of India)	One
2	Shri Bhushan Kumar** (Beneficiary Ownership is with President of India)	One

*Ceased as Director on 27th May, 2024 and ** 1st August, 2024 respectively

31. CODE OF BUSINESS CONDUCT AND ETHICS FOR BOARD MEMBERS AND SENIOR MANAGEMENT

The Code of Business Conduct and Ethics for the Board Members and Senior Management is a comprehensive code applicable to all Directors and Members of Senior Management of your Company. It is in alignment with Company's vision and values to achieve the Mission & Objectives and aims at enhancing ethical and transparent process in managing the affairs of the Company. The Code has been made available on the on SDCL's website at following link:

<https://www.sdclindia.com/admin/images/documents/csrdocument-Code%20of%20Conduct.pdf>

Based on the affirmation received from Board Members and Senior Management Personnel, declaration regarding compliance of Code of Conduct made by the Managing Director is as under:

Declaration under Code of Business Conduct and Ethics for Board Members and Senior Management

All the members of the Board and Senior Management Personnel have affirmed compliance of the 'Code of Business Conduct & Ethics for Board Members and Senior Management' for the financial year ended on March 31, 2024.

Date: 18-12-2024

Place: New Delhi


DILIP KUMAR GUPTA

Managing Director

DIN: 08203085

32. COMPLIANCE WITH SECRETARIAL STANDARDS

Your directors confirm that the Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively.

33. THE RIGHT TO INFORMATION ACT, 2005

To promote transparency and accountability, an adequate mechanism has been set up across your Company in line with 'Right to Information Act, 2005'. The Company follows Government instructions issued in pursuance of the Right to Information Act, 2005. During the review period, 13 cases of RTI were received and replied. There were no pending cases as on 31st March, 2024.

34. INFORMATION UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

In line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (PoSH Act), an 'Internal Complaints Committee' has been constituted in the Company for redressal of complaint(s) against sexual harassment of women employees. The Committee aims at sensitizing employees and provide a healthy and congenial atmosphere to work. The cell is presided by a woman officer of the Company and includes an external member from NGO and two other members. During the Financial year 2023-24, the Company did not receive any complaint of sexual harassment.

35. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

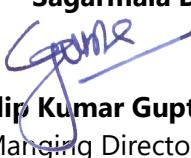
- a.** In the preparation of the Annual Accounts for the financial year ended on March 31st , 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b.** The directors had selected such accounting policies and applied them consistently 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 ended on March 31st , 2024, and of the loss of the company for the same period;
- c.** The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 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 these are adequate and are operating effectively.

36. ACKNOWLEDGEMENTS

The Directors whole-heartedly thank the Ministry of Ports Shipping and Waterways, Ministry of Corporate Affairs, DIPAM, DPE, and the Comptroller & Auditor General of India, for their guidance and support to the Company. Your directors wishes to place on record their sincere appreciation for the continued assistance and support extended to the Company by its, vendors, bankers, Government authorities and other associates. The Directors are grateful to Statutory Auditors, Secretarial Auditors and other professionals associated with the Company, for their support to management. Last but not the least, the Directors thank the employees and staff, for working relentlessly in pursuit of excellence.

**For and on behalf of the Board of Directors
Sagarmala Development Company Limited**

Date: 19-12-2024
Place: New Delhi


Dilip Kumar Gupta
Managing Director
DIN - 08203085


Ananga Charan Nayak
Director (Finance)
DIN – 10057433

Form AOC- 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

Part A Subsidiaries

1. Name of the subsidiary: India Ports Global Limited
2. The date since when subsidiary was acquired: 29-11-2018
3. Reporting period: 1st April, 2023 to 31st March, 2024
4. Reporting currency: Indian Rupees
5. Share capital: Rs. 10,00,00,000/-
6. Reserves and surplus: Rs. 1,98,77,15,608.42/-
7. Total assets: Rs. 3,45,38,97,893.80/-
8. Total Liabilities: Rs. 3,45,38,97,893.80/-
9. Investments: Rs. 28,16,203.12/-
10. Turnover: NIL
11. Profit before taxation: Rs. (-) 3,51,079.93/-
12. Provision for taxation: Rs. 1,23,392.60/-
13. Profit after taxation Rs. (-) 2,27,687.33/-
14. Proposed Dividend: Nil
15. Extent of shareholding (in percentage): 100%
16. Names of subsidiaries which are yet to commence operations: Nil
17. Names of subsidiaries which have been liquidated or sold during the year. Nil

Part B**Associates and Joint Ventures**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:

Sr No	Name of Associates or Joint Ventures	HPRCL	KPRCL	VPRCL
1	Latest audited Balance Sheet Date	31.03.2024	31.03.2024	31.03.2024
2	Date on which the Associate or Joint Venture was associated or acquired	18.02.2020	29.12.2018	30.09.2020
3	Shares of Associate or Joint Ventures held by the company on the year end			
a)	No. of Shares held	33,67,88,058	12,50,00,000	2,00,00,000
b)	Amount of Investment in Associates or Joint Venture (Rs.)	3,36,78,80,580/-	1,25,00,00,000/-	20,00,00,000/-
c)	Extent of Holding (in percentage)	25.91%	20.00%	25.87%
4	Description of how there is significant influence	Shareholding is more than 20%	Shareholding is more than 20%	Shareholding is more than 20%
5	Reason why the associate/Joint venture is not consolidated.	N.A.	N.A.	N.A.
6	Net worth attributable to shareholding as per latest audited Balance Sheet (Rs. in Lakhs)	38,091.06	11,559.35	4,357.05
7	Profit or Loss for the year			
i)	Considered in Consolidation (Rs. in Lakhs) Group Share of net Profit	2,058.27	2,347.06	910.60
ii)	Not Considered in Consolidation	-	-	430.00

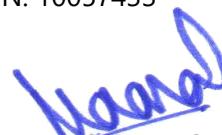
- Names of associates or joint ventures which are yet to commence operations: Brahmaputra Sagarmala Mandir Darshanam SPV Private Limited
- Names of associates or joint ventures which have been liquidated or sold during the year: Nil

**For and on behalf of Board of Director of
SAGARMALA DEVELOPMENT COMPANY LIMITED**


DILIP KUMAR GUPTA
Managing Director
DIN: 08203085


ANANGA CHARAN NAYAK
Director (Finance)
DIN: 10057433


ANANGA CHARAN NAYAK
Chief Financial Officer
PAN: ABVPN6834H


MAANIK SRIVASTAVA
Company Secretary
PAN: BFAPS1336B

Date: 19-12-2024
Place: New Delhi

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF SAGARMALA DEVELOPMENT COMPANY LIMITED FOR THE YEAR ENDED 31 MARCH 2024

The preparation of financial statements of Sagarmala Development Company Limited for the year ended 31 March 2024 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 auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is 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 28 October 2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Sagarmala Development Company Limited for the year ended 31 March 2024 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

Aastha Luthra

(Aastha Luthra)
Principal Director of Audit (Shipping), Mumbai

Place: Mumbai
Date: 18 December 2024

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) READ WITH SECTION 129 (4) OF THE COMPANIES ACT, 2013 ON THE CONSOLIDATED FINANCIAL STATEMENTS OF SAGARMALA DEVELOPMENT COMPANY LIMITED FOR THE YEAR ENDED 31 MARCH 2024

The preparation of consolidated financial statements of Sagarmala Development Company Limited for the year ended 31 March 2024 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 auditor appointed by the Comptroller and Auditor General of India under section 139 (5) read with section 129 (4) of the Act is responsible for expressing opinion on the financial statements under section 143 read with section 129 (4) 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 28 October 2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the consolidated financial statements of Sagarmala Development Company Limited for the year ended 31 March 2024 under section 143(6)(a) read with section 129(4) of the Act. We conducted a supplementary audit of the financial statements of Krishnapatnam Railway Company Limited and Haridaspur Paradip Railway Company Limited, but did not conduct supplementary audit of the financial statements of India Ports Global Private Limited and Vishakhapatnam Port Road Company Limited for the year ended on that date. 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.

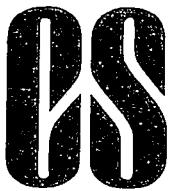
On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act.

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

Aastha Luthra

(Aastha Luthra)
Principal Director of Audit (Shipping), Mumbai

Place: Mumbai.
Date: 18 December 2024



FORM No. MR-3

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024**

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,

The Members,

SAGARMALA DEVELOPMENT COMPANY LIMITED

CIN: U74999DL2016GOI305194

1st Floor, Thapar House, Gate No.2, 124,
Janpath, New Delhi-10001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sagarmala Development Company Limited (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conduct / statutory compliance and expressing our opinion thereon.

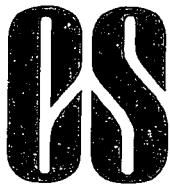
Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed here under and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on March 31, 2024, according to the provisions of:

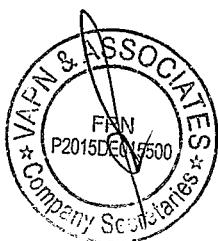
- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under (during the period under review not applicable to the company);
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed there-under are complied with to the extent applicable. Further, MCA vide notification dated 22nd January, 2019 exempted Government Companies from dematerialization of shares and hence the same is not applicable to the Company;



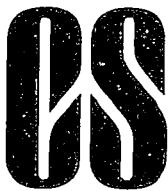
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- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (**during the period under review not applicable to the company**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (**during the period under review not applicable to the company**);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (**during the period under review not applicable to the company**);
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**during the period under review not applicable to the company**);
 - (d) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**during the period under review not applicable to the company**);
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**during the period under review not applicable to the company**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (**during the period under review not applicable to the Company**);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**during the period under review not applicable to the Company**);
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**during the period under review not applicable to the Company**);



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We have examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) Corporate governance guidelines issued by Department of Public Enterprises vide OM No. 18(8)/2005-GM dated 14th May, 2010.
- (iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (during the period under review not applicable to the Company);

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that,

1. COMPOSITION OF THE BOARD

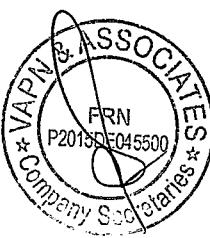
As on March 31, 2024, the Board consists of one Managing Director, one Director Finance, Two Independent Directors, and Three Government Nominee Directors. As per DPE Guidelines, 2019, the number of Nominee Directors appointed by the Government/ other CPSE shall be restricted to a maximum of two. However, there are 3 (Three) Nominee Directors on the Board of the Company.

2. MEETINGS OF THE BOARD

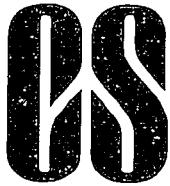
Adequate notice was given to all directors to schedule the Board Meetings, Statutory Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except few Board Meetings and Committee Meetings which were held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. SYSTEMS AND PROCESSES FOR COMPLIANCE WITH APPLICABLE LAWS, RULES, REGULATIONS AND GUIDELINES

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



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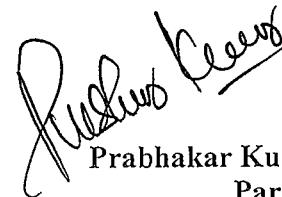
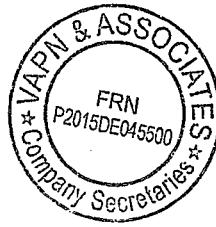


VAPN & ASSOCIATES

COMPANY SECRETARIES

We further report that during the audit period the Company has no specific events /actions having a major bearing on the Company's affairs in pursuance of the above-mentioned laws, rules, regulations, guidelines, standards, etc. referred to above.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020



Prabhakar Kumar
Partner
FCS No: 5781 |COP No: 10630
ICSI UDIN: F005781F002036073

Date: 11/11/2024

Place: New Delhi

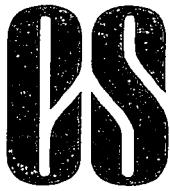
Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE' and forms an integral part of this report.

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Contact us on +91 49058932, 45040789

e-mail : info@vapn.in

www.vapn.in



VAPN & ASSOCIATES

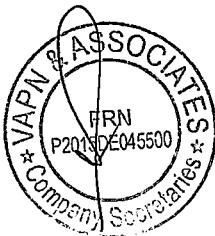
COMPANY SECRETARIES

'ANNEXURE A'

To,
The Members,
SAGARMALA DEVELOPMENT COMPANY LIMITED
CIN: U74999DL2016GOI305194
1st Floor, Thapar House, Gate No.2, 124,
Janpath, New Delhi-10001

Our report of even date is to be read along with this letter.

- (1) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- (2) We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we follow provide a reasonable basis for our opinion.
- (3) We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
- (4) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (5) The compliance of the provisions of corporate laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
- (6) As regards the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.



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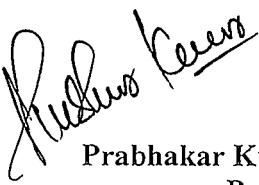


VAPN & ASSOCIATES

COMPANY SECRETARIES

(7) The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020



Prabhakar Kumar
Partner

FCS No: 5781 |COP No: 10630
ICSI UDIN: F005781F002036073

Date:11/11/2024

Place: New Delhi

Office : B-5/41, Vivekanand Apartment, Sector-8, Rohini, Delhi-110085

Contact us on +91 49058932, 45040789

e-mail : info@vapn.in

www.vapn.in

Observations of the Secretarial Auditor along with explanations to the same is as under:

Observation	SDCL Explanation
As per DPE Guidelines the number of Nominee Directors appointed by the Government/ other CPSE shall be restricted to a maximum of two. However, there are 3 (Three) Nominee Directors on the Board of the Company.	The appointments of Nominee Directors are made by the Administrative Ministry.

Management reply to Statutory Audit observations on Audited Financial Statements for FY 2023-24

Sl. No.	Auditor's Comments for Financial Year 2023-24	Management Reply
	Basis for Qualified Opinion:	
1	<p>Monthly freight/revenue collection and apportionment sheet are being received from South Central Railway ("SCR"), which are marked as "provisional". Difference arises, if any, are being accounted for in the period of identification. Thus, the financial statements are drawn on the strength of such provisional revenue. Further, as stated in Note 19(i)(d), all supporting evidences related to revenue booking are being controlled and managed by the SCR. The same are not available with the company for verification, hence, the same could not be verified.</p>	<p>It is the practice of Zonal Railway Administration to furnish statements of Revenue or O&M or any other amount paid, to be marked as 'Provisional'.</p> <p>KRCL does not have any control over the practices followed by the Railway Administration (SCR).</p>
2	<p>Despite of contractual obligation in terms of the construction agreement with Rail Vikas Nigam Limited ("RVNL"), the company is neither paying nor providing towards departmental charges @ 5% of the project cost without obtaining any waiver or concession in the agreed terms of agreement. The company has estimated liability of Rs. 11449.14 lakhs being 5% of total project cost, which has been considered as contingent liability (Refer Note-38e) in the financial statements. In view of no accounting treatment of the said departmental charges, Other Intangible Assets and Other Financial Liabilities are understated to that extent. Further, had it been capitalized, the corresponding impact on profit/loss of the year due to amortisation cost of intangible assets, not considered.</p>	<p>In terms of Construction Agreement with Rail Vikas Nigam Limited, Departmental Charges are payable to RVNL on the basis of 'final cost of work'. Since RVNL has not raised any invoice/claim in this regard, therefore, this amount has been treated as "Contingent Liability" in the Books of Accounts. The company has estimated provisionally the liability of Rs. 11449.14 lacs being 5% of total project cost, which has been considered as contingent liability.</p> <p>The Company has represented to RVNL for waiving off the Departmental Charges @5%. Hence, it would be logical to retain the amount of Departmental Charges as Contingent Liability.</p>

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

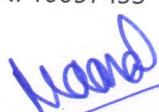
1. **Details of contracts or arrangements or transactions not at arm's length basis:** Nil
 - (a) Name(s) of the related party and nature of relationship: N.A.
 - (b) Nature of contracts/arrangements/transactions: N.A
 - (c) Duration of the contracts/arrangements/transactions: N.A
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date of approval by the Board: N.A
 - (g) Amount paid as advances, if any: N.A
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: N.A
2. **Details of material contracts or arrangement or transactions at arm's length basis:** Nil
 - (a) Name(s) of the related party and nature of relationship: N.A
 - (b) Nature of contracts/arrangements/transactions: N.A
 - (c) Duration of the contracts/arrangements/transactions N.A
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A
 - (e) Date(s) of approval by the Board, if any: N.A
 - (f) Amount paid as advances, if any: N.A

**For and on behalf of Board of Director of
SAGARMALA DEVELOPMENT COMPANY LIMITED**


Raju Lakshmanan
Director
DIN: 06908182


Ananga Charan Nayak
Director (Finance)
DIN: 10057433


Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H


Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

Date: 28-10-2024
Place: New Delhi

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
FOR FINANCIAL YEAR ENDED ON 31ST MARCH, 2024**
**[Pursuant to Section 134(3)(o) of the Companies Act, 2013 and
Rule 9 of the Companies (Corporate Social Responsibility Rules 2014)]**

1. **Brief outline of the CSR policy.** Sagarmala Development Company Limited is a CPSE under Ministry of Ports, Shipping & Waterways. As per the CSR Policy, the Company will prioritise activities pertaining to:

- i. Eradicating hunger, poverty, and malnutrition, promoting preventive health care and sanitation and making available safe drinking water.
- ii. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects.
- iii. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens.
- iv. Measures for reducing inequalities faced by socially and economically backward groups.
- v. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water.
- vi. Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional and handicrafts.
- vii. Measures for the benefit of armed forces veterans, war widows and their dependents.
- viii. Training to promote rural sports, nationally recognised sports, Paralympics sports and Olympic sports.
- ix. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women.
- x. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.
- xi. Rural development projects.

2 **Composition of CSR Committee:** N.A.

3	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.		https://www.sdclindia.com/csrpolicy
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014.		N.A.
5	Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year.		N.A.
Sr. No	Financial Year	Amount Available for set-off from preceding financial years	Amount required to be set off for the financial year, if any
-	-	-	-
6	Average net profit of the Company as per section 135(5).		Rs. 9.86 Lakhs
7	a)	Two percent of average net profit of the company as per section 135(5):	19.71 Lakhs
	b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	-
	c)	Amount required to be set off for the financial year, if any	-
	d)	Total CSR obligation for the financial year (7a+7b-7c).	19.71 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs Lacs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount (in Rs Lacs.)	Date of Transfer
19.71	NA	NA	NA	NA	NA

8. (b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5	6	7	8	9	10	11
	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project.	Project duration	Amount allocated for the project (in Rs)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
										Name CSR Reg. No.
-	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

8 (c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5	6	7	8
Sr.	Name of Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Amount spent for the project (in Rs in lacs).	Mode of implementation Direct (Yes/No)	Mode of implementation Through implementing agency
1	PM Cares Fund	Health	Yes	National	National	19.71	Yes

(d)	Amount spent in Administrative Overheads:	-
(e)	Amount spent on Impact Assessment, if applicable	-
(f)	Total amount spent for the Financial Year (8b+8c+8d+8e)	19.71 Lakhs
(g)	Excess amount for set off, if any	-

SL. No	Particular	Amount
i.	Two percent of average net profit of the company as per section 135(5)	19.71 Lakhs
ii.	Total amount spent for the Financial Year	19.71 Lakhs
iii.	Excess amount spent for the financial year [(ii)-(i)]	-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9 (a) Details of Unspent CSR amount for the preceding three financial years:

Sr.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs. Lacs).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs. In Lacs)
				Name of the Fund	Amount (in Rs).	Date of transfer	
NA	NA	NA	NA	NA	NA	NA	NA

9 (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable								
1	2	3	4	5	6	7	8	9
Sr.	Project ID	Name of Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
NA	NA	NA	NA	NA	NA	NA	NA	NA

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : NIL		
a)	Date of creation or acquisition of the capital asset(s).	NA
b)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	NA
c)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	NA

11	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)	NA
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**For and on behalf of Board of Director of
SAGARMALA DEVELOPMENT COMPANY LIMITED**



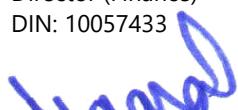
DILIP KUMAR GUPTA
Managing Director
DIN: 08203085



ANANGA CHARAN NAYAK
Director (Finance)
DIN: 10057433

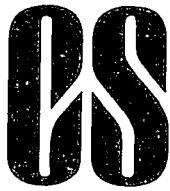


**ANANGA CHARAN
NAYAK**
Chief Financial Officer
PAN: ABVPN6834H



MANAS SRIVASTAVA
Company Secretary
PAN: BFAPS1336B

Date: 19-12-2024
Place: New Delhi



VAPN & ASSOCIATES

COMPANY SECRETARIES

CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE NORMS

(Pursuant to clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises, 2019 issued by DPE)

To,

The Members,

SAGARMALA DEVELOPMENT COMPANY LIMITED

CIN: U74999DL2016GOI305194

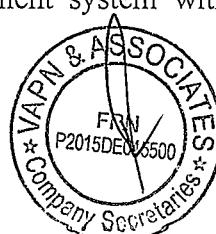
1st Floor, Thapar House, Gate No.2,
124 Janpath, New Delhi-110001

We have examined the relevant books, records and statements in connection with compliance of the conditions of Corporate Governance of **SAGARMALA DEVELOPMENT COMPANY LIMITED** (hereinafter called 'the Company') for the financial year ended 31st March, 2024 ("During the period under the review"), as stipulated in Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs), 2019 issued by the Department of Public Enterprises (DPE), Ministry of Heavy Industries and Public Enterprises, Government of India (Hereinafter referred to as " DPE Guidelines, 2019").

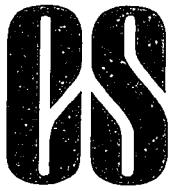
The compliance of the conditions of the Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as laid down in the guidelines. Our Certification is neither an audit nor an expression of the opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance norms as stipulated in DPE Guidelines, 2019 except the following: -

1. The Board of Directors of the Company does not have the optimum combination of Nominee Directors:
 - As per DPE Guidelines, 2019, the number of Nominee Directors appointed by the Government/ other CPSE shall be restricted to maximum of two. However, there are 3 (Three) Nominee Directors on the Board of the Company.
2. The Company has not maintained the Risk Management Policy to ensure the integration and alignment of the risk management system with the corporate and operational objective.



Office : B-5/41, Vivekanand Apartment, Sector-8, Rohini, Delhi-110085



VAPN & ASSOCIATES

COMPANY SECRETARIES

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

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020



Prabhakar Kumar
Partner

FCS No: 5781 |COP No: 10630
ICSI UDIN: F005781F002036546

Place: New Delhi

Date: 11/11/2024

Office : B-5/41, Vivekanand Apartment, Sector-8, Rohini, Delhi-110085

Observations in the certificate along with explanations to the same is as under

Observation	SDCL Explanation
As per DPE Guidelines, 2019, the number of Nominee Directors appointed by the Government/ other CPSE shall be restricted to maximum of two. However, there are 3 (Three) Nominee Directors on the Board of the Company.	The appointment of Nominee Directors are made by the Administrative Ministry.
The Company has not maintained the Risk Management Policy to ensure the integration and alignment of the risk management system with the corporate and operational.	The formulation of Risk Management Policy is under process in line with NBFC requirements.



Independent Auditor's Report

**To the Members of
SAGARMALA DEVELOPMENT COMPANY LIMITED**

Report on the Audit of the Standalone Financial Statements
Opinion

We have audited the accompanying Standalone Financial Statements of **Sagarmala Development Company Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. (Hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("The Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

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



Information other than the Financial Statement and audit report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Corporate Governance, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting 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.

The 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 financial 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.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '**Annexure A**', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, based on our audit 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, except that based on our examination which included test checks, the Company has used accounting software i.e. tally for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) Being a Government Company pursuant to Notification No. G.S.R. 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of sub-section (2) of Section 164 of the Companies Act, 2013 in respect of disqualification of directors, are not applicable to the Company.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure B**'.
 - g) In terms of notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Govt. of India, Section 197 of the Act is not applicable to the Government Companies. Accordingly, reporting in accordance with requirement of provisions of Section 197(16) of the Act is not applicable on the company.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2021, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. Based on the representations received from Management, other than as disclosed in the notes to the accounts, no funds have been advanced/received or loaned or invested by the company with the understanding that the intermediary shall lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company.
- v. No dividend or interim dividend has been declared by the Company.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable.

Based on our examination which included test checks, the company has used the accounting software i.e. tally for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software.

- 3. On the basis of such checks of the books and records of the Company, as we considered appropriate and according to the information and explanations given to us, we are enclosing our report in terms of Section 143(5) of Act, on the directions, sub-directions and additional directions issued by the Comptroller and Auditor General of India in **“Annexure C”**.

**For Raj Har Gopal & Co.
Chartered Accountants
FRN: 002074N**

CA. G. K. Gupta
Partner
M. No: 081085
Place: New Delhi
Date: 28/10/2024
UDIN: 24081085BKAULG2438



Annexure 'A' to Independent Auditors' Report

(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report to the member of Sagarmala Development Company Limited ("the Company"), for the year ended 31st March, 2024)

To best of our information and according to the explanation provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and the situation of its fixed assets.
 - b. According to the information and explanations given to us, physical verification of fixed assets has been conducted by the management under a program designed to cover all the property, plant and equipment including intangible assets at reasonable intervals, which in our opinion, is reasonable having regard to the size of company and nature of its business and no material discrepancies were noticed on such verification to the extent verification was made during the year.
 - c. According to the information and explanation given to us and the records examined by us, no immovable properties are held in the name of the Company; hence this clause is not applicable.
 - d. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
 - e. No proceedings have been initiated or are pending against the company for holding any benami property under Benami Transactions (Prohibition) Act, 1988 and rules made there under.
- ii.
 - a. The company has not maintained any inventory during the year. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
 - b. The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- iii. According to the information given to us, the Company has not granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under section 189 of the Companies Act, 2013. Therefore, clauses (iii) (a-A, B), (iii) (b), (iii) (c), (iii) (d), (iii) (e) and (iii) (f) of Paragraph 3 of the Order are not applicable to the Company.
- iv. The company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and securities.
- v. Based on our examination of the Company's records and according to the information and explanations given to us, the Company has not accepted any deposits from public during



the year within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules 2014.

- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. (a) According to the information and explanations given to us, in our opinion, 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, duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other statutory dues as applicable to it.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employee State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Goods and Service Tax, Cess and any other statutory dues were outstanding as at 31st March, 2024 for a period of more than six months from the date they became payable.
- viii. According to the information and explanation given to us, no transaction has been recorded in the books of accounts which have been surrendered or disclosed as income during the year in the assessments order under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) According to the information and explanations given by the management, the Company has not taken any loans or borrowings from any lender financial institution, bank, Government or debenture holder, as applicable to the company.
(b) The company has not taken any loans or borrowings; hence this clause is not applicable.
(c) The company has not taken any loans or borrowings; hence this clause is not applicable.
(d) The company has not taken any loans or borrowings; hence this clause is not applicable.
(e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
(f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a) According to the records of the Company examined by us and the information and explanations given to us by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
(b) According to the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible)



- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with Central Government.
- (c) There are no Whistle Blower Complaints received by the company during the FY 2023-24.
- xii. Since the company is not a Nidhi Company, the provisions of clause no. 3(xii) do not apply to the Company.
- xiii. According to the records of the company examined by us and the information and explanations given to us, the related party transactions are in compliance with sections 177 and 188 of the Companies Act, 2013 and have been disclosed in the Financial Statements. The provisions of section 177 are not applicable to the Company and accordingly the reporting under Clause 3 (xiii) in so far as it relates to Section 177 of the Act is not applicable to the Company.
- xiv. (a) Based on our examination of records and information and explanation given to us by the Management, the company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditors for the period under audit were considered by us.
- xv. Based on our examination and the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi. (a) Based on our examination and the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our Opinion, the Company is an unregistered Core Investment Company and it continues to fulfill the criteria of being unregistered Core Investment Company (CIC)
- xvii. The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. There has not been any resignation of the statutory auditors during the year.
- xix. On the basis of financial ratios, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of audit report, that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.



xx. According to the records of the Company examined by us and the information and explanations given to us:

(a) There are no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in schedule VII to the Companies Act in compliance with second proviso to sub section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) of the Order is not applicable.

(b) No amount remaining unspent under sub section 5 of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section 6 of section of 135 of the said Act.

For Raj Har Gopal & Co.

Chartered Accountants

FRN: 002074N

CA. G.K. Gupta
(Partner)

M. No: 081085

Place: New Delhi

Date: 28/10/2024

UDIN: 24081085BKAULG2438



Annexure 'B' TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SAGARMALA DEVELOPMENT COMPANY LIMITED.

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 **Sagarmala Development Company Limited** ("the Company") as of March 31, 2024 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's 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 the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of 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 March 31,2024 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Raj Har Gopal & Co.
Chartered Accountants
FRN: 002074N**

CA. G.K. Gupta
(Partner)
M.No: 081085
Place: New Delhi
Date: 28/10/2024
UDIN: 24081085BKAULG2438



Annexure 'C' TO INDEPENDENT AUDITOR'S REPORT

Directions issued by the Comptroller & Auditor General of India under Section 143(5) of Companies Act, 2013 indicating the areas to be examined by the Statutory Auditors during the course of audit of annual accounts of Sagarmala Development Company Limited for the year 2023-24.

S. No.	Areas Examined	Replies
1	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	<p>Yes, the Company has system in place to process all the accounting transactions through I.T. System i.e. Tally. As per Companies (Accounts) Amendment Rules, 2021 issued by MCA that mandating that companies using accounting software must choose platforms equipped with a feature recording an audit trail (Edit Log) for every transaction. however, the company has not operated the audit trail (Edit Log) throughout the year for all relevant transaction recorded in the respective software.</p> <p>Based on the verification carried out by us during the course of our audit and based on the information and explanations given to us, we have not come across any instance having significant implication on the integrity of accounts.</p>
2	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts /loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a government company, then this direction is also applicable for statutory auditor of lender company).	<p>According to the information and explanations given to us and based on our examination of the records of the company, the company has not taken any loans or borrowings, hence direction regarding re-structuring of loans or waiver/write off of debts/loans/interest etc. and its impact is not applicable to the company.</p>
3	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	<p>Based on the audit procedures carried out and as per the information and explanations given to us. During the year, neither the company has received nor any receivable is outstanding towards the funds (grant/subsidy) for specific purpose from Central/State Agencies.</p>



Additional direction issued by the Comptroller & Auditor General of India under Section 143(5) of Companies Act, 2013 indicating the areas to be examined by the Statutory Auditors during the course of audit of annual accounts of Sagarmala Development Company Limited for the year 2023-24.

1.	Whether the receivables (both current and non-current) were supported by agreements, work orders, Invoices or such other documents that establishes the legal rights of the company over the claim?	According to the information and explanations given to us and based on our examination of the records of the company, the company has Recoverable from Ministry of Shipping, Ports and Waterways and Other Recoverable in Note No. 7.3 "Other Financial Assets" under the main head "Current Assets" and these are supported by other documents that establishes the legal rights of the company over the claim.
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For Raj Har Gopal & Co.
Chartered Accountants
FRN: 002074N

CA. G. K. Gupta
(Partner)
M. No: 081085
Place: New Delhi
Date: 28/10/2024
UDIN: 24081085BKAULG2438





Independent Auditor's Report

**To the members of
SAGARMALA DEVELOPMENT COMPANY LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Sagarmala Development Company Limited (hereinafter referred to as the 'Holding Company') and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), and its three associates which comprise the consolidated Balance Sheet as at 31st March, 2024, and the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary and associates, the aforesaid Consolidated 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group and its associates as at March 31, 2024, of its consolidated profit and total comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Information other than the Consolidated financial statements and auditors' report thereon

The Holding Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Holding Company's Annual Report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other info and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the work done/ audit report of other auditor, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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



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

Auditor's Responsibilities for the Audit of Consolidated Financial Statement

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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 ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in Para (a) to Para (b) of the section titled "Other Matters" in this Audit Report.



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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

- (a) We did not audit the financial statements / financial information of one subsidiary M/S India Ports Global Limited (IPGL) whose financial statements / financial information reflect the details given below of total assets as at 31st March, 2024, total revenues and net cash flows for the year ended on that date, as considered in the Consolidated Financial Statements:

(Rs. in lacs)

Name of Entity	India Ports Global Limited (IPGL)
Relation	Wholly Owned Subsidiary
Total Assets	Rs. 37,234.63
Total Revenues	Rs. 6,007.49
Net Cash Inflow/(Outflow)	Rs. 9,274.91

- (b) We did not audit the following Ind AS financial statements / financial information of 3 jointly controlled entities whose financial statements / financial information reflect the details given below of total assets as at 31st March, 2024, total revenues and net cash flows for the year ended on that date, as considered on the Consolidated Ind AS Financial Statements:

(Rs. in lacs)

Name of the Entity	Krishnapatnam Railway Company Limited (KPRCL)
Relation	Associate
Total Assets	Rs. 2,81,782.47
Total Revenues	Rs. 63,696.33
Net Cash Inflow / (Outflow)	Rs. (8,500.83)
Group's share of net profit / (loss)	Rs. 2,347.06



Name of Entity	Haridaspur Paradip Railway Company Limited (HPRCL)
Relation	Associate
Total Assets	Rs. 2,68,322.67
Total Revenues	Rs. 49,692.81
Net Cash Inflow / (Outflow)	Rs. 1,825.19
Group's share of net profit / (loss)	Rs.2,058.27
Name of Entity	Vishakhapatnam Port Road Company Limited (VPRCL)
Relation	Associate
Total Assets	Rs. 18,663.50
Total Revenues	Rs. 5,430.40
Net Cash Inflow / (Outflow)	Rs. 379.00
Group's share of net profit / (loss)	Rs. 480.60

Basis for Qualified Opinion in the concerned Independent Auditor's Report

As reported by respective jointly controlled entities Statutory Auditors:

1. Krishnapatnam Railway Company Limited (KPRCL)

- *"Regarding Monthly freight/revenue collection and apportionment sheet are being received from South Central Railways ("SCR"). Which are marked as "provisional. Difference arises, if any are being accounted for in the period of identification. Thus, the financial statements are drawn on the strength of such provisional revenue. All supporting evidences related to revenue booking are being controlled and managed by the SCR. The same are not available with the company for verification, hence the same could not be verified."*
- *Despite of contractual obligation in the terms of construction agreement with Rail Vikas Nigam limited ("RVNL"), the company is neither paying nor providing towards departmental charges @ 5% of the project cost without obtaining any waiver or concession in the agreed term of agreement. The company has estimated liability of Rs. 11,449.14 lacs being 5% of total project cost, which been considered as contingent liability in the financial statements. In view of no accounting treatment of the said department charges, other Intangible Assets and other Financial Liabilities are understated to that extent. Further, had it been capitalized, the*



corresponding impact on profit/loss of the year due to amortization cost of intangible assets, not considered.

Emphasis of Matter in the concerned Independent Auditor's Report

As reported by respective jointly controlled entities Statutory Auditors:

1. Krishnapatnam Railway Company Limited (KPRCL)

- *Attention is drawn to financial statements of KPRCL, Directional & General ("D&G") charges are subject to change as per the agreement. Impact, if any, due to changes in D&G charges will have corresponding impact on the value of capitalization of intangible Assets and amortization thereupon.*
- *Attention is drawn to financial statements of KPRCL in relation to project cost, the cost is subject to change till the completion certificate issued by RVNL. Impact, if any, will have corresponding impact on the value of capitalization of intangible Assets and amortization thereupon.*
- *Attention is drawn to financial statements of KPRCL in relation to impact of anticipated earnings on account of (a) apportioned revenue for length of about 14.45 KM section from Krishnapatnam Railway Station and (b) payment of terminal costs for past periods. These issues are now pending under arbitration and the revenue is subject to the outcome of Arbitration proceedings.*
- *Attention is drawn to financial statements of KPRCL in relation to recognition of O&M Expenses on the basis of provisional bills intimated by SCR.*
- *Attention is drawn to financial statements of KPRCL in relation to ongoing arbitration proceedings between the company and ministry of Railway. As opined by the company, amount of claims and counter claims, being confidential as per section 42A of the Arbitration and Conciliation Act, 1996, has not been disclosed in the financial statements.*
- *Attention is drawn to financial statements of KPRCL in relation to non-charging of GST on its revenue and providing GST on operation and maintenance charges under Reverse Charge Mechanism on the rationale that there is no supply of services on the part of company which is getting apportionment of revenue net off GST from ministry of Railway.*

2. Haridaspur Paradip Railway Company Limited (HPRCL)

- *Without qualifying our report, your attention is drawn to Note - 37(il) of the standalone financial statements, which describes that an amount of INR 2,986.45 lakhs as on 31st March, 2024 (INR 4,424.12 Lakhs as on 31st March, 2023) towards interest and other charges claimed by M/s. RVNL is not acknowledged as the debt by the company*
- *CSR Expenditure for the FY: 2023-24*
The Company has contributed an amount of INR 107.06 Lakhs among three districts of the project area. However, the utilization certificate is awaited.
- *Woman Director:*
The second provision of Section 149(i) of the Act provides that following class of companies must appoint at least one-Woman Director on its Board.
 - *Every listed Company.*
 - *Every Other public company having paid up share capital of Rs. 100 crore or more.**Turnover of Rs. 300 crore or more:*



Upon meeting the aforementioned criteria, a company is required to appoint a Woman Director to its board within six months from the date of fulfilment of these conditions. Smt. Gitanjali Mishra, Independent Director of the company has ceased to be director w.e.f. 28th Nov, 2023 on completion of her tenure. The Board is yet to fill the vacancy of woman director.

The concerned Statutory Auditors have not modified their Independent Statutory Audit Report in this matter.

These financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of Group's share of net profit/loss (including Other Comprehensive Income) and our report in terms of sub-section (3) of Section 143 of the Act, is based solely on the reports of the other auditors. In our opinion and according to the information and explanations given to us by the Holding Company's Management, the group's share of net profit/loss included in the Consolidated Financial Statements are material to the group.

Our opinion on the Consolidated Ind AS Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Ind AS financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act based on our audit and on the consideration of audited financial statements by the other auditors and certified by the management of subsidiary, jointly controlled entities as referred in "Other Matters" paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept, except in the case of
 - **Sagarmala Development Company Limited:** Based on our examination which included test checks, the Company has used accounting software i.e. tally for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software.
 - **Vishakhapatnam Port Road Company Limited:** The company has migrated its financial data to Tally Prime from Tally ERP 9 during the year and is in the process of establishing necessary controls and documentation regarding the audit trail. Consequently, as per the statutory auditor of the company, they are unable to comment on the audit trail feature of the said software.



- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

- d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India;

- e) Being a Government Company, pursuant to the Notification No. GSR 463(E) dated 5th June 2015 issued by Ministry of Corporate Affairs, Government of India, provisions of sub section (2) of Section 164 of the Act, are not applicable to the Holding Company, its subsidiary and its associates.

- f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.

- g) As per Notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, Section 197 of the Act is not applicable to the Government Companies. Accordingly, reporting in accordance with requirement of provisions of Section 197(16) of the Act is not applicable on the Company.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014 and the Companies (Audit and Auditors) Amendment Rules, 2021, in our opinion and to the best of our information and according to the explanations given to us:
 - I. There were no pending litigations which would impact the consolidated financial position of the Group and its associates.

 - II. The Group and its associates did not have any material foreseeable losses on long- term contracts including derivative contracts.

 - III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and associate companies incorporated in India.

 - IV. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable.

India Ports Global Limited, Krishnapatnam Railway Company Limited, Haridaspur Paradip Railway Company Limited and Haldia Port Road Company Limited has used the accounting software i.e., tally for maintaining its books of account, which have a feature of recording audit trail (edit log)



facility and the same has been operated throughout the year for all relevant transactions recorded in the respective software except the following:

- **Sagarmala Development Company Limited:** Based on our examination which included test checks, the Company has used accounting software i.e. tally for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software.
 - **Vishakhapatnam Port Road Company Limited:** The company has migrated its financial data to Tally Prime from Tally ERP 9 during the year and is in the process of establishing necessary controls and documentation regarding the audit trail. Consequently, as per the statutory auditor of the company, they are unable to comment on the audit trail feature of the said software.
2. With respect to the matter of paras 3(xxi) and 4 of the Companies (Auditor's Report) Order 2020, the subsidiary and three associates have been audited by Other Auditors as mentioned in the section titled "Other Matters" and CARO report has been issued by the Auditors of such entities as on the date of issue of this report. Based on the CARO report issued by the other auditors for such entities for the year ended 31st March 2024, we report that there are following adverse remarks in the CARO report in case of Vishakhapatnam Port Road Company Limited:
- The company has not maintained proper records showing full particulars, including quantitative details and the situation of Property, Plant and Equipment;
 - The Property, Plant and Equipment have not been physically verified by the management;
 - The unspent amounts for Financial Year 2023-24 towards Corporate Social Responsibility (CSR) relating to other than ongoing projects is not transferred to a Fund specified in Schedule VII to the Companies Act as the six-month period has not expired till the date of signing of this Audit Report. However, the company has not transferred the unspent amount related to the Financial Years from 2018-19 till 2022-23 to the fund specified in Schedule VII to the Companies Act, which resulted in non-compliance of Provision under section 135 of the Companies Act, 2013.

For Raj Har Gopal & Co

Chartered Accountants

FRN :002074N



CA G. K. Gupta
Partner

M.No: 081085

Place: New Delhi

Date: 28.10.2024

UDIN: 24081085BKAULH4443

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED INDAs FINANCIAL STATEMENTS OF SAGARMALA DEVELOPMENT COMPANY LIMITED

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 Sagarmala Development Company Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the consolidated financial statements of the Company, its subsidiary company and its associates which are companies incorporated in India, as of that date, for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary company and its associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 respective 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 internal financial controls over financial reporting of the Parent, its subsidiary company and its associates which are companies incorporated in India, 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, 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 and the audit evidence obtained by auditors of the subsidiary company and associates which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary company and associates which are companies incorporated in India.

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 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to subsidiary company and its associates which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.



Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph above, the Parent, its subsidiary company and associates which are companies incorporated in India, have 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 March 31 2024, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Raj Har Gopal & Co
Chartered Accountants
FRN -002074N

CA G. K. Gupta
Partner
M.No – 081085
Place: New Delhi
Date: 28.10.2024
UDIN: 24081085BKAULH4443



SAGARMALA DEVELOPMENT COMPANY LIMITED
STANDALONE BALANCE SHEET
As at 31st March 2024

(INR in Lakhs)

Particulars	Note No.	As at 31st March 2024		As at 31st March 2023
I. ASSETS				
(1) Non-current assets				
(a) Property, Plant and Equipment	3	244.12		38.23
(b) Capital Work-in-Progress	3.1	0.25		-
(c) Other Intangible assets	4	-		-
(d) Financial Assets	5			
(i) Investments	5.1	50,218.81		50,218.81
(ii) Loans		-		
(iii) Other Financial Assets	5.2	15,385.49		79.62
(e) Deferred tax assets (net)	12	10.72		4.10
(f) Other Non Current Assets	6	99.21	65,958.60	1.88
				50,342.64
(2) Current assets				
(a) Financial Assets	7			
(i) Trade Receivables				
(ii) Cash and cash equivalents	7.1	88.63		5,906.51
(iii) Bank balances other than (ii)	7.2	34,400.00		33,700.00
(iv) Loans		-		
(v) Other Financial Assets	7.3	2,206.76		1,227.91
(b) Current Tax Assets (Net)	8	40.72		45.75
(c) Other current assets	9	24.16		0.49
			36,760.27	40,880.66
				91,223.30
Total Assets			102,718.87	91,223.30
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	10	100,000.00		85,657.00
(b) Other Equity	11	2,217.15	102,217.15	5,223.53
				90,880.53
LIABILITIES				
(1) Non-current liabilities				
(a) Financial Liabilities				
(i) Lease Liabilities	13	137.35		-
(b) Provisions	14	26.05		-
(c) Deferred tax liabilities (Net)	12	-		-
(d) Other non-current liabilities			163.40	-
(2) Current liabilities				
(a) Financial Liabilities	15			
(i) Lease Liabilities	15.1	94.06		37.09
(ii) Other financial liabilities	15.2	145.44		168.65
(b) Other current liabilities	16	59.05		58.87
(c) Provisions	17	39.77		78.16
(d) Current Tax Liabilities (Net)	8	-	338.32	-
				342.77
Total Equity and Liabilities			102,718.87	91,223.30

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

1 to 43

For Raj har Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA. GK Gupta
Partner
M.No: 081085



Date: 28.10.2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN: 06908182

Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga Charan Nayak
Director Finance
DIN - 10057433

Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
STANDALONE STATEMENT OF PROFIT AND LOSS
For the Year ended 31st March 2024

(INR in Lakhs except EPS)

Particulars	Note No.	For the Year ended 31st March 2024	For the Year ended 31st March 2023
I. Revenue from Operations	18	430.00	654.15
II. Other Income	19	3,626.85	1,748.86
III. Total Income (I + II)		4,056.85	2,403.01
IV. EXPENSES:			
Employee Benefits Expense	20	188.32	102.27
Finance Costs	21	20.23	15.82
Depreciation and Amortization Expense	22	108.80	104.36
CSR expenses	22(A)	19.71	13.03
Other Expenses	23	474.54	270.60
Total Expenses (IV)		811.60	506.08
V. Profit/(loss) before exceptional items and tax (III - IV)		3,245.25	1,896.93
VI. Exceptional Items			
VII. Profit/(Loss) before tax (V - VI)		3,245.25	1,896.93
VIII. Tax expense:			
(1) Current tax	25.1	842.36	474.38
- For the year		58.54	7.49
- For earlier years (net)		(6.61)	7.09
(2) Deferred tax (net)	12	894.29	488.96
Total Tax Expense (VIII)			
IX. Profit/(loss) for the period from continuing operations (VII - VIII)		2,350.96	1,407.97
X. Profit/(loss) from discontinued operations			
XI. Tax Expense of discontinued operations			
XII. Profit/(loss) from discontinued operations (after tax) (X-XI)			
XIII. Profit/(loss) for the period (IX+XII)		2,350.96	1,407.97
XIV. Other Comprehensive Income			
A. Items that will not be reclassified to profit or loss	24		
(i) Re-measurement of investment in Equity investment		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV. Total Comprehensive Income for the period (XIII + XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the period)		2,350.96	1,407.97
XVI. Earnings per equity share:			
(for continuing operation)			
(1) Basic (Face Value Rs. 10 Per share) (in Rs.)	26	0.24	0.17
(2) Diluted (Face Value Rs. 10 Per share) (in Rs.)	26	0.24	0.17
XVII. Earnings per equity share:			
(for discontinued operation)			
(1) Basic		-	-
(2) Diluted		-	-
XVIII. Earnings per equity share:			
(for discontinued and continuing Operations)			
(1) Basic (Face Value Rs. 10 per share) (in Rs.)	26	0.24	0.17
(2) Diluted (Face Value Rs. 10 per share) (in Rs.)	26	0.24	0.17

The accompanying notes are integral part of financial statements.
As per our Report of even date attached.

1 to 43

For Raj har Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA. GK Gupta
Partner
M.No: 081085



Date: 28.10.2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN: 06908182

Ananga Charan Nayak
Director Finance
DIN - 10057433

Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
Standalone Statement of Cash Flow for the Year ended 31st March 2024

Particulars	Sr. No.	(INR in Lakhs)	
		For the year ended 31st March 2024	For the year ended 31st March 2023
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before taxation		3,245.25	1,896.93
Adjustment for :			
Depreciation and amortization		108.80	104.36
Interest Income on FDR's		-3,614.34	-1,738.97
Interest on lease liability		17.92	14.06
Unwinding of Interest on Security deposits		(5.78)	(4.69)
Share Issue Expenses		(14.34)	(4.66)
Amortisation of Prepaid Rent		3.94	4.24
Operating Profit before operating capital changes	1	(258.56)	271.27
Adjustment for :			
Decrease / (Increase) in Non-current Financial Assets		(15,300.09)	0.01
Decrease / (Increase) in Other Non-current Assets		(97.33)	(0.77)
Decrease / (Increase) in Other financial assets		(978.85)	(692.69)
Decrease / (Increase) in Trade Receivable		-	303.11
Decrease / (Increase) in Other current Assets		(27.61)	(0.40)
(Decrease) / Increase in Long term Provisions		26.05	-
(Decrease) / Increase in Other financial Liability		(23.21)	(72.31)
(Decrease) / Increase in Other current liabilities		0.18	5.31
(Decrease) / Increase in Short term Provisions		(38.39)	9.40
Cash generated from operation	2	(16,439.25)	(448.34)
Income Tax Paid (Net of Refunds)	(1+2)	(16,697.81)	(177.07)
NET CASH USED IN OPERATING ACTIVITIES	(A)	(17,593.68)	(650.16)
CASH FLOW FROM INVESTING ACTIVITIES			
Interest Received on FDR's		3,614.34	1,738.97
Decrease / (Increase) in Bank Balance other than those taken to Cash and Cash Equivalent		(700.00)	(5,790.00)
Investment in Equity shares		-	
(Purchase) / Sale of PPE (Net)		(18.89)	(7.09)
NET CASH USED IN INVESTING ACTIVITIES	(B)	2,895.45	(4,058.12)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Share application money/ Share issue		9,000.00	10,000.00
Interest on lease liability		(17.92)	(14.06)
Lease Payment		(101.72)	(129.30)
NET CASH FLOW FROM FINANCING ACTIVITIES	(C)	8,880.34	9,856.64
NET INCREASE/ (DECREASE) IN CASH & CASH EQUIVALENT	(A+B+C)	(5,817.89)	5,148.36
CASH AND CASH EQUIVALENT (OPENING)			
Cash	(D)	5,906.51	758.15
On Current Accounts		5,680.46	26.90
On Sweep Accounts		226.05	731.00
Deposits with original maturity of less than three months		-	-
CASH AND CASH EQUIVALENT (CLOSING)			
Cash	(E)	88.63	5,906.51
On Current Accounts		9.47	5,680.46
On Sweep Accounts		79.16	226.05
Deposits with original maturity of less than three months		-	-
NET DECREASE IN CASH & CASH EQUIVALENT	(E-D)	(5,817.89)	5,148.36



(i) The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS-7 on Cash Flow Statement notified by the Ministry of Corporate Affairs, Government of India under the Companies Act, 2013.

The company adopted the amendment to Ind-AS 7 effective from April 1, 2017, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

(iii) Reconciliation of Liabilities arising from financing activities

Particulars	(INR in Lakhs)	
	Lease Liabilities Note 13 & 15(c)	Share Capital Note 10
Balance at 1st April, 2023	37.08	91,000.00
Cash flows:-		
-Repayment	119.64	-
-Proceeds	296.05	9,000.00
Non-Cash:-		
- Fair Value	17.92	-
-Conversion of Share Application Money to Share Capital		
Balance at 31st March, 2023	231.41	100,000.00

Particulars	(INR in Lakhs)	
	Lease Liabilities Note 12 & 13	Share Capital Note 9
Balance at 1st April, 2022	166.38	81,000.00
Cash flows:-		
-Repayment	143.36	-
-Proceeds		10,000.00
Non-Cash:-		
- Fair Value	14.06	-
-Conversion of Share Application Money to Share Capital		
Balance at 31st March, 2023	37.08	91,000.00

(iv) Previous year's figures are reclassified/regrouped to confirm and make them comparable with those of the current year.

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

For Raj har Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA, GK Gupta
Partner M.No: 081085
M.No.: 081085



Date: 26.10.2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN: 06908182

Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga Charan Nayak
Director Finance
DIN: 10057433

Maanas Srinastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
Standalone Statement of Changes in Equity for the Year ended 31st March 2024

As at 31st March, 2024

Equity Share Capital

Particulars	Balance as at 1st April 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the 1st April, 2023	Changes in equity share capital during the current year	Balance as at 31st March, 2024
No. of Shares	8,565.70	-	8,565.70	1,434.30	10,000.00
Amount	85,657.00	-	85,657.00	14,343.00	100,000.00

Other Equity

Particulars	Share Application Money Pending Allotment	Reserves & Surplus			(INR in Lakhs)
		Securities Premium Reserves	Retained Earnings	Equity Instruments through OCI	
Balance as at 1st April, 2023	5,343.00	-	3,840.52	(3,960.00)	5,223.52
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-
Restated balance as at 1st April, 2023	5,343.00	-	3,840.52	(3,960.00)	5,223.52
Profit for the year	-	-	2,350.96	-	2,350.96
OCI (Net of Tax)	-	-	-	-	-
Total Comprehensive Income for the year	-	-	2,350.96	-	2,350.96
Dividends	-	-	-	-	-
Transfer to Retained Earnings (Share issue expenditure)	-	-	(14.34)	-	(14.34)
Any Other Changes (Received during the year)	9,000.00	-	-	-	9,000.00
Transfer to Equity Share Capital	(14,343.00)	-	-	-	-
Balance as at 31st March, 2024	-	-	6,177.13	(3,960.00)	2,217.13

As at 31st March, 2023

Equity Share Capital

Particulars	Balance as at 1st April 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the 1st April, 2022	Changes in equity share capital during the current year	Balance as at 31st March, 2023
No. of Shares	8,100.00	-	8,100.00	465.70	8,565.70
Amount	81,000.00	-	81,000.00	4,657.00	85,657.00

Other Equity

Particulars	Share Application Money Pending Allotment	Reserves & Surplus			(INR in Lakhs)
		Securities Premium Reserves	Retained Earnings	Equity Instruments through OCI	
Balance as at 1st April, 2022	-	-	2,437.22	(3,960.00)	(1,522.78)
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-
Restated balance as at 1st April, 2022	-	-	2,437.22	(3,960.00)	(1,522.78)
Profit for the year	-	-	1,407.97	-	1,407.97
OCI (Net of Tax)	-	-	-	-	-
Total Comprehensive Income for the year	-	-	1,407.97	-	1,407.97
Dividends	-	-	-	-	-
Transfer to Retained Earnings (Share issue expenditure)	-	-	(4.66)	-	(4.66)
Any Other Changes (Received during the year)	10,000.00	-	-	-	10,000.00
Transfer to Equity Share Capital	(4,657.00)	-	-	-	-
Balance as at 31st March, 2023	5,343.00	-	3,840.52	(3,960.00)	2,223.52

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

For Raj har Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA: GK Gupta
Partner
M.No: 081085

Date:
Place: New Delhi



For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN: 06908182

Arvind Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Anupam Charan Nayak
Director Finance
DIN - 10057433

Maanas Srivastava
Company Secretary
PAN: BFAPN1536B

SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

1 General Information

Sagarmala Development Company Limited is a public limited company domiciled in India having registered office 124, 1st Floor, Thapar House, Gate No.2, 124, Janpath, New Delhi – 110001 Central Delhi.

The Company was incorporated in India under the provisions of Companies Act, 2013 on 31st August 2016 with the underlying objective of promoting port-led development. Company provides funding window to residual projects which cannot be funded through any other means/mode and assist Project SPVs set up by the Central Ministries/State Governments/Ports/State Maritime Boards etc.

Under the Sagarmala programme, Ministry of Shipping, Government of India, had identified projects for equity participation by the company. Since these projects were undertaken before the incorporation of the company, equity participation was undertaken through respective Ports acting as assignees on behalf of the company. Proportionate shares held by the assignees are to be transferred to the company in due course.

2 Accounting Policies, Measurement Methods and Basis of Preparation

2.1 Statement of Compliance

The Standalone financial statements as at and for year ended 31st March, 2024 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

2.2 Basis of Measurement

The financial statements have been prepared under the historical cost convention and on an accrual basis, except for the following item that have been measured at fair value as required by relevant Ind-AS.

a. Employee defined benefit plan.

b. Certain financial assets and liabilities measured at fair value.

2.3 Use of Estimates and Judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of income and expenses. Examples of such estimates includes future obligations under employee retirement benefit plans and estimated useful life of property, plant and equipment, Employee benefit expenses, provisions etc. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Future results could differ due to changes in these estimates and difference between the actual result and the estimates are recognized in the period in which the results are known /materialized.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

Property, Plant and Equipment: The useful lives and residual values are reviewed periodically along with depreciation method.

Provisions: Provisions are determined based on estimation to settle the obligation at balance sheet date.

Contingent Liabilities/Assets: Contingent Liabilities/Assets are disclosed based on judgement of management, are reviewed at each balance sheet date and are adjusted to reflect current management estimate.

Recognition of Deferred Tax Assets: Deferred Tax Asset is recognized based on the assessment of probability of future taxable income against which the deferred tax can be utilized.

Leases:- Company uses its judgement in determining whether or not contract contains a lease, extension option of the lease agreement and termination option of the lease agreement will be exercised or not. Further company uses estimation in calculating the appropriate discount rate to use and lease term of the leases.

All financial information presented in Indian rupees and all values are rounded to the nearest lakhs except where otherwise stated.

2.4 Statement of Cash Flow

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, cash at banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand which are considered part of the Company's cash management system.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

Amendment to Ind-AS 7

Effective April 1, 2017, the company has adopted the amendment to Ind-AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material effect on the financial statements.

2.5 Functional and Presentation Currency

Items Included in the Financial Statements are measured using the currency of primary economic environment in which the Company operates (Functional Currency) The financial statements are presented in Indian Rupee (INR), which is functional as well as presentation currency of company.

a) Transactions in foreign currency are recorded at the rate of exchange prevailing at the time of transaction.

Exchange differences arising on settlement of foreign currency transactions are recognized in the Statement of Profit

b) Monetary items denominated in foreign currency are translated using the exchange rate prevailing at the reporting date and the resulting exchange difference is recognized in the Statement of Profit and Loss.

2.6 Property, Plant and Equipment

2.6.1 Property, Plant and Equipment

Property, Plant and Equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost of asset includes the following:

(a) Cost directly attributable to the acquisition of the assets

(b) Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

(c) Cost of replacement, major inspection, repair of significant parts is capitalized if the recognition criteria are met.

(d) An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from continued use of assets. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in statement of profit or loss.

2.6.2 Depreciation

(a) Depreciation on Property, Plant and Equipment is provided on Written Down Value method (WDV) over the useful life of the assets as specified in Schedule II of the Companies Act, 2013.

(b) Each part of an item of Property, Plant and Equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.

(c) Property, Plant and Equipment individually costing Rs. 5,000 or less are fully depreciated in the year of purchase.

The estimated useful life of assets for current and comparative period of significant items of property plant and equipment are as follows:

Particulars	Useful Life
Computers and peripherals	3
Office Equipment's	5
Furniture and fixtures	10

(d) Depreciation methods, useful lives and residual values are reviewed at each reporting date.

2.6.3 Capital Work in Progress

Capital work in progress includes the cost of property, plant and equipment (PPE) that are not yet ready for their intended use and the cost of assets not put to use before the balance sheet date.

2.7 Intangible Assets

An intangible Asset is recognized where it is probable that the future economic benefits attributable to the assets will flow to the company and cost of the asset can be measured reliably. Intangible assets are stated at historical cost less accumulated amortization and impairment loss, if any.

Amortization

Assets are amortized over their respective estimated useful lives on a straight-line basis from the date that they are

The estimated useful life of intangibles are as follows:

Particulars	Useful Life	Generation Mode (Acquired/Self)
Software	3	Acquired

Amortization methods, useful lives and residual values are reviewed at each reporting date.



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

2.8 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized in respect of liabilities which can be measured only by using a substantial degree of

- (a) The Company has a present obligation as a result of a past event,
- (b) It is Probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and,
- (c) The amount of the obligation can be reliably estimated

Provisions are reviewed at each Balance Sheet date.

Discounting of provision

Where the effect of the time value of money is material the amount of a provision shall be the present value of the expenditure expected to be required to settle the obligation.

Contingent Liabilities are disclosed in either of the following cases:

- 1. A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation; or
- 2. A reliable estimate of the present obligation cannot be made; or
- 3. A possible obligation, unless the probability of outflow of resource is remote.

Contingent Liability and Provisions needed against Contingent Liability and Contingent Assets are reviewed at each Reporting date.

Contingent assets are disclosed where an inflow of economic benefits is probable.

Revenue Recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

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

Dividend Income

Income from dividend on shares of corporate bodies is taken into account on accrual basis when right to receive payment is established. Provided that in case of final dividend, the right to receive payment shall be considered as established only upon approval of the dividend by the shareholders in the Annual General Meeting.

Dividend on financial assets subsequently measured at receipt value basis through profit and loss is recognised separately under the head 'Dividend Income'.

Interest Income

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

Other Income

Other income includes Tender fees/ Job Application Fee etc. have been accounted for on receipt basis.

2.10 Leases

(a) As a lessee

(i) The Company Recognizes a right-of- use asset and a lease liability at the lease commencement date. The right of-use asset is initially measured at cost, which comprises the initial amount of lease liability adjusted for any lease payments made at or before the commencement date , plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

(ii) The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-to-use-asset or the end of the lease term. The estimated useful life of the right-to-use asset is determined on the same basis as those of property, plant and equipment. In addition, the right-to-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

(iii) The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

(iv) The lease liability is measured at amortized cost using the effective interest method, it is remeasured when there is a change in future lease payments from a change in an index or rate. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right -of-use asset, or is recorded in the profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

(v) The Company presents right-of-use asset that do not meet the definition of Investment property in the "Property plant and equipment" and lease liabilities in "other financial liabilities" in the Balance Sheet.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

(vi) Short term Lease and Leases of low value assets:-The Company has elected not to recognize right-of-use asset

(b) As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all the risk and rewards incidental to the ownership of the underlying asset. If this is the case, then the lease is a finance lease, if not then it is an operating lease. As part of the assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Company recognizes lease payments received under operating lease as income on a straight-line basis over the lease term as part of "Other Income".

2.11 Impairment of Assets

In accordance with IND AS-36 Impairment of Assets, the carrying amounts of Company's assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment.

If any such indication exists, the asset's recoverable amount is estimated as the higher of the Fair Value less cost to sell and the value in use. An impairment loss is recognized in Statement of Profit and Loss whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount and such losses either no longer exists or has decreased. Reversal of impaired loss is recognized in the Statement of Profit and Loss.

2.12 Borrowing Cost

The company incurred no borrowing cost attributable to the acquisition or construction of any qualifying assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of profit and Loss.

2.13 Employee Benefits

(a) Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages, short- term compensated absences, LTC etc. are recognized in the period in which the employee renders the related service.

(b) Long Term Employee Benefits:

(i) The obligation for long-term employee benefits such as half pay leave and LTC

- Accounted for on actuarial valuation made at the end of year as per Ind AS-19.
- The actuarial gains/losses are recognized in the Statement of Profit and Loss for the year.

(ii) Leave Encashment

- The company recognizes the obligation of a defined benefit plan in its balance sheet as a liability and are determined by actuarial valuation, performed by an independent actuary, at the year end.
- Company recognizes components of defined benefit cost in the Statement of Profit and Loss for the year.

(b) Post Employee Benefits:

Defined contribution plans

The Company's contribution to Provident Fund is recognized during the period in which the employee renders the related service.

Gratuity is a post-employment defined benefit plan. The liability recognized in the balance sheet is the present value of the defined benefit obligation at the balance sheet date less fair value of plan assets. The defined benefit obligation is calculated by an independent actuary using projected unit credit (PUC) method as per Ind AS-19.

Provision/liabilities towards Foreign Service Contribution- Pension and Leave Salary are made in terms of Government Rules & Regulations for employees on deputation and charged to statement of Profit and Loss on accrual basis.

2.14 Taxes

(a) Current Income tax

Tax expense for the year comprises of current Income tax and deferred tax.

Current tax is measured at the amount expected to be paid to the tax authorities using the applicable tax rates.

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the

Current tax related to OCI Items is recognized in Other Comprehensive Income (OCI).



SAGARMA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

(b) Deferred Tax

In accordance with the Indian Accounting Standard (IND-AS 12) "Income Taxes" issued by the Institute of Chartered Accountants of India.

(i) Deferred income tax assets and liabilities are recognized for temporary differences which is computed using the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

(ii) Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

(iii) The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

(iv) Deferred tax related to OCI Item are recognized in Other Comprehensive Income (OCI).

2.15 Earning Per Share

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

The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue and share split.

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

2.16 Dividend to Equity Shareholders

Dividend paid/payable is recognized in the year in which the dividend are approved by shareholders or board of directors as appropriate. Due to non-availability of sufficient profits, the Board have not recommended any dividend for the F.Y. 2023-24.

2.17 Events Occurring after Balance Sheet Date

Events occurring after Balance Sheet date are considered in the preparation of financial statements in accordance with Ind AS 10 (Contingencies and Events Occurring After Balance Sheet Date).

2.18 Fair Value Measurement

Company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i. in the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

2.19 Expenditure on issue of shares

Expenditure on issue of shares, if any, is charged to the retained earnings.

2.19 Financial Instruments

Initial Recognition

Financial Assets and Liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Subsequent Recognition

Financial Assets are classified in following categories:

a) At Amortised Cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

b) Fair Value through Other Comprehensive Income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) At Fair Value through Profit and Loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

d) Investment in Subsidiary and Associates

Equity investments in subsidiary and Associate companies are measured at cost as per the provisions of Ind AS 27 on 'Separate Financial Statements'.

Financial Liabilities : are classified in following categories:

a) Financial liabilities at Amortized Cost

Financial liabilities at amortised cost represented by trade and other payables, security deposits and retention money etc. are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.

b) Financial liabilities at Fair Value through Profit and Loss

The company has not designated any financial liabilities at FVTPL.

De-Recognition

Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is de-recognized only when the contractual rights to the cash flows from the asset expires or it transfers the financial assets and substantially all risks and rewards of the ownership of the asset.

Financial Liability

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets:

Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Company Company assesses on a forward-looking basis the expected credit loss associated with its assets carried at amortised ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the statement of profit and loss.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

3 Property, Plant and Equipment

(INR in Lakhs)

Particulars	Computer & Peripherals	Furniture and Fixtures	Office Equipment	RoU Assets	Total
<u>Cost or Deemed Cost</u>					
At 1st April 2022	7.62	7.10	12.58	508.40	534.25
Additions	2.65	-	4.44	-	7.09
Disposals/Adjustments	-	-	-	-	-
At 31st March 2023	10.27	7.10	17.02	508.40	542.79
Additions	11.42	4.64	2.58	296.05	314.69
Disposals	-	-	-	508.40	508.40
At 31st March 2024	21.69	11.74	19.60	296.05	349.08
<u>Depreciation and impairment</u>					
At 1st April 2022	7.07	4.45	10.10	378.58	400.20
Depreciation charge for the year	0.82	0.68	1.18	101.68	104.36
Impairment	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-
At 31st March 2023	7.89	5.13	11.28	480.26	504.56
Depreciation charge for the year	5.15	1.04	3.10	99.51	108.80
Disposals	-	-	-	508.40	508.40
At 31st March 2024	13.04	6.17	14.38	71.37	104.96
<u>Net book value</u>					
At 31st March 2024	8.65	5.57	5.22	224.68	244.12
At 31st March 2023	2.38	1.97	5.74	28.14	38.23



Particulars	Office Equipments	Computer & Peripherals	Furniture and Fixtures	Buildings	Total
Opening Balance as at 1st April 2022	-	-	-	-	-
Additions	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-
Closing Balance as at 31st March 2023	-	-	-	-	-
Additions	0.25	-	-	-	0.25
Disposals/Adjustments	-	-	-	-	-
Closing Balance as at 31st March 2024	0.25	-	-	-	0.25

3.1.1 Capital Work in Progress ageing Schedule

CWIP ageing schedule as on 31st March 2024

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.25	-	-	-	0.25

CWIP ageing schedule as on 31st March 2023

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-



4 Other Intangible Assets

(INR in Lakhs)

Particulars	Software	Total
<u>At Cost or Deemed cost</u>		
At 1st April 2022	0.83	0.83
Addition	-	-
Disposal/Adjustments	-	-
At 31st March 2023	0.83	0.83
Addition during the year	-	-
Adjustment	-	-
At 31st March 2024	0.83	0.83
<u>Amortization and Impairment</u>		
At 1st April 2022	0.83	0.83
Amortization for the year	-	-
Impairment	-	-
Disposals/ Adjustments	-	-
At 31st March 2023	0.83	0.83
Amortization	-	-
Impairment	-	-
At 31st March 2024	0.83	0.83
<u>Net book value</u>		
At 31st March 2024	-	-
At 31st March 2023	-	-

4.1 Amortisation on other intangible assets included in Note- 22 Depreciation & Amortisation.



SACARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statement for the year ended 31st March 2024

5 Financial Assets - Non-Current

5.1 Investments

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Subsidiary Company		
In Equity Shares- Unquoted-at- cost, fully paid up India Port Global Limited (10,00,000 shares of Rs.100 each) (Previous Year 10,00,000 shares of Rs.100 each)	1,000.00	1,000.00
Total	1,000.00	1,000.00
Associate Company		
In Equity Shares- Unquoted-at- cost, fully paid up Krishnapatnam Railway Company Limited (12,50,00,000 shares of Rs.10 each) (Previous Year 12,50,00,000 shares of Rs.10 each)	12,500.00	12,500.00
	12,500.00	12,500.00
Associate Company		
In Equity Shares- Unquoted-at- cost, fully paid up Haridaspur Paradip Railway Company Limited (33,67,88,058 shares of Rs.10 each) (Previous Year 33,67,88,058 shares at Rs.10 each)	33,678.81	33,678.81
Total	33,678.81	33,678.81
Vishakhapatnam Port Road Company Limited (2,00,00,000 shares of Rs.10 each) (Previous Year 2,00,00,000 shares of Rs.10 each)	2,000.00	2,000.00
	2,000.00	2,000.00
Others at Fair Value through Other Comprehensive Income		
Calcutta Haldia Port Road Company Limited (2,00,00,000 shares of Rs.10 each at premium of Rs. 15) (Previous Year 2,00,00,000 shares of Rs.10 each at premium of Rs. 15)	1,040.00	1,040.00
Total	1,040.00	1,040.00
Total Non current investments Aggregate value of unquoted investments Aggregate amount of impairment in value of investments	50,218.81 50,218.81 50,218.81	50,218.81 50,218.81 50,218.81
5.2 Other Financial Assets	(INR in Lakhs)	
Particulars	As at 31st March 2024	As at 31st March 2023
Security Deposits Deposits with original maturity of more than 12 months	85.49 15,300.00	79.62 -
Total	15,385.49	79.62
6 Other Non Current Asset	(INR in Lakhs)	
Particulars	As at 31st March 2024	As at 31st March 2023
Prepaid Expenses Fair Value Adjustment on Security Deposits (Refer note 9.1) Total	92.20 6.95 99.21	- 1.88 1.88



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standardized Financial Statements for the year ended 31st March 2024

7	Financial Assets- Current	(INR in Lakhs)	
		As at 31st March 2024	As at 31st March 2023
7.1	Cash and Cash equivalent		
	Particulars		
	Cash on hand	9.47	5,680.46
	Balances with banks:		
	On Current Accounts	79.16	226.05
	On Flexi Accounts		
	Total	88.63	5,906.51
7.2	Bank Balances other than cash and cash equivalent		(INR in Lakhs)
	Particulars		
	Deposits with original maturity of more than 3 months but less than 12 months	34,400.00	33,700
	Total	34,400.00	33,700.00
7.3	Other Financial Assets		(INR in Lakhs)
	Particulars		
	Interest Accrued on FDRs	1,791.26	719.97
	Recoverable from Ministry of Shipping, Ports and Waterways	409.65	507.51
	Other Recoverable	5.85	0.43
	Total	2,206.76	1,227.91
8	Current tax asset/ (liability)		(INR in Lakhs)
	Particulars		
	Assets:		
	Advance income tax	544.86	301.81
	Income tax refund receivable	338.22	218.32
	Tax Deducted at Source		
	Provision for tax:		
	Provision for Income Tax	(842.36)	(474.38)
	Total	40.72	45.75
9	Other current assets		(INR in Lakhs)
	Particulars		
	Fair Value Adjustment on Security Deposits (Refer note 9.1)	-1.09	0.05
	Prepaid Expenses	24.69	0.09
	Prepaid Interest on Lease Liability	0.56	-
	Advance Rent-DF	-	0.35
	Total	24.16	0.49

Note 9.1 : It represents unamortised portion of the difference between the fair value of financial assets on initial recognition and expenditure incurred.



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

10 Equity Share Capital

(INR in Lakhs)

Particulars	As at 31st March 2024		As at 31st March 2023	
Authorized share capital 1,00,00,00,000 Equity Shares of Rs. 10 each (31st March, 2023: 1,00,00,00,000 Equity Shares of Rs.10 each)		100,000.00		100,000.00
		100,000.00		100,000.00

Issued, Subscribed & Fully Paid up Share Capital with voting rights

1,00,00,00,000 Equity Shares of Rs. 10 each (31st March, 2023: 85,65,70,000 Equity Shares of Rs.10 each)		100,000.00		85,657.00
		100,000.00		85,657.00

(a) Details of Shareholding of each Promoter

Name of the Promoter	As at 31st March 2024			As at 31st March 2023		
	No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
The President of India	999,999,994	99.9999993%	16.74%	856,569,994	99.9999993%	5.75%
Shri Sushil Kumar Singh	1	0.0000001%		1	0.000001%	
Shri Bhushan Kumar	1	0.0000001%		1	0.000001%	
Shri Lucas Kumar Kamsuan		0.0000000%		1	0.000001%	
Shri R. Lakshmanan	1	0.0000001%			0.000000%	
Shri Vinay Kumar Prajapati	1	0.0000001%		1	0.000001%	
Shri Agrim Kaushal	1	0.0000001%		1	0.000001%	
Shri Sunil Kumar Singh	1	0.0000001%		1	0.000001%	
Total	1,00,00,00,000	100%	16.74%	856,570,000	100.00%	5.75%

(b) Reconciliation of the number of equity shares and share capital

Particulars	As at 31st March 2024		As at 31st March 2023	
	No. of shares (in Lakhs)	Amount (in Lakhs)	No. of shares (in Lakhs)	Amount (in Lakhs)
Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year	8,565.70	85,657.00	8,100.00	81,000.00
Add: Shares Issued during the year	1,434.30	14,343.00	465.70	4,657.00
Shares bought back during the Year				
Issued/Subscribed and Paid up equity Capital outstanding at the end of the year	10,000.00	100,000.00	8,565.70	85,657.00

(c) Terms/Rights attached to Equity Shares

The company has only one class of equity shares having par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.

The company has not declared any dividend in Indian Rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(d) Details of Shares held by each shareholder holding more than 5% shares in the company

Name of the shareholder	As at 31st March 2024		As at 31st March 2023	
	No. of Shares (in Lakhs)	% holding in the class	No. of Shares (in Lakhs)	% holding in the class
President of India	10,000.00	100.00	8,565.70	100.00
Total	10,000.00	100.00	8,565.70	100.00

(e) Aggregate no. of equity shares issued as fully paid by way of bonus, other than cash & shares bought back during the period of five years immediately preceding the reporting date

Particulars	As at 31st March 2024	As at 31st March 2023	As at 31st March 2022	As at 31st March 2021	As at 31st March 2020
	No in lakhs				
Equity Shares issued for consideration other than cash				700.00	
Equity Shares issued as fully paid up bonus shares					
Equity Shares bought back					
Total				700.00	



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

11 Other Equity

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Retained Earnings(Refer Note 11.1)	6,177.15	3,840.53
Share Application Money Pending allotment (Refer Note 11.2)	-	5,343.00
FVTOCI Equity Instrument (Refer Note 11.3)	(3,960.00)	(3,960.00)
Total	2,217.15	5,223.53

11.1 Retained Earnings

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Balance as per last financial statement	3,840.53	2,437.22
Add: Net profit for Current Year	2,350.96	1,407.97
Add: Other comprehensive income arising from Remeasurements of defined benefit obligation net of income tax	-	-
Less: Share Issue Expenses	(14.34)	(4.66)
Closing Balance	6,177.15	3,840.53

11.2 Share application money pending allotment

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Share Application Money Pending Allotment	-	5,343.00
Total	-	5,343.00

11.3 FVTOCI Equity Instrument

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Change in fair value of FVTOCI equity instrument	(3,960.00)	(3,960.00)
Deferred Taxes	-	-
Total	(3,960.00)	(3,960.00)

Nature and purpose of Reserve

SDCL has elected to recognize changes in fair value of certain investment in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Equity Investments Reserves within Equity. The company transfers amounts from this Reserve to Retained Earnings when the relevant Equity Securities are de-recognized.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

(INR in Lakhs)

12 **Deferred Tax**

Particulars	As at 31st March 2024	As at 31st March 2023
A. Deferred Tax Liabilities		
Property, Plant and Equipment	-	-
Other Disallowances	-	-
Total of Deferred Tax Liabilities	-	-
B. Deferred Tax Assets		
Property, Plant and Equipment	2.27	1.85
Employee Benefits	6.75	-
Lease Liability (Net of ROU)	1.70	2.25
Total deferred tax asset	10.72	4.10
Net Deferred Tax Assets/ (Liability)	10.72	4.10

12.1 **Movement in Deferred Tax (liability)/ asset**

(INR in Lakhs)

Particulars	Other Disallowances	Preliminary Expenses	Property, Plant and Equipment	Total
Opening balance as at 1st April 2022	-		11.19	11.19
Charged/(credited) during 2022-23				
To Profit & Loss	-		(7.08)	(7.08)
To other comprehensive income	-			
Closing balance as at 31st March 2023	-		4.11	4.11
Charged/(credited) during 2023-24				
To Profit & Loss	-		6.61	6.61
To other comprehensive income	-			
Closing balance as at 31st March 2024	-		10.72	10.72

Financial Liabilities



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Standalone Financial Statements for the year ended 31st March 2024

(INR in Lakhs)

13 Lease Liabilities - Non Current

Particulars	As at 31st March	As at 31st
	2024	March 2023
Lease Liabilities	137.35	-
Total	137.35	-

14 Provisions - Non Current

Particulars	As at 31st March	As at 31st
	2024	March 2023
Provisions for Employee Benefits	26.05	-
Total	26.05	-

15 Financial Liabilities - Current

15.1 Lease Liabilities	As at 31st March	As at 31st
	2024	March 2023
Lease Liabilities	94.06	37.09
Total	94.06	37.09

15.2 Other Financial Liabilities

Particulars	As at 31st March	As at 31st
	2024	March 2023
Security Deposits	16.95	12.10
Other Payables	128.49	156.55
Total	145.44	168.65



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

16 Other Current Liabilities (INR in Lakhs)

Particulars	As at 31st March	As at 31st
	2024	March 2023
Statutory Dues	59.05	58.87
Total	59.05	58.87

Statutory Dues include TDS, GST Dues, Foreign Service Contribution Payable and Provident Fund payable.

17 Provisions- Current (INR in Lakhs)

Particulars	As at 31st March	As at 31st
	2024	March 2023
Provision for stamp duty	39.00	73.16
Provisions for Employee Benefits	0.77	-
Provision for Penalty of late payment of stamp duty expenses	5.00	-
Total	39.77	78.16

(a) Movement in Provisions as at 31st March 2024 (INR in Lakhs)

Particulars	Carrying amount as at beginning of the year	Additional provision made during the year	Amount used/reversed during the year	Carrying amount as on the end of the year
Provision for stamp duty	73.16	14.35	-48.50	39.00
Provisions for Employee Benefits	-	0.77	-	0.77
	73.16	15.12	-48.50	39.77

(b) Movement in Provisions as at 31st March 2023 (INR in Lakhs)

Particulars	Carrying amount as at beginning of the year	Additional provision made during the year	Amount used/reversed during the year	Carrying amount as on the end of the year
Provision for stamp duty	68.50	4.66	-	73.16
Provision for Income Tax Demand for AY 2020-21	0.20	-	-0.20	-
	68.76	4.66	-0.26	73.16



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Standalone Financial Statements for the year ended 31st March 2024

18 Revenue from Operations

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Dividend Income	430.00	654.15
Total	<u>430.00</u>	<u>654.15</u>

19 Other Income

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Interest income on Security deposits(Unwinding of Discount)	5.78	4.69
Interest Income from Banks on Short Term Deposits	3,614.34	1,738.97
Misc. Income	3.29	4.70
Tender Fee	3.44	0.50
Total	<u>3626.85</u>	<u>1,748.86</u>

20 Employee Benefits Expenses

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Salaries and Wages	134.94	84.62
Contribution to Provident Fund, Leave Encashment and Other Funds	28.52	1.11
Gratuity	2.61	
Staff Welfare Expenses	16.71	8.95
Foreign Service Contribution	5.54	7.59
Total	<u>188.32</u>	<u>102.27</u>

Finance Costs

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Interest expense for leasing arrangements	17.92	14.06
Other Finance Cost	2.31	1.76
Total	<u>20.23</u>	<u>15.82</u>

Depreciation and Amortization

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Depreciation on Property, Plant and Equipment (refer note 3)	9.29	2.68
Depreciation of right-of-use assets(refer note 3)	99.51	101.68
Amortization of Intangible Assets (refer note 4)		
Total	<u>108.80</u>	<u>104.36</u>



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

3 Other Expenses

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Advertisement Expense	9.64	2.12
Outsourcing Staff Expenses	31.83	34.40
Bank Charges	0.03	0.05
Communication Expenses	1.96	1.20
Legal and Professional Charges	159.14	123.41
Office Expenses	12.48	3.02
Office Rent Expense	0.00	30.05
Payment to Statutory Auditor (Refer Note: 23 A)	2.29	2.07
Power and Fuel Expense	9.24	9.03
Other Expenses	0.01	3.65
Repair & Maintenance Expense	69.68	23.66
Travelling & Conveyance Expense	47.43	26.71
Meeting & Conference	38.64	5.98
Rates & Taxes	85.75	0.00
Miscellaneous expenses	2.36	0.25
Lease Expenses	3.94	-
Penalty for late payment of stamp duty expenses	0.13	5.00
Total	474.54	270.60

Note 23 A: Details of Payment to Statutory Auditors

(INR in Lakhs)

Payment to the Auditors comprises of the following:

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Payment to Auditor		
Auditor	2.29	2.07
Total	2.29	2.07

Components of Other Comprehensive Income

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
<u>Items that will not be reclassified to Profit & Loss</u>		
Fair Valuation of Investment		
Deferred Tax (Note 24.1)		

Note 24.1 : Deferred Tax assets for deductible temporary difference on fair valuation of investment has not been recognised since it is not probable that future taxable profit shall be available against which the deductible temporary difference can be utilised.



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

25 Taxes

5.1 Income tax recognised in profit and loss

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Current Income Tax Expenses		
Current Tax on profits for the years	842.36	474.38
Adjustments in respect of current income tax of previous year	58.54	7.49
Total Current Tax Expenses	900.90	481.87
Deferred Income Tax Expenses		
In respect of the current year	(6.61)	7.08
Total Deferred Tax Expenses	(6.61)	7.08
Income tax expenses attributable to continuing operations	894.29	488.95

25.2 Tax related to items recognised in OCI during the year:

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Net loss/(gain) on fair valuation of investment	-	-
Income tax charged to OCI	-	-

5.3 Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2024 and 31st March 2023:

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Accounting profit before tax from continuing operations	3,245.25	1,896.93
Profit/(loss) before tax from a discontinued operation	-	-
Accounting profit before income tax	3,245.25	1,896.93
At India's Statutory Income Tax rate of 25.17% (31st March 2023 25.17%)	816.76	477.42
Tax effect of amounts which are not deductible (taxable) in calculating taxable income		
Add/less : Tax effect due to Deductible & Non Deductible expenses(Net) and other items	25.59	4.05
Tax expenses for previous year recognised	51.93	7.49
At the effective Income Tax rate of 25.17% (31st March 2023 25.17%)	894.28	488.96
Income Tax expenses reported in statement of profit and loss for current year	894.29	488.95
Income tax expenses reported in statement of Profit and loss	894.29	488.95



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Standalone Financial Statements for the year ended 31st March 2024

26 Earnings per share (EPS)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Basic EPS		
From continuing operation (In Rs.)	0.24	0.17
Diluted EPS		
From continuing operation (In Rs.)	0.24	0.17

26.1 Basic Earning per Share

Basic EPS are calculated by dividing the profit for the year attributable to equity holders of the company by weighted average number of equity shares outstanding during the year

The earning and weighted average number of equity share used in calculation of basic earning per share:

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Profit attributable to equity holders of the company (Rs. In lakhs)	2,350.96	1,407.98
Earnings used in calculation of Basic Earning Per Share (Rs. In lakhs)	2,350.96	1,407.98
Weighted average numbers (In Lakhs) of shares for the purpose of basic earnings per share	9,783.87	8,102.55

26.2 Diluted Earning per Share

The earnings and weighted average number of equity shares used in calculation of diluted earning per share:-

(INR in Lakhs)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Profit attributable to equity holders of the company (Rs. In lakhs)	2,350.96	1,407.98
Earnings used in calculation of diluted earning per share (Rs. In lakhs)	2,350.96	1,407.98

The weighted number of equity shares for the purpose of diluted earning per share reconciles to the weighted average number of equity shares used in calculation of basic earning per share as follows:

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Weighted average number (in Lakhs) of Equity shares used in calculation of basic earnings per share	9,783.87	8,102.55
Effect of dilution:		
Potential number of Equity Shares		
Weighted average number (in Lakhs) of Equity shares used in calculation of diluted earnings per share	9,783.87	8,102.55



27 Capital management

The company objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that company can continue to provide maximum returns to share holders and benefit to other stakeholders.

Further, company manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants. There is no change in the objectives of managing capital in the current period from the previous period.

28 Fair Value Measurements

(i) The carrying amount of financial instruments by Category are as follow:

Particulars	31st March 2024			31st March 2023		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
(i) Investments	-	1,040.00	49,178.81	-	1,040.00	49,178.81
(ii) Security Deposits	-	-	85.49	-	-	79.62
(iii) Cash and cash equivalents	-	-	88.63	-	-	5,906.51
(iv) Bank Balances other than (iii) above	-	-	34,400.00	-	-	33,700.00
(v) Loans	-	-	2,206.76	-	-	1,227.91
(vi) Other financial assets - Current	-	-	15,300.00	-	-	-
(vii) Other financial assets - Non Current	-	-	-	-	-	-
Total Financial Assets		1,040.00	101,259.69	-	1,040.00	90,092.85
Financial Liabilities						
(i) Lease Liabilities	-	-	231.41	-	-	37.10
(ii) Other financial liabilities	-	-	145.44	-	-	168.65
Total Financial Liabilities			376.85	-	-	205.75

(i) The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets are considered to be the same as their fair values, due to short term nature.

(ii) The fair value of security deposits were calculated based on discounted cash flows using average interest rate of bank deposits. They are classified as level 3 fair values in fair value hierarchy due to the inclusion of unobservable inputs.

(iii) Investment in Calcutta Haldia Road Company Limited has been valued based on valuation certificate received from an independent valuer registered with IBBI valuer who has arrived at fair value using DCF valuation method. Valuation of investment is made on the basis of future estimated cash flows.

(iv) Investment in Krishnapatnam Railway Company Limited (KRCL) is carried at cost as on 31st March 2024 in compliance with requirement of Ind AS 27. KRCL has commenced operations from July 2019 and its operational activities are growing. As per financial statements on 31st March 2024 there is Net profit of INR 11735.30 Lakhs (Profit in previous Year INR 2953.02 Lakhs). KRCL has filed arbitration with Ministry of Railways for apportionment of revenue in accordance with concession agreement, wherein positive outcome is expected. Accordingly, no permanent decline is considered in value of shares as on 31st March 2024.

Fair Value of financial assets and liabilities that are measured at amortised cost (But fair value disclosures are required)

Particulars	31st March 2024		31st March 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
Security Deposits	85.49	72.54	79.62	77.13
Total Financial Assets				77.13
Fair Value hierarchy as on 31st March 2024				(INR in Lakhs)
Particulars	Level 1	Level 2	Level 3	Total
Financial Assets at Amortized Cost				
Security Deposits	-	-	72.54	72.54
				72.54
Fair Value hierarchy as on 31st March 2023				(INR in Lakhs)
Particulars	Level 1	Level 2	Level 3	Total
Financial Assets at Amortized Cost				
Security Deposits	-	-	77.13	77.13
				77.13



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Standalone Financial statements for the year ended 31st March 2024

9 Financial risk management

The Company is exposed to various risk in relation to financial instruments. The Company is exposed to market risk, credit risk and liquidity risk. The company financial risk activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with the companies policies and risk objectives, which are summarized below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises interest rate risk and foreign currency risk. The company does not have any interest rate risk since the company does not have any loans/borrowings as on reporting date.

Foreign Currency Risk

The exchange fluctuation is due to import of services for project related work from outside India from time to time. Company does not have any hedging instruments to cover foreign exchange risk.

b) Credit risk

Credit risk refers to the risk of defaults on its obligation by the counterparty resulting in a financial loss. The company is exposed to credit risk for various financial instruments for example advance to employees, security deposits, loans and other receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

c) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed in accordance with the companies policy. Investment of surplus are made only with approved with counterparty on the basis of the financial quotes received from the counterparty.

d) Liquidity risk

Company manage its liquidity needs by continuously monitoring cash inflows and by maintaining adequate cash and cash equivalents. Net cash requirement are compared to available cash in order to determine any shortfalls. Short term liquidity requirements consists mainly of expenses payable for project related work, employees dues, security deposits arising during the normal course of business as of each reporting date. The company maintain a sufficient balance in cash and cash equivalents to meet our short term liquidity requirements.

The table below provides details regarding the contractual maturities of significant financial liabilities on an undiscounted basis as at 31st March 2024 and 31st March 2023

Particulars	(INR in Lakhs)		
	31st March 2024	1-2 years	2 Years and above
Lease Liabilities	110.64	116.17	29.39
	110.64	116.17	29.39
(INR in Lakhs)			
Particulars	31st March 2023		
	Less than 1 Year	1-2 years	2 Years and above
Lease Liabilities	-	-	-
(INR in Lakhs)			
Particulars	31st March 2024		
	31st March 2023	31st March 2023	31st March 2023
Depreciation expense of right-of-use assets (Refer Note 3)	99.51	101.68	
Interest expense on lease liabilities (Refer Note 21)	17.92	14.06	
	117.43	115.74	

Contingent Liabilities and Capital Commitments

Foreign currency transactions	Nil (Previous period Nil)
Expenditure in Foreign Currency	
Income in Foreign Currency	Nil (Previous period Nil)

2 Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars	31st March 2024	31st March 2023
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006		
The amount of interest accrued and remaining unpaid at the end of each accounting year		
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006		
Total		
Note: There are no identified MSME as on balance sheet date.		



SAGARMALA DEVELOPMENT COMPANY LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

33 Related Party Disclosures

33.1 Related Parties

(a) Key Managerial Personnel of the entity

Name	Position
Ministry of Ports, Shipping & Waterways; Government of India	Significant control over entities
Sh. Sudhanshu Pant (Ceased w.e.f. 19.06.2023)	Chairman & Director
Sh. T. K. Ramachandran (Appointed w.e.f. 19.06.2023)	Chairman & Director
Sh. Dilip Kumar Gupta (Director w.e.f. 06.07.2018)	Managing Director & CEO
Sh. Ananga Charan Nayak (Director -F w.e.f. 13.02.2023)	Director Finance & CFO
Sh. Maanas Srivastava (w.e.f. 08.08.2023)	Company Secretary

(b) Other related party

Name	Principal Place of Operation	Proportion of Ownership Interest	
		As at 31st March 2024	As at 31st March 2023
Subsidiary			
M/s India Ports Global Limited	India	100%	100%
Associates			
M/s Krishnapatnam Railway Company Limited	India	20.00%	20.00%
Haridaspur Paradip Railway Company Limited	India	25.91%	25.91%
Vishakhapatnam Port Road Company Limited	India	25.87%	25.87%
Calcutta Haldia Port Road Company Limited	India	3.28%	3.28%

33.2 Transactions and balances with related parties:

(a) Compensation of key management personnel:

The remuneration of directors and other members of key management personnel during the year was as follows:

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Short-term benefits (Refer Note no.33.2(a-i))	115.86	101.20
Post-employment benefits	7.00	1.07
Total	122.85	102.27

Transactions with the MoPSW

Name	Nature of Transactions	(INR in Lakhs)	
		As at 31st March 2024	As at 31st March 2023
Ministry of Ports, Shipping & Waterways	Capital Contribution	9,000.00	4,657.00
	Capital Contribution pending Allotment	-	5,343.00
	Payments on behalf of MoPSW on reimbursable basis during the year	353.90	591.36
		9,353.90	10,591.36
Balance recoverable from MoPSW		409.65	507.51

Note: During the year 14,34,30,000 Equity Shares having face value of INR 10 each have been allotted to MoPSW on 25.05.2023.



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Standalone Financial Statements for the year ended 31st March 2024

35 Disclosures for Employee Benefits as required under Ind AS- 19 'Employee Benefits:
(a) Actuarial Assumptions

S. No.	Particulars	As at 31st March 2024	As at 31st March 2023
(i)	Discount rate (per annum)	7.09%	-
(ii)	Mortality Rate	IALM 2012-14	-
(iii)	Expected Return on assets	-	-
(iv)	Salary Escalation	7.00%	-
(v)	Attrition Rate	1.00%	-
(vi)	The estimate of future liability increases considered in actuarial valuation, takes into account inflation rate, seniority, promotion and other relevant factors.	-	-

(b) Total defined benefit cost recognized in statement of Profit or Loss and Other Comprehensive Income (INR in Lakhs)

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Service Cost	2.61	-	10.42	-	8.70	-
Net Interest Cost	-	-	-	-	-	-
Past Service Cost	-	-	-	-	-	-
Administration Expenses	-	-	-	-	-	-
(Gain)/Loss due to Settlements/Curtailments/Terminations/Divestitures	-	-	-	-	-	-
Total	2.61	-	10.42	-	8.70	-

(c) Net Asset/Liability Recognised in Balance Sheet

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Present Value of Unfunded Defined Benefit Obligation	2.61	-	-	-	-	-
Fair value of Plan Assets	-	-	-	-	-	-
Present Value of Funded Undefined Benefit Obligation	2.61	-	-	-	-	-
Present Value of Defined Benefit Obligation	-	-	-	-	-	-
Unrecognised Asset due to the Asset Ceiling	-	-	-	-	-	-
Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End	2.61	-	-	-	-	-
Defined Benefit Obligation	-	-	14.16	-	10.06	-
Fair value of Plan Assets	-	-	-	-	-	-
Unfunded Status - (Surplus)/Deficit	-	-	-	-	-	-
Present Value of Funded Defined Benefit Obligation	-	-	-	-	-	-
Unrecognised Asset due to Asset Ceiling	-	-	-	-	-	-
(Asset)/Liability Recognised in the Balance Sheet	-	-	14.16	-	10.06	-
Current Benefit Obligation	0.01	-	0.40	-	0.36	-
Non-Current Benefit Obligation	2.60	-	13.76	-	9.70	-

(d) Change in Obligation over the period ending on

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Defined Benefit Obligation, Beginning of Period	-	-	-	-	-	-
Net Current Service Cost	2.61	-	10.42	-	8.70	-
Interest Cost on DBO	-	-	-	-	-	-
Actual Plan Participants' Contributions	-	-	-	-	-	-
Actuarial (Gains)/Losses	-	-	-	-	-	-
Changes in Foreign Currency Exchange Rates	-	-	-	-	-	-
Acquisition/Business Combination/Divestiture	-	-	3.74	-	1.36	-
Benefits Paid	-	-	-	-	-	-
Past Service Cost	-	-	-	-	-	-
Curtailments/ Settlements	-	-	-	-	-	-
Defined Benefit Obligation, End of Period	2.61	-	14.16	-	10.06	-



36 Disclosures under Ind AS-116

- (a) Company has taken its office on the Operating Lease from the Indian City Property Limited. Total lease period of the office is 5 years (i.e.) 11th July 2023 to 10th July 2028 with the minimum lock in period of the three years. License fees agreed to be paid during the lease period is Rs. 8.89 Lakhs per month plus applicable rate of the GST. Licence fees shall be escalated @ 5% after every year. As per the terms of the lease agreement, subject to the lock in period (i.e. 3years) licensee shall have an option to terminate the agreement by serving the prior three months notice in advance. Licensee can also terminate the agreement during the lock in period, however in that case it shall be bound to pay an amount equivalent to the license fees for the remaining lock in period.

(b) **Movement in Right of use assets-Office Building**

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Opening Balance as to the beginning of the year	28.14	129.82
Additions during the year	296.05	-
Depreciation charge during the year	99.51	101.68
Closing Balance as on the end of the year	224.68	28.14

(c) **Movement in Lease Liability**

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Opening Balance as to the beginning of the year	37.08	166.38
Additions during the year	296.05	-
Interest recognised during the year	17.92	14.06
Payment made during the year/total cash outflow for the leases	119.64	143.36
Closing Balance as on the end of the year	231.41	37.08

(d) Lease Liabilities are presented in the Balance sheet are as follows:-

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Current	94.06	37.09
Non-Current	137.35	-
Total	231.41	37.09

- (e) As at 31st March 2024 the Company has not committed to any leases which has not been yet commenced.
- (f) The Company has elected not to recognize a lease liability for short term leases of leases of low value assets. Expenses related to this leases are not included in the measurement of the lease liability. These lease includes lease for Coffee Machines, Employees lease rent.
- (g) Interest expenses in relation to leasing activities refer Note No.: 21.
- (h) Expenses related to the variable lease payments are nil.
- (i) Income from subleasing of the right of use assets is not applicable to the Company.
- (j) Gain/loss from sale and leaseback transactions is not applicable to the Company.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Standalone Financial Statements for the year ended ~~31st March 2024~~

37 Impairment of Assets

On the basis of review, the management is of the opinion that the economic performance of non financial assets of the Company is not lower than expected and therefore there is no impairment of any assets as on the Balance Sheet date.

38 Corporate Social Responsibility

With the enactment of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarifications issued by MCA, the company has undertaken activities as per CSR policy.

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
(i) Amount required to be spent by the company during the year	19.71	13.03
(ii) Amount of expenditure incurred on:-		
(a) Construction / acquisition of any asset		
(b) On purposes other than (a) above	19.71	13.03
(c) Contribution to four funds as mentioned in Schedule VII of the Companies Act, 2013		
(iii) Shortfall at the end of the year		
(iv) Total of previous years shortfall		
(v) Reasons for shortfall		
(vi) Nature of CSR activities (Donation to PM CARES Fund)	19.71	13.03
(vi) Details of related party transactions		

39 COVID-19 impacts on the Financial statements

The pandemic of COVID-19 has not result in any material impact of the Company's financial statements at year ended 2023. Since March 2020, the consequences of the COVID-19 outspread have disrupted the work of the Company however Management is having a reasonable assurance that these uncertainties do not cast significant doubt on the Company's ability to continue as a going concern.

40 Amendments not Effective on Balance Sheet Date

The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and postemployment benefits received Indian Parliament's approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently, on November 13, 2020, draft rules were published, and stakeholders' suggestions were invited. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

41 Other Disclosures

- (i) The Company does not have any Benami property and further no proceeding has been initiated or pending against the company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is to be registered with ROC.
- (iv) The Company has not traded or invested in Cryptocurrency or Virtual Currency during the financial year.
- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (vi) The Company has no loans and advances which are either repayable on demand or are without specifying any terms or period of repayment.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Standalone Financial Statements for the year ended 31st March 2024

(vii) Disclosure of Ratios as required under the Schedule- III:

Ratio	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	108.66	119.27	-8.90%	Change in ratio due to change in increase in cash and cash equivalent and other financial asset
Debt-equity Ratio	Total Debt	Shareholder's Equity	Not Applicable	Not Applicable	-	-
Debt service coverage ratio	Earnings available for debt service	Debt Service	Not Applicable	Not Applicable	-	-
Return on equity ratio	Total Comprehensive Income	Average Shareholder's Equity	0.02	0.02	48.46%	ratio change due to increase in interest income.
Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory	Not Applicable	Not Applicable	-	-
Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	0.00	4.32	-100.00%	ratio change due to decrease in trade receivable.
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	Not Applicable	Not Applicable	-	-
Net capital turnover ratio	Net Sales	Working Capital	0.01	0.02	-26.84%	ratio change due to decrease in dividend income
Net profit ratio	Net Profit	Net Sales	5.47	2.15	154.02%	ratio change due to increase in interest income.
Return on capital employed	Earning before interest and taxes	Capital Employed	0.03	0.02	52.11%	ratio change due to increase in equity and revenue as compare to previous year
Return on investment	Income from Investments	Investments	0.01	0.01	-34.27%	ratio change due to decrease in dividend income

42 Previous year's figures are reclassified/regrouped to confirm and make them comparable with those of the current year.

43 Approval of financial statement

The financial statements were approved for issue by the Board of Directors on 28/10/2024

As per our Report of even date attached

For Raj Har Gopal & Co.
 Chartered Accountants
 FRN: 002074N

FCA, GK Gupta
 Partner
 M.No: 081085



Date: 28.10.2024
 Place: New Delhi

For and on behalf of Board of Directors of
 SAGARMALA DEVELOPMENT COMPANY LIMITED


 Raju Lakshmanan
 Director
 DIN: 06908182


 Ananga Charan Nayak
 Director Finance
 DIN: 10057433


 Ananga Charan Nayak
 Chief Financial Officer
 PAN: ABVPN6834H


 Maanas Srivastava
 Company Secretary
 PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
CONSOLIDATED BALANCE SHEET
As at 31st March 2024

(INR in Lakhs)

Particulars		Note No.	As at 31st March 2024		As at 31st March 2023	
I. ASSETS						
(1) Non-current assets						
(a) Property, Plant and Equipment	3		13,070.54		15,683.18	
(b) Capital Work in Progress	4		0.25		-0.00	
(c) Other Intangible assets	5		5.09		5.59	
(d) Investment Accounted for using Equity method	6		53,959.03		49,727.25	
(e) Financial Assets						
(i) Investments	6.1		1,040.00		1,040.00	
(ii) Other Financial Assets	6.2		21,536.66		5,079.69	
(f) Deferred tax assets (net)	14		26.20		18.34	
(g) Other non-current assets	7		205.08		9.65	
				89,842.85		71,563.71
(2) Current assets						
(a) Inventories	8		14.42		-	
(a) Financial Assets	9					
(i) Trade Receivables	9.1		292.26		390.52	
(ii) Cash and cash equivalents	9.2		12,512.40		9,055.37	
(iii) Bank balances other than (ii) above	9.3		39,780.42		37,293.44	
(iv) Other financial assets	9.4		2,209.46		1,230.18	
(b) Current Tax Assets (Net)	10		40.72		45.75	
(c) Other current assets	11		41.19	54,890.88	11.50	48,026.77
Total Assets				144,733.73		119,590.48
II. EQUITY AND LIABILITIES						
Equity						
(a) Equity Share capital	12		100,000.00		85,657.00	
(b) Other Equity	13		30,097.27	130,097.27	17,476.60	103,133.60
LIABILITIES						
(1) Non-current liabilities						
(a) Financial Liabilities	15					
(i) Lease liabilities	15.1		137.35		-	
(b) Provisions	16		47.70		15.07	
(c) Deferred tax liabilities (Net)	14		-			
(d) Other non-current liabilities	15A		9,975.64	10,160.69	12,805.73	12,820.80
(2) Current liabilities						
(a) Financial Liabilities	17					
(i) Short term borrowings						
(ii) Lease Liabilities	17.1		94.06		37.09	
(iii) Other financial liabilities						
(iii) Trade payables	17.2		467.64		194.52	
(iii) Other payables	17.3		962.01		374.23	
(b) Other current liabilities	18		2,896.33		2,936.55	
(c) Provisions	19		55.74		93.69	
(d) Current Tax Liabilities (Net)	10		-	4,475.77	-	3,636.08
Total Equity and Liabilities				144,733.73		119,590.48

The accompanying notes are integral part of financial statements.

1 to 56

As per our Report of even date attached

For Rajhar Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA. GK Gupta
Partner
M.No: 081085



Date: 28.10.2024

Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN - 06908182

Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga Charan Nayak
Director Finance
DIN - 10057433

Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
CONSOLIDATED STATEMENT OF PROFIT AND LOSS
For the Year ended 31st March 2024

Particulars		Note No.	For the Year ended 31st March 2024	For the Year ended 31st March 2023
I.	Revenue From Operations	20	2,641.86	1,939.39
II.	Other Income	21	6,992.50	4,471.26
III.	Total Income (I + II)		9,634.36	6,410.65
IV.	EXPENSES:			
	Direct Expense	22	886.33	806.69
	Employee benefits expense	23	401.08	286.47
	Finance costs	24	21.79	18.68
	Depreciation and amortization expense	25	2,943.17	2,444.58
	Other expenses	26	893.53	502.51
	CSR Expenses		19.71	13.03
	Total expenses (IV)		5,165.60	4,071.95
V.	Profit/(loss) before exceptional items and tax (III - IV)		4,468.75	2,338.70
VI.	Exceptional Items		-	-
VII.	Profit/(Loss) before tax (V - VI)		4,468.75	2,338.70
VIII.	Tax expense:	28		
	(1) Current tax		842.36	474.38
	- For the year		58.54	5.95
	- For earlier years (net)		-7.84	5.07
	(2) Deferred tax (net)		893.06	485.41
	Total Tax Expense (VIII)			
IX.	Profit/(loss) for the period from continuing operation before share of net income of investments accounted for using equity method and tax (VII - VIII)		3,575.70	1,853.29
	Add: Share of net income of joint venture accounted for using Equity method		5,315.93	2,568.84
X.	Profit/(loss) for the period from continuing operations (VII - VIII)		8,891.63	4,422.13
XI.	Profit/(loss) from discontinued operations		-	-
XII.	Tax Expense of discontinued operations		-	-
XIII.	Profit/(loss) from discontinued operations (after tax) (X-XI)		-	-
XIV.	Profit/(loss) for the period (IX+XII)		8,891.63	4,422.13
XV.	Other Comprehensive Income:	27		
	A. Items that will not be reclassified to profit or loss		-	-
	(i) Income tax relating to items that will not be reclassified to profit or loss		-	0.37
	(ii) Re-measurement of defined benefit plans		-	-1.47
	B. (i) Items that will be reclassified to profit or loss		29.82	-107.45
			29.82	-108.54
XVI.	Total Comprehensive Income for the period (XIII +XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the period)		8,921.45	4,313.59
XVII.	Earnings per equity share: (for continuing operation)	29		
	(1) Basic (Face Value Rs. 10 Per share)		0.89	0.52
	(2) Diluted (Face Value Rs. 10 Per share)		0.89	0.52
XVIII.	Earnings per equity share: (for discontinued operation)	29		
	(1) Basic		-	-
	(2) Diluted		-	-
	Earnings per equity share: (for discontinued and continuing Operations)	29		
	(1) Basic (Face Value Rs. 10 Per share)		0.89	0.52
	(2) Diluted (Face Value Rs. 10 Per share)		0.89	0.52

The accompanying notes are integral part of financial statements.

1 to 56

As per our Report of even date attached

For Rajhar Gopal & Co.
Chartered Accountants
FRN: 002074N

FCA, GK Gupta
Partner
M.No: 081085



Date: 28/10/2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN - 06908182

Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga Charan Nayak
Director Finance
DIN - 10057433

Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
Consolidated Statement of Cash Flow for the period ended 31st March 2024

Particulars	Note No.	(INR in Lakhs)	
		For the year ended 31st March 2024	For the year ended 31st March 2023
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before taxation		4,468.75	2,338.70
<i>Adjustment for :</i>			
Depreciation and amortization		2,943.17	2,444.58
Interest Income		-3,701.47	-1,783.19
FCTR Impact		29.82	-107.45
Interest Expense		-	1.76
Share Issue Expenses		-14.34	-4.66
Interest expense on security deposit		1.56	2.86
Interest income on security deposits		-5.78	-7.29
Expected credit loss		-	0.82
Interest on lease liability		17.92	14.06
Amortisation of Prepaid Rent		3.94	4.24
Operating Profit before operating capital changes	1	3,743.56	2,904.43
<i>Adjustment for :</i>			
Decrease / (Increase) in Trade Receivables		98.26	272.89
Decrease / (Increase) in Other current financial assets		-979.28	-802.40
Decrease / (Increase) in Other non-current financial assets		-16,451.19	-4,915.45
Decrease / (Increase) in Non Current Assets		-97.33	-0.77
Decrease / (Increase) in Inventories		-14.42	-
Decrease / (Increase) in Other current Assets		-29.68	-0.65
(Decrease) / Increase in Non current Liability		-2,830.08	12,805.73
(Decrease) / Increase in Trade Payable		273.11	-
(Decrease) / Increase in Other current financial Liability		587.78	-1,796.07
(Decrease) / Increase in Other current liabilities		-40.23	2,826.96
(Decrease) / Increase in Non-Current Provisions		32.62	4.74
(Decrease) / Increase in Current Provisions		-37.95	-63.49
	2	-19,488.38	8,331.48
Cash generated from operation	(1+2)	-15,744.82	11,235.91
Income Tax Paid (Net of Refunds)		-993.89	-534.55
NET CASH USED IN OPERATING ACTIVITIES	(A)	-16,738.71	10,701.36
CASH FLOW FROM INVESTING ACTIVITIES			
Interest Received on FDRs and security deposits		3,701.47	1,783.19
Decrease / (Increase) in Bank Balance other than those taken to Cash and Cash Equivalent		-2,486.97	-9,145.43
Change in CWIP		-0.25	35.42
Dividend received from Associate Company		430.00	-
(Purchase) / Sale of Assets (Net)		-34.07	-17,977.82
NET CASH USED IN INVESTING ACTIVITIES	(B)	1,610.18	-25,304.65
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Share application money/ Share issue		9,000.00	10,000.00
Receipt of Government Grant (for IPGCFZ)		10,000.00	10,000.00
Interest Expenses		-5.49	-4.62
Interest on lease liability		-17.92	-14.06
Lease Payment		-101.72	129.29
Utilization of Government Grant (for IPGCFZ)		-289.28	-328.14
NET CASH FLOW FROM FINANCING ACTIVITIES	(C)	18,585.59	19,782.47
NET DECREASE IN CASH & CASH EQUIVALENT	(A+B+C)	3,457.05	5,179.18
CASH AND CASH EQUIVALENT (OPENING)	(D)	9,055.37	3,876.19
Cash		0.64	1.14
On Current Accounts		6,168.66	238.78
On Flexi Accounts		226.05	731.00
Deposits with original maturity of less than three months		2,660.03	2,905.27
CASH AND CASH EQUIVALENT (CLOSING)	(E)	12,512.40	9,055.37
Cash		0.20	0.64
On Current Accounts		2,359.34	6,168.66
On Flexi Accounts		79.16	226.05
Deposits with original maturity of less than three months		10,073.70	2,660.03
NET DECREASE IN CASH & CASH EQUIVALENT	(E-D)	3,457.05	5,179.18



- (i) The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS-7 on Cash Flow Statement notified by the Ministry of Corporate Affairs, Government of India under the Companies Act, 2013.
- (ii) The Group adopted the amendment to Ind-AS 7 effective from April 1, 2017, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

(iii) **Reconciliation of Liabilities arising from financing activities**

Particulars	Lease Liabilities	Share Capital
	Note 15 & 17	Note 12
Balance at 1st April, 2023	37.08	91,000.00
Cash flows:-		
-Repayment	119.64	-
-Proceeds	296.05	9,000.00
Non-Cash:-		
- Fair Value	17.92	-
-Conversion of Share Application Money to Share Capital	-	-
Balance at 31st March, 2024	231.41	100,000.00

Particulars	Lease Liabilities	Share Capital
	Note 15 & 17	Note 12
Balance at 1st April, 2022	166.38	81,000.00
Cash flows:-		
-Repayment	143.36	-
-Proceeds	-	10,000.00
Non-Cash:-		
- Fair Value	14.06	-
-Additions to right of use assets in exchange for increased lease liabilities	-	-
Balance at 31st March, 2023	37.08	91,000.00

- (iv) Previous year's figures are reclassified/regrouped to confirm and make them comparable with those of the current year.

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

For Rajhar Gopal & Co.
Chartered Accountants
FRN: 002074N

hjk
FCA, GK Gupta
Partner
M.No: 081085



Date: 28-10-2024
Place: New Delhi

Raju
Raju Lakshmanan
Director
DIN - 06908182

Ananga
Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga
Ananga Charan Nayak
Director Finance
DIN - 10057433

Maanas
Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
Consolidated Statement of Changes in Equity for the Year ended 31st March 2024

As at 31st March, 2024

Equity Share Capital

Particulars	Balance as at 1st April 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the 1st April, 2023	(INR in Lakhs)	
				Changes in equity share capital during the current year	Balance as at 31st March, 2024
No. of Shares	8,565.70	-	8,565.70	1,434.30	10,000.00
Amount	85,657.00	-	85,657.00	14,343.00	100,000.00

Other Equity

Particulars	Share Application Money Pending Allotment	Reserves & Surplus			(INR in Lakhs)
		Capital reserve	Retained Earnings	Equity Instruments through OCI	
Balance as at 1st April, 2023	5,343.00	12,110.92	3,328.53	(3,960.00)	16,822.45
Adjustment of Dividend as per Audit Pera -A of CAG Report	-	-	-	-	-
Restated balance as at 1st April, 2023	5,343.00	12,110.92	3,328.53	(3,960.00)	16,822.45
Profit for the year	-	-	8,891.63	-	8,891.63
OCI (Net of Tax)	-	-	29.82	-	29.82
Total Comprehensive Income for the year	-	-	8,921.45	-	8,921.45
Dividends	-	-	-	-	-
Transfer to Retained Earnings (Share issue expenditure)	-	-	(14.34)	-	(14.34)
Addition during the year	9,000.00	10,000.00			19,000.00
Utilized during the year		(289.28)			(289.28)
Transfer to Equity Share Capital	(14,343.00)				(14,343.00)
Translation loss during the year					-
Remeasurements of Defined Benefit Plan					-
Deferred Income (FA)					-
Other Changes					-
Balance as at 31st March, 2024	-	21,821.64	12,235.63	(3,960.00)	30,097.27

As at 31st March, 2023

Equity Share Capital

Particulars	Balance as at 1st April 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the 1st April, 2022	(INR in Lakhs)	
				Changes in equity share capital during the current year	Balance as at 31st March, 2023
No. of Shares	8,100.00	-	8,100.00	465.70	8,565.70
Amount	81,000.00	-	81,000.00	4,657.00	85,657.00

Other Equity

Particulars	Share Application Money Pending Allotment	Reserves & Surplus			(INR in Lakhs)
		Changes in Equity Share Capital due to prior period errors	Retained Earnings	Equity Instruments through OCI	
Balance as at 1st April, 2022	-	20,331.68	(326.25)	(3,960.00)	16,045.43
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-
Restated balance as at 1st April, 2022	-	20,331.68	(326.25)	(3,960.00)	16,045.43
Profit for the year	-	-	4,422.13	-	4,422.13
OCI (Net of Tax)	-	-	-	-	-
Total Comprehensive Income for the year	-	-	4,422.13	-	4,422.13
Dividends	-	-	-	-	-
Transfer to Retained Earnings (Share issue expenditure)	-	-	(4.66)	-	(4.66)
Addition during the year	10,000.00	10,000.00			20,000.00
Utilized during the year		(328.14)			(328.14)
Transfer to Equity Share Capital	(4,657.00)				(4,657.00)
Translation loss during the year			(107.45)		(107.45)
Remeasurements of Defined Benefit Plan			(1.10)		(1.10)
Deferred Income (FA)		(17,970.61)			(17,970.61)
Other Changes		77.99			77.99
Balance as at 31st March, 2023	5,343.00	12,110.92	3,982.67	(3,960.00)	17,476.60

The accompanying notes are integral part of financial statements.

As per our Report of even date attached

For Rajhar Gopal & Co.
Chartered Accountants
FRN: 002074N

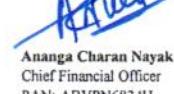
FCA. GK Gupta
Partner
M.No: 081085



Date: 26.10.2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju Lakshmanan
Director
DIN - 06908182



Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga Charan Nayak
Director Finance
DIN - 10057433



Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

I Group Information

(a) Holding Company

Sagarmala Development Company Limited is a public limited company domiciled in India having registered office 124, 1st Floor, Thapar House, Gate No.2, 124, Janpath, New Delhi – 110001 Central Delhi.

The Company was incorporated in India under the provisions of Companies Act, 2013 on 31st August 2016 with the underlying objective of promoting port-led development. Company provides funding window to residual projects which cannot be funded through any other means/mode and assist Project SPVs set up by the Central Ministries/State Governments/Ports/State Maritime Boards etc.

Under the Sagarmala programme, Ministry of Port, Shipping & Waterways, Government of India, had identified projects for equity participation by the company. Since these projects were undertaken before the incorporation of the company, equity participation was undertaken through respective Ports acting as assignees on behalf of the company. Proportionate shares held by the assignees are to be transferred to the company in due course.

(b) Subsidiary Company

M/s. India Ports Global Limited ('the Parent') is a Private Limited Company registered under Companies Act, 2013 and incorporated on 22nd January, 2015. Company's Corporate office is located at 4th Floor, Nirman Bhavan, M.P. Road, Mazgaon, Mumbai 400 010 and its registered office is situated in state of Maharashtra i.e. within the jurisdiction of the Registrar of Companies, Maharashtra, at Mumbai. The parent together with its subsidiary (hereinafter collectively referred to as the 'Group') are carrying on the business of construction and development of ports, its common facilities, equipping and operation of terminals for port activities. The Parent has become wholly owned subsidiary of M/s. Sagarmala Development Company limited (Public Limited Company) on 29th November, 2018. Therefore, M/s: India Ports Global Limited has become Deemed Public Company w.e.f. 29th November, 2018.

(c) Associate Company

I Krishnapatnam Railway Company Limited (KRCL)

Krishnapatnam Railway Company Limited (KRCL) is a public limited company domiciled and was incorporated in India on October 11, 2006 as a Special Purpose Vehicle (SPV) for the purpose of constructing the Krishnapatnam-Obulavaripalle New Railway Line (Andhra Pradesh) Project. The Company is a Joint Venture between Rail Vikas Nigam Limited (RVNL), Krishnapatnam Port Company Limited, National Mineral Development Corporation, Government of Andhra Pradesh, and Bramhani Industries Limited. The registered office of the company is located at Door no. 9-1-164/A to 166 5th Floor Amsri Faust Complex Sarojini Devi Road, Secunderabad, Telangana.

II Haridaspur Paradip Railway Company Limited

Haridaspur Paradip Railway Company Limited ("the company) is a public limited company domiciled and was incorporated in India on 25th September ,2006 as a Public Limited Company. The company received the mandate to finance, execute, maintain and operate Haridaspur Paradip New Railway Line project of length 82 Kms. under a Concession Agreement with Ministry of railways and Government of India [GOI] signed on 20th December, 2007on Built Own Operate and Transfer [BOOT] basis. The registered office of the company on the date of approval by financial statements by Board of Directors is located at Unit No-DCB-714,715 716 & 717, 7th floor, DLF Cyber City, Chandaka Industrial Estate, Bhubaneswar Khordha, Orissa 751024.

III Vishakhapatnam Port Road Company Limited

The Company has been set up to develop, establish, construct, operate and maintain a project relating to the construction, operation and maintenance of the Vishakhapatnam Port connectivity project under the "Build – Operate – Transfer" (BOT) basis. The company is owned jointly by National Highways Authority of India (NHAI) & Vishakhapatnam Port Trust (VPT). A memorandum of understanding has been entered between the Company, Vishakhapatnam Port Trust (VPT) and NHAI. VPT has agreed in principle to the proposal of NHAI to grant the concession to the Company for a period of 30 years for implementing the above said road connectivity project. The project was capitalized and transferred to fixed asset during the financial year 2006-07 and the toll collection was started from that financial year.

2 Basis of Preparation

2.1 Statement of Compliance

The Consolidated financial statements for the year ended 31st March, 2024 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

2.2 Basis of Measurement

The Consolidated financial statements have been prepared under the historical cost convention and on an accrual basis, except for the following item that have been measured at fair value as required by relevant Ind-AS.

- a. Employee defined benefit plan.
- b. Certain financial assets and liabilities measured at fair value.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

2.3 Use of Estimates and Judgement

The preparation of Consolidated financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of income and expenses. Examples of such estimates includes future obligations under employee retirement benefit plans and estimated useful life of property, plant and equipment, Employee benefit expenses, provisions etc. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Future results could differ due to changes in these estimates and difference between the actual result and the estimates are recognized in the period in which the results are known /materialized.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

Property, Plant and Equipment: The useful lives and residual values are reviewed periodically along with depreciation method.

Provisions: Provisions are determined based on estimation to settle the obligation at balance sheet date.

Contingent Liabilities/Assets: Contingent Liabilities/Assets are disclosed based on judgement of management, are reviewed at each balance sheet date and are adjusted to reflect current management estimate.

Recognition of Deferred Tax Assets: Deferred Tax Asset is recognized based on the assessment of probability of future taxable income against which the deferred tax can be utilized.

Leases:- Company uses its judgement in determining whether or not contract contains a lease, extension option of the lease agreement and termination option of the lease agreement will exercised or not. Further company uses estimation in calculating the appropriate discount rate to use and lease term of the leases.

All financial information presented in Indian rupees and all values are rounded to the nearest lakhs except where otherwise stated.

2.4 Principles of Consolidation:-

The financial statements of Subsidiary, Joint Venture and Associate are drawn up to the same reporting date as of the Company for the purpose of consolidation.

Subsidiary is the entity over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiary is fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group combines the financial statements of the parent and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Non- controlling interests (NCI) in the results and equity of subsidiary is shown separately in the consolidated statement of Income & Expenditure, consolidated statement of changes in equity and consolidated balance sheet respectively. NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. Changes in the Group's equity interest in a

2.5 Statement of Cash Flow

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, cash at banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand which are considered part of the Company's cash management system.

Amendment to Ind- AS 7

Effective April 1, 2017, the Group has adopted the amendment to Ind-AS 7, which require the entities to provide disclosures that enable users of financial Statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material effect on the financial statements.

2.6 Functional and Presentation Currency

Items Included in the Financial Statements are measured using the currency of primary economic environment in which the Company operates (Functional Currency) The financial statements are presented in Indian Rupee (INR), which is functional as well as presentation currency of company.

a) Transactions in foreign currency are recorded at the rate of exchange prevailing at the time of transaction. Exchange differences arising on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

b) Monetary items denominated in foreign currency are translated using the exchange rate prevailing at the reporting date and the resulting exchange difference is recognized in the Statement of Profit and Loss.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

2.7 Property, Plant and Equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost of asset includes the following:

- (a) Cost directly attributable to the acquisition of the assets
- (b) Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.
- (c) Cost of replacement, major inspection, repair of significant parts is capitalized if the recognition criteria are met.
- (d) An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from continued use of assets. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in statement of profit or loss.

Depreciation

(a) Depreciation on Property, plant and Equipment is provided on Written down value method (WDV) over the useful life of the assets as specified in Schedule II of the Companies Act, 2013.

(b) Each part of an item of Property, Plant and Equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.

(c) Property, Plant and Equipment individually costing Rs. 5,000 or less are fully depreciated in the year of purchase.

The estimated useful life of assets for current and comparative period of significant items of property plant and equipment are as follows:

Particulars	Useful Life (Years)
Computers and peripherals	3
Office	5
Furniture	10

(d) Depreciation methods, useful lives and residual values are reviewed at each reporting date.

2.8 Intangible Assets

An intangible Asset is recognized where it is probable that the future economic benefits attributable to the assets will flow to the company and cost of the asset can be measured reliably. Intangible assets are stated at historical cost less accumulated amortization and impairment loss, if any.

Amortization

Assets are amortized over their respective estimated useful lives on a straight- line basis from the date that they are available for use.

The estimated useful life of intangibles are as follows:

Particulars	Useful Life (Years)	Generation Mode (Acquired/Self)
Software	3	Acquired

Amortization methods, useful lives and residual values are reviewed at each reporting date

2.9 Capital Work in progress

Capital work in progress includes the cost of property, plant and equipment (PPE) that are not yet ready for their intended use and the cost of assets not put to use before the balance Sheet date.

2.10 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized in respect of liabilities which can be measured only by using a substantial degree of estimates when:-

- (a) The Group has a present obligation as a result of a past event,
- (b) It is Probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and,
- (c) The amount of the obligation can be reliably estimated

Provisions are reviewed at each Balance Sheet date.

Discounting of provision

Where the effect of the time value of money is material the amount of a provision shall be the present value of the expenditure expected to be required to settle the obligation.

Contingent Liabilities are disclosed in either of the following cases:

1. A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation; or
2. A reliable estimate of the present obligation cannot be made; or
3. A possible obligation, unless the probability of outflow of resource is remote.

Contingent Liability and Provisions needed against Contingent Liability and Contingent Assets are reviewed at each Reporting date.

Contingent assets are disclosed where an inflow of economic benefits is probable.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

2.11 Revenue Recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Dividend Income

Income from dividend on shares of corporate bodies is taken into account on accrual basis when right to receive Dividend on financial assets subsequently measured at receipt value basis through profit and loss is recognised

Interest Income

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

Other Income

Other income includes Tender fees/ Job Application Fee etc. have been accounted for on receipt basis.

2.12 Leases

(a) As a lessee

(i) The Group Recognizes a right-of-use asset and a lease liability at the lease commencement date. The right of-use asset is initially measured at cost, which comprises the initial amount of lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

(ii) The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-to-use-asset or the end of the lease term. The estimated useful life of the right-to-use asset is determined on the same basis as those of property, plant and equipment. In addition, the right-to-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

(iii) The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

(iv) The lease liability is measured at amortized cost using the effective interest method, it is remeasured when there is a change in future lease payments from a change in an index or rate. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right -of-use asset, or is recorded in the profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

(v) The Group presents right-of-use asset that do not meet the definition of Investment property in the "Property plant and equipment" and lease liabilities in "other financial liabilities" in the Balance Sheet.

(vi) **Short term Lease and Leases of low value assets:** The Group has elected not to recognize right-of-use asset and lease liabilities for short term leases that have lease term of 12 months or less and leases of low value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(b) As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all the risk and rewards incidental to the ownership of the underlying asset. If this is the case, then the lease is a finance lease, if not then it is an operating lease. As part of the assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Group recognizes lease payments received under operating lease as income on a straight-line basis over the lease term as part of "Other Income".

2.13 Impairment of Assets

In accordance with IND AS- 36 Impairment of Assets, the carrying amounts of Group's assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment.

If any such indication exists, the asset's recoverable amount is estimated as the higher of the Fair Value less cost to sell and the value in use. An impairment loss is recognized in Statement of Profit and Loss whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount and such losses either no longer exists or has decreased. Reversal of impaired loss is recognized in the Statement of Profit and Loss

2.14 Borrowing Cost

The Group incurred no borrowing cost attributable to the acquisition or construction of any qualifying assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of profit and Loss.



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

2.15 Employee Benefits

(a) Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits.

(b) Long Term Employee Benefits:

(i) The obligation for long-term employee benefits such as half pay leave and LTC

- Accounted for on actuarial valuation made at the end of year as per Ind AS-19.
- The actuarial gains/losses are recognized in the Statement of Profit and Loss for the year.

(ii) Leave Encashment

- The company recognizes the obligation of a defined benefit plan in its balance sheet as a liability and are determined by actuarial valuation, performed by an independent actuary, at the year end.
- Company recognizes components of defined benefit cost in the Statement of Profit and Loss for the year.

(b) Post Employee Benefits:

Defined contribution plans

The Company's contribution to Provident Fund is recognized during the period in which the employee renders the related service.

Gratuity is a post-employment defined benefit plan. The liability recognized in the balance sheet is the present value of the defined benefit obligation at the balance sheet date less fair value of plan assets. The defined benefit obligation is calculated by an independent actuary using projected unit credit (PUC) method as per Ind AS-19.

Provision/liabilities towards Foreign Service Contribution- Pension and Leave Salary are made in terms of Government Rules & Regulations for employees on deputation and charged to statement of Profit and Loss on accrual basis.

2.16 Taxes

(a) Current Income tax

Tax expense for the year comprises of current Income tax and deferred tax.

Current tax is measured at the amount expected to be paid to the tax authorities using the applicable tax rates.

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.

Current tax related to OCI Items is recognized in Other Comprehensive Income (OCI).

(b) Deferred Tax

In accordance with the Indian Accounting Standard (IND-AS 12) "Income Taxes" issued by the Institute of Chartered Accountants of India.

(i) Deferred income tax assets and liabilities are recognized for temporary differences which is computed using the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

(ii) Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

(iii) The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

(iv) Deferred tax related to OCI Item are recognized in Other Comprehensive Income (OCI).

2.17 Earning Per Share

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

The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue and share split.

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

2.18 Dividend to Equity Shareholders

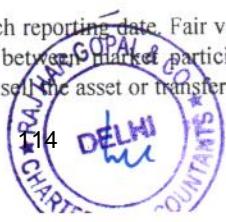
Dividend paid/payable is recognized in the year in which the dividend are approved by shareholders or board of directors as appropriate. Due to non-availability of sufficient profits, the Board have not recommended any dividend for the F.Y. 2023-24.

2.19 Events Occurring after Balance Sheet Date

Events occurring after Balance Sheet date are considered in the preparation of financial statements in accordance with Ind AS 10 (Contingencies and Events Occurring After Balance Sheet Date).

2.20 Fair Value Measurement

Group measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

- i. in the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

2.21 Expenditure on issue of shares

Expenditure on issue of shares, if any, is charged to the retained earnings.

2.22 Financial Instruments

Initial Recognition

Financial Assets and Liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Subsequent Recognition

Financial Assets : are classified in following categories:

a) At Amortised Cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Fair Value through Other Comprehensive Income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) At Fair Value through Profit and Loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

Financial Liabilities : are classified in following categories:

a) Financial liabilities at Amortized Cost

Financial liabilities at amortised cost represented by trade and other payables, security deposits and retention money etc. are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.

b) Financial liabilities at Fair Value through Profit and Loss

The company has not designated any financial liabilities at FVTPL.

De-Recognition

Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is de-recognized only when the contractual rights to the cash flows from the asset expires or it transfers the financial assets and substantially all risks and rewards of the ownership of the asset.

Financial Liability

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets:

Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Group follows' simplified approach' for recognition of impairment loss allowance on trade receivable. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition

Group assesses on a forward-looking basis the expected credit loss associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applies on whether there has been significant increase in credit risk.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the statement of profit and loss



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

2.23 Standard/Amendments issued but not yet effective

MCA had issued the Indian Accounting Standards Amendments Rules, 2022 vide notification dated 23rd March 2022. In the Indian Accounting Standards Amendments Rules, 2022, amendments has been made in following standards:-

1. First-time Adoption of Indian Accounting Standards (Ind AS-101)
2. Business Combinations (Ind AS-103)
3. Financial Instruments (Ind AS-109)
4. Property, Plant and Equipment (Ind AS-16)
5. Provisions, Contingent Liabilities and Contingent Assets (Ind AS-37)
6. Agriculture (Ind AS-41)

The effective date of these amendments is annual periods beginning on or after 1st April 2022. The Company is currently evaluating the impact of the amendments and estimated not material impact on the financial statements.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March 2024

3 Property, Plant and Equipment

(INR in Lakhs)

Particulars	Computer & Peripherals	Furniture and Fixtures	Office Equipment	Office Establishment	Electrical Fitting & Installation	RoU Assets	Plant and machinery	Total
Cost or Deemed Cost								
At 31st March 2022	18.06	12.75	18.02	49.02	12.76	508.40	-	619.01
Additions	2.81	0.09	4.44	-	-	-	17,970.61	17,977.95
Disposals	-	-	-	-	-	-	-	-
Translation Difference	-	-0.19	-	-	-	-	-	-0.19
At 31st March 2023	20.87	12.65	22.46	49.02	12.76	508.40	17,970.61	18,596.77
Additions	11.42	19.90	2.58	-	-	296.05	-	329.95
Disposals	-	-	-	-	-	508.40	-	508.40
Translation Difference	-	-0.05	-	-	-	-	-	-0.05
At 31st March 2024	32.29	32.50	25.04	49.02	12.76	296.05	17,970.61	18,418.27
Depreciation and impairment								
At 31st March 2022	17.05	8.81	15.42	40.50	10.67	378.58	-	471.03
Depreciation charge for the year	1.15	0.99	1.23	2.20	0.54	101.68	2,334.80	2,442.59
Disposals	-	-0.06	-	-	-	-	-	-0.06
At 31st March 2023	18.20	9.74	16.65	42.70	11.21	480.26	2,334.80	2,913.58
Depreciation charge for the year	5.32	2.37	3.12	1.63	0.40	99.51	2,830.08	2,942.44
Disposals	-	-	-	-	-	508.40	-	508.40
Translation Difference	-	0.07	-	-	-	-	-	0.07
At 31st March 2024	23.52	12.18	19.77	44.34	11.61	71.37	5,164.88	5,347.69
Net book value								
At 31st March 2024	8.77	20.32	5.27	4.68	1.15	224.68	12,805.73	13,070.54
At 31st March 2023	2.67	2.91	5.81	6.32	1.55	28.14	15,635.81	15,683.18

4 Capital Work-in-Progress

(INR in Lakhs)

Particulars	Office Equipment	Chabahar Port Equipments	Iran Port Equipments	Total
Cost or Deemed Cost				
At 31st March 2022	-	17,313.27	692.76	18,006.03
Additions	-	-	-	-
Disposals	-	-35.46	-	-35.46
Capitalised during the year	-	-17,277.81	-692.76	-17,970.57
At 31st March 2023	-	-0.00	-	-0.00
Additions	0.25	-	-	0.25
Disposals	-	-	-	-
Capitalised during the year	-	-	-	-
At 31st March 2024	0.25	-0.00	-	0.25
Net book value				
At 31st March 2024	0.25	-0.00	-	0.25
At 31st March 2023	-	-0.00	-	-0.00



Ageing Schedule of the Capital Work in Progress are as follows:-

Particulars	At 31st March 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
Chabahar Port Equipments					
Chabahar Port Expenses					
Office Equipments	0.25				0.25
Projects temporarily suspended	-	-	-	-	-
TOTAL	0.25	-	-	-	0.25

Particulars	At 31st March 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
Chabahar Port Equipments					
Chabahar Port Expenses					
Projects temporarily suspended	-	-	-	-	-
TOTAL	-	-	-	-	-

5 Other Intangible Assets

Particulars	Software	Website Development	Total
At Cost or Deemed cost			
At 31st March 2022	0.83	9.92	10.75
Addition during the year	-	-	-
Adjustment	-	-	-
At 31st March 2023	0.83	9.92	10.75
Addition during the year	-	0.22	0.22
Adjustment	-	-	-
At 31st March 2024	0.83	10.14	10.97
Amortization and Impairment			
At 31st March 2022	0.83	2.34	2.62
Amortization	-	1.98	1.98
Impairment	-	-	-
At 31st March 2023	0.83	4.33	5.16
Amortization	-	0.72	0.72
Impairment	-	-	-
At 31st March 2024	0.83	5.05	5.88
Net book value			
At 31st March 2024	-	5.09	5.09
At 31st March 2023	-	5.59	5.59

5.1 Amortisation on other intangible assets included in Note 25 Depreciation & Amortisation.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March 2024

6 Financial Assets - Non-Current

6.1 Investments

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Investments Accounted using Equity Method		
Associate Company		
In Equity Shares- Unquoted-at- cost, fully paid up		
Krishnapatnam Railway Company Limited		
(12,50,00,000 shares of Rs.10 each)	11,559.35	9,212.29
(Previous Year 12,50,00,000 shares of Rs.10 each)		
	<u>11,559.35</u>	<u>9,212.29</u>
Associate Company		
In Equity Shares- Unquoted-at- cost, fully paid up		
Haridaspur Paradip Railway Company Limited		
(33,67,88,058 shares of Rs.10 each) (Previous Year		
33,67,88,058 shares at Rs.10each)	38,091.47	36,437.35
	<u>38,091.47</u>	<u>36,437.35</u>
Total	<u>38,091.47</u>	<u>36,437.35</u>
Vishakhapatnam Port Road Company Limited		
(2,00,00,000 shares of Rs.10 each)	4,308.21	4,077.61
(Previous Year 2,00,00,000 shares of Rs. 10 each)		
	<u>4,308.21</u>	<u>4,077.61</u>
Total	<u>53,959.03</u>	<u>49,727.25</u>
Others at Fair Value through Other Comprehensive Income		
Calcutta Haldia Port Road Company Limited		
(2,00,00,000 shares of Rs.10 each at premium of Rs. 15)	1,040.00	1,040.00
(Previous Year 2,00,00,000 shares of Rs.10 each at premium of		
Rs. 15)		
Total	<u>1,040.00</u>	<u>1,040.00</u>
Total Non current investments	54,999.03	50,767.25
Aggregate value of unquoted investments	54,999.03	50,767.25
Aggregate amount of impairment in value of investments	-	-

6.2 Other Non-Current Financial Assets

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Unsecured, Considered Good		
Fixed deposits having maturity of more than 1 year	21,341.98	5,000.00
Security Deposits	85.56	79.70
Notes Protested	70.16	-
VAT	37.74	-
Advanced to Suppliers	1.23	-
Total	<u>21,536.66</u>	<u>5,079.69</u>

7 Other Non current assets

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Prepaid Rent	92.26	-
Fair Value Adjustment on Security Deposits	6.95	1.88
Avance Tax and Tax at source (Net of provision)	105.87	7.77
	<u>205.08</u>	<u>9.65</u>



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

8	Inventories		14.42	-
	Consumable Stock			
			14.42	-
9	Financial Assets- Current			
9.1	Trade Receivables			
	Particulars			
	Unsecured, Considered Good			
	Trade Receivables		300.48	398.49
	Less: Expected Loss		-8.22	-7.97
			<u>292.26</u>	<u>390.52</u>

Trade Receivables Ageing Schedule

As at 31st March 2024

Particulars	Outstanding for following periods from due date of transactions					Total
	< 6 months	6 months-1 Year	1-2 Years	2-3 Years	> 3 Years	
(i) Undisputed Trade Receivables- considered good	226.17	4.72	57.17	6.54	5.88	300.48
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
TOTAL	226.17	4.72	57.17	6.54	5.88	300.48

As at 31st March 2023

Particulars	Outstanding for following periods from due date of transactions					Total
	< 6 months	6 months-1 Year	1-2 Years	2-3 Years	> 3 Years	
(i) Undisputed Trade Receivables- considered good	270.85	5.65	100.39	16.08	5.52	398.49
(ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
TOTAL	270.85	5.65	100.39	16.08	5.52	398.49

9.2 Cash and Cash equivalent

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Cash in hand	0.20	0.64
Balances with banks:		
On Current Accounts	2,359.34	6,168.66
On Flexi Accounts	79.16	226.05
Fixed Deposits with original maturity of less than three months	10,073.70	2,660.03
Total	12,512.40	9,055.37

9.3 Bank Balances other than cash and cash equivalent

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Fixed Deposits with original maturity of more than 3 months but less than 12 months	39,688.31	37,200.88
Margin money deposits net of expected credit loss	92.11	-
Performance Bank Guarantee	-	94.45
Less: Expected credit Loss	-	-1.89
Total	39,780.42	37,293.44



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
9.4 Other financial assets		
Particulars		
Interest Accrued on FDRs	1,791.26	719.97
Recoverable from Ministry of Shipping	409.65	507.51
Other Recoverable	5.85	0.43
Mortgage deposit	2.70	2.27
Total	2,209.46	1,230.18
10 Current tax asset/ (liability)		
Particulars		
Assets:		
Advance income tax	544.86	301.81
Income tax refund receivable	338.22	218.32
TDS Recoverable	-	-
Provision for tax:		
Provision for income tax current year	(842.36)	(474.38)
Total	40.72	45.75
11 Other current assets		
Particulars		
Balance with Government Authorities TDS on GST	0.08	0.29
Other Advances from Parties	3.26	2.66
Advance to supplier	8.20	8.07
Fair Value Adjustment on Security Deposits (Refer note 9.1)	-1.09	-
Prepaid Expenses	24.69	0.09
Prepaid Interest on Lease Liability	0.56	-
Prepaid Rent*	-	0.40
Other	5.49	-
Total	41.19	11.50

*It represents unamortised portion of the difference between the fair value of financial assets on initial recognition and expenditure incurred



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

12 Equity Share Capital

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Authorized share capital 1,00,00,00,000 Equity Shares of Rs. 10 each (31st March, 2023: 1,00,00,00,000 Equity Shares of Rs.10 each)	100,000.00	100,000.00
	100,000.00	100,000.00
Issued, Subscribed & Fully Paid up Share Capital with voting rights 1,00,00,00,000 Equity Shares of Rs. 10 each (31st March, 2023: 85,65,70,000 Equity Shares of Rs.10 each)	100,000.00	85,657.00
	100,000.00	85,657.00

(a) Details of Shareholding of each Promoter

Name of the Promoter	As at 31st March 2024			As at 31st March 2023		
	No. of Shares	% of total shares	% Change during the year	No. of Shares	% of total shares	% Change during the year
The President of India	999,999,994	99.999999299%	16.74%	856,569,994.00	99.9999993%	32.79%
Shri Sushil Kumar Singh	1	0.000000116%		1.00	0.00001%	
Shri Bhushan Kumar	1	0.000000116%		1.00	0.00001%	
Shri Lucas Kumar Kamsuan	1	0.000000116%		1.00	0.00001%	
Shri Vinay Kumar Prajapati	1	0.000000116%		1.00	0.00001%	
Shri Agrim Kaushal	1	0.000000116%		1.00	0.00001%	
Shri Sunil Kumar Singh	1	0.000000116%		1.00	0.00001%	
Total	1,000,000,000	100%	16.74%	856,570,000.00	100.00%	32.79%

(b) Reconciliation of the number of equity shares and share capital

Particulars	As at 31st March 2024		As at 31st March 2023	
	No. of shares (in Lakhs)	Amount (in Lakhs)	No. of shares (in Lakhs)	Amount (in Lakhs)
Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year		8,565.70	85,657.00	8,100.00
Add: Shares Issued during the year		1,434.30	14,343.00	465.70
Shares bought back during the Year		-	-	-
Issued/Subscribed and Paid up equity Capital outstanding at the end of the year	10,000.00	100,000.00	8,565.70	85,657.00

(c) Terms/Rights attached to Equity Shares

The company has only one class of equity shares having par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.

The company has not declared any dividend in Indian Rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(d) Details of Shares held by each shareholder holding more than 5% shares in the company

Name of the shareholder	As at 31st March 2024		As at 31st March 2023	
	No. of Shares (in Lakhs)	% holding in the class	No. of Shares (in Lakhs)	% holding in the class
President of India	10,000.00	100.00	8,565.70	100.00
Total	10,000.00	100.00	8,565.70	100.00

(e) Aggregate no. of equity shares issued as fully paid by way of bonus, other than cash & shares bought back during the period of five years immediately preceding the reporting date

Particulars	As at 31st March 2024	As at 31st March 2023	As at 31st March 2022	As at 31st March 2021	As at 31st March 2020
	No in lakhs	No in lakhs	No in lakhs	No in lakhs	No in lakhs
Equity Shares issued for consideration other than cash	-	-	-	700.00	-
Equity Shares issued as fully paid up bonus shares	-	-	-	-	-
Equity Shares bought back	-	-	-	-	-
Total	-	-	-	700.00	-



SAGAR MALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

		(INR in Lakhs)							
		As at 31st March 2024	As at 31st March 2023						
13	Other Equity								
	Particulars								
	Share application money pending allotment (Refer Note 13.1)		5,343.00						
	Reserves and Surplus:-								
	Retained Earnings (Refer Note 13.2)	12,235.63	3,982.68						
	Capital Reserve (Refer Note 13.3)	21,821.64	12,110.92						
	FVTOCI Equity Instrument (Refer Note 13.4)	-3,960.00	-3,960.00						
	Total	<u>30,097.27</u>	<u>17,476.60</u>						
13.1	Share application money pending allotment								
	Particulars								
	Share Application Money Pending Allotment		5,343.00						
	Total		<u>5,343.00</u>						
13.2	Retained Earnings								
	Particulars								
	Balance as per last financial statement	3,328.53	-326.25						
	Add: Net profit for Current Year	8,891.63	4,422.13						
	Add: Other comprehensive income arising from Remeasurements of defined benefit obligation net of income tax		-1.10						
	Add FCTR Additions/(Utilization)	29.82	-107.45						
	Less: Share Issue Expenses	-14.34	-4.66						
	Closing Balance	<u>12,235.63</u>	<u>3,982.68</u>						
13.3	Capital Reserve								
	Particulars								
	Balance as per last financial statement	12,110.92	20,331.68						
	Add: Addition to Reserve	10,000.00	10,000.00						
	Less: Utilization from Reserve	-289.28	-18,220.76						
	Total	<u>21,821.64</u>	<u>12,110.92</u>						
13.4	FVTOCI Equity Instrument								
	Particulars								
	Change in fair value of FVTOCI equity instrument	(3,960.00)	(3,960.00)						
	Deferred Taxes	<u>-3,960.00</u>	<u>-3,960.00</u>						
	Nature and purpose of Reserve								
	SDCL has elected to recognize changes in fair value of certain investment in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Equity Investments Reserves within Equity. The company transfers amounts from this Reserve to Retained Earnings when the relevant Equity Securities are de-recognized.								
	In case of IPGL, Capital Reserve - Represents the grant received from Ministry of External Affairs for Chabahar Port, Iran & Annual Revenue Expenditure of Parent Company.								
	Profit and Loss Account - Represents Surplus / (deficit) accumulated earnings of the Company and are available for distribution to shareholders								
14	Deferred Tax								
	Particulars								
	A. Deferred Tax Liabilities								
	Security Deposits		-						
	Total of Deferred Tax Liabilities		<u>-</u>						
	B. Deferred Tax Assets								
	Deferred Income	0.01	0.01						
	Lease Liability (Net of ROU)	1.70	-						
	Employee Benefits	16.20	7.70						
	Property, Plant and Equipment	8.28	10.63						
	Total deferred tax asset	<u>26.20</u>	<u>18.34</u>						
	Net Deferred Tax Assets/ (Liability)	<u>26.20</u>	<u>18.34</u>						
14.1	Movement in deferred tax (liability)/ asset								
			(INR in Lakhs)						
	Particulars	Security Deposits	Provision For ECL	Deferred Income	Provision for Gratuity	Provision for Leave Encashment	Preliminary Expense	Property, Plant and Equipment	Total
	Closing balance as at 31st March 2022	-0.51	-0.00	0.46	0.84	4.98	-	17.27	24.50
	Charged/(credited) during								
	To Profit & Loss	0.14	-	(0.45)	0.40	1.48	-	-6.64	(5.07)
	To other comprehensive income	0.37	-	-	-	-	-	-	0.37
	Closing balance as at 31st March 2023	-0.00	-0.00	0.01	1.24	6.46	-	10.63	19.80
	Charged/(credited) during						#	##	-
	To Profit & Loss	-	-	-	-	-	#	##	(7.84)
	To other comprehensive income	-	-	-	-	-	#	##	-
	Closing balance as at 31st March 2024	-0.00	-0.00	0.01	1.24	6.46	-	2.78	-7.84
15	Financial Liabilities								
15.1	Lease Liabilities - Non Current								(INR in Lakhs)
	Particulars								
	Lease Liabilities							137.35	-
	Total							<u>137.35</u>	<u>-</u>



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

15A Other Non current Liability

Particulars			
Deferred Income Grant		12,805.73	15,140.53
Less: Transferred to SOPL		-2,830.08	-2,334.80
Total		9,975.64	12,805.73

16 Provisions - Non Current

Provisions for Employee Benefits	47.70	15.07
Total	47.70	15.07

17 Financial Liabilities - Current

17.1 Lease Liability	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Particulars		
Lease Liabilities	94.06	37.09
Total	94.06	37.09

17.2 Trade Payables

17.2 Trade Payables	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Particulars		
Dues of micro and small Enterprise (Refer Note No. 17.2(a))	-	-
Dues other than micro enterprises and small enterprises (Refer note no 17.2 (a))	467.64	194.52
Total	467.64	194.52

Note 17.2(a): The Company has not received the required information from 'suppliers' regarding their status under Micro, Small & Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amounts unpaid as at the period end together with interest paid/payable as required under the said Act have not been made.

Trade Payables due for payment

Trade payables ageing schedule as on March 31, 2024

Particulars	Outstanding for the following period from the due date of payment				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	313.17	102.16	-	-	415.33
(iii) Unbilled Dues	-	-	-	-	52.31
Total					467.64

Trade payables ageing schedule as on March 31, 2023

Particulars	Outstanding for the following period from the due date of payment				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	108.22	-	-	-	108.22
(iii) Unbilled Dues	-	-	-	-	86.30
Total					194.52

17.3 Other Financial Liability

Particulars	(INR in Lakhs)			
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Security Deposits	56.71	37.21		
Other Payables	175.34	189.96		
MEA Govt. A/c -Payable (Interest Earned on Fixed Deposit created out of Government Grant)	729.85	125.34		
EMD	0.11	21.72		
Total	962.01	374.23		

18 Other Current Liabilities

Particulars	(INR in Lakhs)			
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Statutory dues	64.20	106.12		
Advances Received	2.05	0.35		
Other Reserves	-	-		
Deferred Income	2,830.08	2,830.08		
Total	2,896.33	2,936.55		

Statutory dues includes TDS, GST dues, Foreign Service Contribution payable and Provident fund payable.

19 Provisions Current

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Provision for stamp duty	39.00	73.16
Provision for Penalty of late payment of stamp duty expenses	-	5.00
Provision for Employee Benefits	16.73	15.53
Total	55.74	93.69



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March 2024

(a) Movement in Provisions as at 31st March 2024

(INR in Lakhs)

Particulars	Carrying amount as at beginning of the year	Addition al provision made during the year	Amount used/reversed during the year	Carrying amount as on the end of the year
Provision for stamp duty	73.16	14.35	-48.50	39.00
Provisions for Employee Benefits	15.53	1.20	-	16.73
	88.69	15.55	-48.50	55.74

(b) Movement in Provisions as at 31st March 2023

(INR in Lakhs)

Particulars	Carrying amount as at beginning of the year	Addition al provision made during the year	Amount used/reversed during the year	Carrying amount as on the end of the year
Provision for stamp duty	68.50	4.66	-	73.16
Provision for Income Tax Demand for AY 2020-21	0.26	-	-0.26	-
	68.50	4.66	-	73.16



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

20 Revenue From Operations		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Dividend Income		-	654.15
General & Bulk Cargo stevedoing		280.66	732.05
Terminal Handing Charges		1,744.10	387.83
Shore Handling of Non Container Cargo		4.09	12.08
Storage Charges of Container		342.14	32.42
Storage of Non Container Cargo		79.18	62.91
Container strip and stuffing (TEU)		110.32	40.93
Non Container subsidiary Services (hr)		17.57	-
Shifting of container in ship, hatch and stock handling (No)		47.57	-
Subsidiary services		16.23	-
Other Operational Income		-	17.02
Total		2,641.86	1,939.39

21 Other Income		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Interest Income from Banks		3,614.36	1,783.19
Interest income on Security deposits(Unwinding of Discount)		5.78	7.29
Miscellaneous Income		3.29	5.60
Tender Fee		3.69	-
Foreign Exchange Gains		1.25	12.33
Interest Income		88.59	0.28
Revenue Grant from MEA		289.70	315.93
Compensation received		-	11.85
Consultancy Fee		144.09	-
Other Income		11.67	-
Deffered Income (Grant)		2,830.08	2,334.80
Total		6,992.50	4,471.26

22 Direct Expenses		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Subcontractors costs		421.56	342.01
Fixed Rental & Other Costs		416.96	419.10
Maintenace and fuel costs		35.18	13.95
Insurance Cost of Short Lease Contract with Port		12.64	31.63
Total		886.33	806.69

23 Employee Benefits Expenses		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Salaries and Wages		343.27	264.65
Contribution to Provident fund		28.52	1.11
Gratuity		2.61	-
Staff Welfare Expenses		18.17	10.39
National Pension Scheme		2.97	2.73
Foreign Service Contribution		5.54	7.59
Total		401.08	286.47

24 Finance Costs		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Interest expense for leasing arrangements		17.92	14.06
Other Finance Cost		2.31	1.76
Interest Expense on security Deposit		1.56	2.86
Total		21.79	18.68



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March 2024

25 Depreciation and Amortization		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Depreciation on Property, Plant and Equipment (refer note 3)		2,842.94	2,340.91
Depreciation of right-of-use assets(refer note 3)		99.51	101.68
Amortization of Intangible Assets (refer note 5)		0.72	1.98
Total		2,943.17	2,444.58
26 Other Expenses		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Advertisement Expense		150.94	75.16
Outsourcing Staff Expenses		31.83	34.40
Communication Expenses		1.96	1.44
Legal and Professional Charges		171.73	130.71
Office Expense		17.93	7.69
Office Rent Expense		24.19	45.33
Payment to Auditor(Refer Note: 26A)		3.35	5.19
Power/Electricity and Fuel Expense		11.41	10.51
Printing & Stationery Expense		1.10	0.68
Repair & Maintenance Expense		70.17	23.66
Travelling & Conveyance Expense		96.95	66.67
Computer Expenses		-	0.80
Director's Sitting Fee		-	0.07
Expected Credit Loss		-	0.82
Tax Expenses-(Professional/Property)		-	2.80
Recruitment Agency Contract Act		25.76	19.02
TA/DA Allowance		32.51	12.06
Shifting Expenses		-	0.57
Meeting & Conference		38.97	6.22
Bank charges		0.42	0.26
NPS Charges		0.00	-
Overhauling charges.		-	42.52
Internet and website charges		0.49	0.54
Vehicle hiring charges		7.23	5.26
Interest on TDS		0.00	0.01
Rates & Taxes		88.48	-
Lease Expenses		3.94	-
Port Expenses		3.83	-
Repair and maintenance of MHCs		81.10	-
Training Expenses		24.77	-
Penalty for late payment of stamp duty expenses		0.13	5.00
Miscellaneous/Other Expense		4.34	5.13
		893.53	502.51

Note 26A: Details of Payment to Auditors
 Payment to the Auditors comprises of the following:

Particulars		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Payment to Auditor			
Auditor:			
Sagarmala Development company Limited		2.29	2.07
India Ports Global Limited		1.06	3.12
Total		3.35	5.19
27 Components of Other Comprehensive Income		(INR in Lakhs)	
Particulars		For the year ended 31st March 2024	For the year ended 31st March 2023
Items that will not be reclassified to Profit & Loss			
Remeasurements of defined benefit plans		-	-1.47
Tax component of remeasurements of defined benefit obligation		-	0.37
		-	-1.10
Exchange differences in translating the financial statements of a foreign operation		29.82	-107.45
		29.82	(108.54)

Note 27.1 : Deferred Tax assets for deductible temporary difference on fair valuation of investment has not been recognised since it is not probable that future taxable profit shall be available against which the deductible temporary difference can be utilised.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March 2024

28 Taxes

28.1 Income tax recognised in profit and loss

(INR in Lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Current Income Tax Expenses		
Current Tax on profits for the years	842.36	474.38
Adjustments in respect of current income tax of previous year	58.54	5.95
Total Current Tax Expenses	900.90	480.33
Deferred Income Tax Expense		
In respect of the current year	(7.84)	5.07
Total Deferred Tax Expenses	(7.84)	5.07
Income tax expenses attributable to continuing operations	893.06	485.41

28.2 Tax related to items recognised in OCI during the year:

(INR in Lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Net loss/(gain) on remeasurements of defined benefit plans	-	0.37
Income tax charged to OCI	-	0.37

28.3 Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2024 and 31st March 2023:

(INR in Lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Accounting profit before tax from continuing operations	4,898.73	2,338.70
Profit/(loss) before tax from a discontinued operation	-	-
Accounting profit before income tax	4,898.73	2,338.70
At India's statutory income tax rate of 25.17% (31st March 2023 25.17%)*	816.76	474.38
Tax effect of amounts which are not deductible (taxable) in calculating taxable income		
Add/less : Tax effect due to Deductible & Non Deductible expenses(Net) and other items	25.59	5.07
Tax expenses for previous year recognised	50.70	5.95
At the effective Income Tax rate of 20.75% (31st March 2022 14.71%)	893.05	485.40
Income Tax expenses reported in statement of profit and loss for current year	893.06	485.41
Income tax expenses reported in statement of Profit and loss	893.06	485.41

Note Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Remeasurements of defined benefit plans	-	-
Tax component of remeasurements of defined benefit obligation	-	-
Total	-	-



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March 2024

29 Earnings per share (EPS)

Particulars	For the year ended	For the year ended
	31st March 2024 (per share)	31st March 2023 (per share)
Basic EPS		
From continuing operation	0.89	0.52
Diluted EPS		
From continuing operation	0.89	0.52

29.1 Basic Earning per Share

Basic EPS are calculated by dividing the profit for the year attributable to equity holders of the company by weighted average number of equity shares outstanding during the year

The earning and weighted average number of equity share used in calculation of basic earning per share:

Particulars	(INR in Lakhs)	
	For the year ended 31st March 2024	For the year ended 31st March 2023
Profit attributable to equity holders of the company (Rs. In lakhs)	8,891.63	4,422.13
Earnings used in calculation of Basic Earning Per Share (Rs. In lakhs)	8,891.63	4,422.13
Weighted average numbers (In Lakhs) of shares for the purpose of basic earnings per share	10,000.00	8,565.70

29.2 Diluted Earning per Share

The earnings and weighted average number of equity shares used in calculation of diluted earning per share:-

Particulars	(INR in Lakhs)	
	For the year ended 31st March 2024	For the year ended 31st March 2023
Profit attributable to equity holders of the company (Rs. In lakhs)	8,891.63	4,422.13
Earnings used in calculation of diluted earning per share (Rs. In lakhs)	8,891.63	4,422.13

The weighted number of equity shares for the purpose of diluted earning per share reconciles to the weighted average number of equity shares used in calculation of basic earning per share as follows:

Particulars	(INR in Lakhs)	
	For the year ended 31st March 2024	For the year ended 31st March 2023
Weighted average number (in Lakhs) of Equity shares used in calculation of basic earnings per share	10,000.00	8,565.70
Effect of dilution:		
Potential number of Equity Shares	-	-
Weighted average number (in Lakhs) of Equity shares used in calculation of diluted earnings per share	10,000.00	8,565.70



30 Capital management

For the purpose of the group's capital management, capital includes issued equity capital, equity component of convertible preference shares, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value. The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. Bank overdraft and loan from holding company was repaid during the previous year and the company has no borrowing as on 31st March 2024.

The group believes that the working capital is sufficient to meet its current requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2024 and 31 March 2023.

31 Fair Value Measurements

(i) The carrying amount of financial instruments by Category are as follow:

Particulars	As at 31st March 2024			As at 31st March 2023		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
(i) Investments	-	1,040.00	53,959.03	-	1,040.00	53,959.03
(ii) Security Deposits	-	-	85.56	-	-	79.70
(iii) Non-Current - Other Financial Assets	-	-	21,341.98	-	-	4,999.99
(iv) Trade Receivables	-	-	292.26	-	-	390.52
(v) Cash and cash equivalents	-	-	12,512.40	-	-	9,055.37
(vi) Bank Balances other than (v) above	-	-	39,780.42	-	-	37,293.44
(vii) Other financial assets	-	-	2,209.46	-	-	1,230.18
Total Financial Assets	-	1,040.00	130,181.10	-	1,040.00	53,049.20
Financial Liabilities						
(i) Lease Liabilities	-	-	231.41	-	-	37.09
(ii) Short Term Borrowings	-	-	-	-	-	-
(iii) Other financial liabilities	-	-	1,429.63	-	-	-
Total Financial Liabilities	-	-	1,661.06	-	-	37.09

(ii) The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets are considered to be the same as their fair values, due to short term nature.

(iii) The fair value of security deposits were calculated based on discounted cash flows using average interest rate of bank deposits. They are classified as level 3 fair values in fair value hierarchy due to the inclusion of unobservable inputs.

(iv) Investment in Calcutta Haldia Road Company Limited has been valued based on valuation certificate received from an independent valuer registered with BIRI valuer has arrived at fair value using DCF valuation method. Valuation of investment is made on the basis of future estimated cash flows.

(v) Investment in Krishnapatnam Railway Company Limited (KRCL) is carried at cost as on 31st March 2023 in compliance with requirement of Ind AS 27. KRCL has commenced operations from July 2019 and its operational activities are growing. As per financial statements on 31st March 2024 there is Net profit of INR 11735.30 Lakhs (Profit in previous Year INR 2953.02 Lakhs). KRCL has filed arbitration with Ministry of Railways for apportionment of revenue in accordance with concession agreement, wherein positive outcome is expected. Accordingly, no permanent decline is considered in value of shares as on 31st March 2024.

Fair Value of financial assets and liabilities that are measured at fair value (But fair value disclosures are required)

Fair Value hierarchy as on 31st March 2024

Particulars	As at 31st March 2024		As at 31st March 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
Security Deposits	85.49	72.54	-	-
Total Financial Assets	85.49	72.54	-	-



Fair Value hierarchy as on 31st March 2023

(INR in Lakhs)

Particulars	Level 1	Level 2	Level 3	Total
Financial Assets at Amortized Cost				
Security Deposits				

32 Financial risk management

The Group is exposed to various risk in relation to financial instruments. The Group is exposed to market risk, credit risk and liquidity risk. The Group financial risk activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with the companies policies and risk objectives, which are summarized below:-

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises interest rate risk and foreign currency risk. The company does not have any interest rate risk since the company does not have any loans/borrowings as on reporting date.

b) Foreign Currency risk

The exchange fluctuation is due to import of services for project related work from outside India from time to time. Company does not have any hedging instruments to cover foreign exchange risk.

c) Credit risk

Credit risk refers to the risk of defaults on its obligation by the counterparty resulting in a financial loss. The company is exposed to credit risk for various financial instruments for example advance to employees, security deposits, loans and other receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

The Group's key objective is to maintain a strong culture of responsible lending, and robust risk policies and control frameworks. The Group considers various factors such as credit history, borrower's profile, security cover, which provide an assessment of the borrower's ability-to-pay and willingness-to-pay. While the techniques used for assessment vary across product-segments, the credit principles remain a common factor.

Particulars	As at 31st March 2024	As at 31st March 2023	(INR in Lakhs)
Trade Receivables			
Gross carrying amount of financial assets	300.48	398.49	
Expected credit losses	.822	.797	
Carrying amount net of impairment provision	292.26	390.52	
Other Non-Current Financial Assets			
Gross carrying amount of financial assets	85.56	79.70	
Expected credit losses			
Carrying amount net of impairment provision	85.56	79.70	

d) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed in accordance with the companies policy. Investment of surplus are made only with approved with counterparty on the basis of the financial quotes received from the counterparty.

e) Liquidity risk

Group manage its liquidity needs by continuously monitoring cash inflows and by maintaining adequate cash and cash equivalents. Net cash requirement are compared to available cash in order to determine any shortfalls. Short term liquidity requirements consists mainly of expenses payable for project related work, employees dues, security deposits arising during the normal course of business as of each reporting date. Group maintain a sufficient balance in cash and cash equivalents to meet our short term liquidity requirements.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31st March 2024 and 31st March 2023

Particulars	(INR in Lakhs)		
	As at 31st March 2024	Less than 1 Year	1-2 years
Lease Liabilities	110.64	116.17	29.39
	110.64	116.17	29.39



Particulars	As at 31st March 2023		
	Less than 1 Year	1-2 years	2 Years and above
Lease Liabilities			

33 Contingent Liabilities and Capital Commitments

Company was required to pay stamp duty on issue of shares, however there are pending payments for the same, company is not in position to deposit the dues since hearing is pending with revenue department of Delhi Government. Penalty arising due to this is not quantifiable as on Balance Sheet date. Further contingent liability in respect of bills related to Project Management Consultant appointed at Shipping Ministry office is Rs 56.52 Lakhs

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
(i) Contingent Liabilities		
(a) Claims against the group not acknowledged as debt		
(b) Guarantees excluding financial guarantees		
(c) Other money for which the group is contingently liable		
- Due towards arrears of office rent	104.04	84.41
- Due towards 3rd Pay Revision of Salary	88.75	126.79
- Bank Guarantee Furnished by IPGCFZ	85.20	85.20
Total	277.99	296.40

i) According to the 3rd Pay Revision Committee Report dated 21/11/2016, Company intends to revise the pay of its employees. This revision in pay was made applicable from 01/01/2017. As per the due and drawn statement the liability of the Company to pay the arrears are disclosed as contingent liability. Approval pending from board and Ministry

ii) Mumbai Port Authority vide letter dated 18.10.2021 sought increase in office rent from 14.05.2018. Estimated cost due to increase as per the letter, works out to Rs. 130.71 Lakhs. IPGL vide letter dated 13.05.2022 requested MPA to charge rent as charged to other entities under MoPSW and as per these rates, increase works out to Rs 26.67 Lakhs, which has been provided till 31st march 2024, which has been accounted till date. Balance amount of Rs. 104.04 Lakhs is shown as contingent liability which will arise if MPA do not accept our request.

Capital Commitment: The Company has invested in shares of Subsidiary IPGCFZ Iran. At present the Company has contributed 35% of the face value of the shares and it is committed to contribute balance 65% of the capital of the subsidiary before June 2023. The amount of capital commitment is Rs. 7.36 lakhs being 65% of 50,00,000 shares of face value Iranian Rial (IR) 1000 at conversion rate of IRR 4412 per Indian Rupee as on 31/03/2023.

34 Foreign currency transactions

In case of Subsidiary Company

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are as under

(a) Expenditure in Foreign Currency on account of the following.

Particulars	Foreign Currency	As at 31st March 2024		As at 31st March 2023	
		Amount in Foreign Currency	₹ in Lacs	Amount in Foreign Currency	₹ in Lacs
Creditors for capital goods	EURO	27,096.77	23.83	-	-

35 Capitalization

During the year, Rs.12,805.73 Lakhs and Rs.2,830.08 Lakhs transferred to the other non current liability and other current liability respectively, total amounting to Rs.15,635.81 Lakhs out of capital reserve. Out of Rs.12,805.73 Lakhs from other non current liability, Rs 2,830.08 Lakhs equivalent to depreciation on MHC equipments has been transferred to the other Income as deferred income grant. Further, amount equal to the depreciation on the MHC equipments for subsequent year has been shown as other current liability.

India Ports Global Limited (IPGL) has signed a Short Lease Contract on 6th May, 2018 for Part of Shahid Beheshti Port-Phase-1, Chabahar with The Ports and Maritime Organization of The Islamic Republic of Iran Sistan & Baluchestan Port Authority. The Port & Maritime Organization of Iran has awarded the contract to IPGL/ IPGCFZ (subsidiary of IPGL) on 25th December, 2018. Currently this contract is valid upto 25th December 2023 and IPGL/IPGCFZ is in process of renewing the contract. In the amendment 4, the lease contract has expired on 12th May, 2024 as per Article 3 Note No. 3 of Lease Contract. this lease contract coterminous with mutual consent and the main contract started from 13th May, 2024.

36 Government Grant

Company had received Government grant of Rs. 30,000 lakhs from Ministry of External Affairs in earlier years and in the current year additional grant of Rs. 10,000 Lakhs has been received. Company has made fixed deposits of this sum with various bankers in India. According to letter no PD-24015/92/2015-PL-IV dated 16th November, 2016 in context of release of funds of Rs. 10,000 lakhs from Ministry of External Affairs, IPGL, Mumbai will comply with the norms of General Financial Rules of the Government. Therefore, the earned interest on Govt. grant should be remitted to the consolidated fund of India after finalization of accounts as per General Financial Rule, 2017, Chapter 9, Rule 230(8). Therefore, interest of Rs. 729.85 lakhs earned during the year, total interest earned is Rs. 729.85 lakhs on the said Govt. grant is disclosed as current liability. Main source of funds of IPGL is grant from MFA. Out of this grant, IPGL has utilized a sum of Rs. 19,938.14 Lakhs till 31/03/2024 to meet the operating expenditures of IPGCFZ, Iran, remittance to IPGCFZ to enable Iran bank to issue bank guarantee in connection with Chabahar project, to invest in IPGCFZ share capital, payment for procurement of equipments, Preliminary expenses pertaining to Chabahar Port Project and expenses of IPGL.



37 Use of Grant Funds for IPGL Expenditure

In case of Subsidiary

As per Office Memorandum issued by Ministry of External Affairs (MEA) on 15.06.2021 addressed to Ministry of Ports, Shipping and Waterways (MoPSW), it is stated that Empowered Committee has already approved inclusion of preliminary expenses related to Chabahar Port Project from already approved ARE (Annual Revenue Expenses) of USD 22.95 million. It was also mentioned that break up of utilization of earlier released funds should be submitted by bifurcating amount in Equipment procurement and Annual Revenue Expenses. MoPSW vide letter dated 24.06.2021, directed IPGL to take further action in the matter relating to preliminary expenses.

IPGL has been incurring all expenses in connection with Chabahar Port Project and all expenses incurred till date are in the nature of preliminary expenses in connection with Chabahar Port Project. Hence, all preliminary expenses are eligible to be reimbursed out of already approved ARE of USD 22.95 million as per OM dated 15.06.2021.

A clear clarification was sought from MEA as well as MoPSW in this regard. MoPSW vide message dated 10.08.2022 clarified that OM dated 15.06.2021 by MEA is very clear and same to be followed in letter and spirit. The letter further states that an appropriate submission of break up of utilization as mentioned in para C of OM dated 15.06.2021 to be ensured. IPGL has considered net expenses (Gross expenses less operating and non operating / Other income) from for the 2023-24 to work out quantum of expenditure to be recouped out of grant as revenue grant.

The grant received from MEA for Chabahar Port Project till 31.03.2024 has been credited as Capital Reserve. As per direction of OM dated 15.06.2021 by MEA and letter dated 24.06.2021 by MoPSW, IPGL has debited capital reserve by Rs. 1,376.40 Lakhs (including Rs. 1,086.70 Lakhs pertaining to net expenses upto year 31.03.2023) and credited equal amount to Revenue Grant from MEA as Other Income. This amount represents the amount of expenses incurred from 2015-16 to 2023-24, net of operating Income and non operating / Other income.

38 Revenue Recognition

In case of Subsidiary Company, Revenue grant is accounted after the receipt of the grant and upon receipt of approval from the competent authority, to the extent of expenses incurred by the parent company (Net of operating income) during the year, in accordance with guidelines from the ministry.

39. Intangible Asset

In the year 2020-21, the website development asset was completed on January 25, 2021, but it was not shown under "Intangible Assets," and depreciation/amortization of 20% was incorrectly applied for the entire year instead of from the asset completion date. In 2021-22, this was corrected by showing the asset under "Intangible Assets" and adjusting the excess depreciation/amortization charged in 2020-21. The amortization amount for 2020-21 was Rs 1.98 lakhs, but after adjustment, the balance for 2021-22 was Rs. 0.36 lakhs. In the financial year 2022-23, excess depreciation of Rs. 0.45 lakhs was charged, and the excess amount was adjusted by Rs. 0.52 lakhs. In the financial year 2023-24, excess depreciation was reduced by Rs. 0.70 lakhs and depreciation for the current financial year was increased by Rs. 0.03 lakhs, resulting in a total depreciation of Rs. 0.72 lakhs for 2023-24.

40 Segment reporting

The Group's major activity is of construction and development of ports, its common facilities and equipping and operation of terminals for port activities. The Group does not have more than one reportable segment as reviewed by its Chief Operating Decision Maker ('CODM') as per Ind AS 108 'Operating Segments' and hence no segment reporting is done. During the year, group has generated operating revenue from its clients situated in India and Iran.

41 Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars

(INR in Lakhs)

As at 31st As at 31st
March 2024 March 2023

The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year

The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year

The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006

The amount of interest accrued and remaining unpaid at the end of each accounting year

The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006

Total

Note: There are no identified MSME as on balance sheet date.



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March 2024

42 Related Party Disclosures

42.1 Related Parties

(a) Key Managerial personnel of the entity

Name	Position
Ministry of Ports, Shipping & Waterways; Government of India	Significant control over entities
Sudhanshu Pant (Ceased w.e.f. 19.06.2023)	Chairman & Director
Dilip Kumar Gupta (Director w.e.f. 06.07.2018)	Managing Director and CEO
Ananga Charan Nayak (Director (F) w.e.f. 13.02.2023 & Whole Time Director)	Director Finance & Whole Time Director
T. K. Ramachandran (Appointed w.e.f. 19.06.2023)	Chairman & Director
Maanas Srivastava (w.e.f. 08.08.2023)	Company Secretary

In case of Subsidiary Company

Mr Sunil Mukundan (Joined on 15.03.2022)	Managing Director
Ananga Charan Nayak (CFO) w.e.f. 13.02.2023)	CFO
Mr. Nitin Shah	Company Secretary
H H Najafabadi	Managing Director of IPGCFZ

(b) Other related party

Name	Principal Place of Operation	Proportion of Ownership Interest	
		As at 31st March 2024	As at 31st March 2023
Subsidiary			
M/S India Port Global Limited	India	100%	100%
Associates			
M/S Krishnapatnam Railway Company Limited	India	20.00%	20.00%
Haridaspur Paradip Railway Company Limited	India	25.91%	25.91%
Vishakhapatnam Port Road Company Limited	India	25.87%	25.87%

42.2 Transactions and balances with related parties:

Compensation of key management personnel:

The remuneration of directors and other members of key management personnel during the year was as follows:

Particulars	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Short-term benefits	115.86	101.20
Post-employment benefits	1.07	1.07
Total	116.93	102.27
In case of Subsidiary Company		
Gross Remuneration of Sh. Nitin Shah	15.80	14.63
Gross Remuneration of Mr. H H Najafabadi	31.90	-
Gross Remuneration of Mr. Hemant Godbole	-	24.47
Gross Remuneration of Mr. Sunil Mukundan	55.68	56.90
	103.37	96.00

43 Transactions with the MoPSW

Name	Nature of Transactions	(INR in Lakhs)	
		As at 31st March 2024	As at 31st March 2023
Ministry of Port, Shipping & Waterways, Government of India	Capital Contribution	9,000.00	4,657.00
	Capital Contribution Pending Allotment	-	5,343.00
	Payments on behalf Of MoPSW on re-imburable basis	353.90	
		9,353.90	10,000.00
		409.65	507.51

Balance recoverable from MoPSW

Note: During the year 14,34,30,000 Equity Shares having face value of INR 10 each have been allotted to MoPSW on 25.05.2023.



44 Disclosures under Ind AS-116

a) Holding company has taken its office on the Operating Lease from the Indian City Property Limited. Total lease period of the office is 5 years (i.e. 11th July 2023 to 10th July 2028) with the minimum lock period of the three years. License fees agreed to be paid during the lease period is Rs. 8.89 Lakhs per month plus applicable rate of the GST. Licence fees shall be escalated @ 5% after every year. As per the terms of the lease agreement, subject to the lock in period (i.e. 3 years) licensee shall have an option to terminate the agreement by serving the prior three months notice in advance. Licensee can also terminate the agreement during the lock in period, however in that case it shall be bound to pay an amount equivalent to the license fees for the remaining lock in period.

	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
b) Movement in Right of use assets-Office Building	28.14	129.82
Particulars	296.05	-
Opening Balance as to the beginning of the year	99.51	101.68
Additions during the year	224.68	28.14
Depreciation charge during the year		
Closing Balance as on the end of the year		

c) Movement in Lease Liability

	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Particulars	37.08	166.38
Opening Balance as to the beginning of the year	296.05	-
Additions during the year	17.92	14.06
Interest recognised during the year	119.64	143.36
Payment made during the year/total cash outflow for the	231.41	37.08
Closing Balance as on the end of the year		

d) Lease Liabilities are presented in the Balance sheet are as follows:-

	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Particulars	94.06	37.09
Current	137.35	-
Non-Current	231.41	37.09
Total		

e) As at 31st March 2024 the Group has not committed to any leases which has not been yet commenced.

f) Ind AS 116 is related to Leases accounting. As per para 9 of Ind AS 116 the Company determines at the inception of a contract, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. As per para B9 of Ind AS 116, the right to control the use is identified if the right to obtain substantially all of the economic benefits from use of the identified asset and the the right to direct the use of the identified asset over the lease term. As per para 18 of Ind AS 116, the lease term is the non-cancellable period of a lease, together with both (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option. The Company has exercised the option not to apply the new recognition requirements to short-term leases and to leases of low-value asset as per para 5 of Ind AS 116.

The group has entered into leasing arrangements vide letter no CE.R/3-1/7027 Dated 28.01.2016 for premises. All the leased properties are short-term leases and hence the company has exercised the option to not apply Ind AS 116 to the leased premise.

	(INR in Lakhs)	
	As at 31st March 2024	As at 31st March 2023
Particulars	24.19	15.28
Expense relating to short-term leases		

g) Interest expenses in relation to leasing activities refer note no-24

h) Expenses related to the variable lease payments are Nil.

i) Income from subleasing of the right of use assets is not applicable to the Group

j) Gain/loss from sale and leaseback transactions is not applicable to the Group.

45 Impairment of Assets

On the basis of review, the management is of the opinion that the economic performance of non financial assets of the Group is not lower than expected and therefore there is no impairment of any assets as on the Balance Sheet date.

46 Retirement Benefits (In case of Holding Company)

(a) Actuarial Assumptions

S. No.	Particulars	As at 31st March 2024	As at 31st March 2023
(i)	Discount rate(per annum)	7.09%	-
(ii)	Mortality Rate	IALM 2012-14	-
(iii)	Expected Return on assets	7.00%	-
(iv)	Salary Escalation	1.00%	-
(v)	Attrition Rate		
(vi)	The estimate of future liability increases considered in actuarial valuation, takes into account inflation rate, seniority, promotion and other relevant factors.		

(b) Total defined benefit cost recognized in statement of Profit or Loss and Other Comprehensive Income

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Service Cost	15.89	-	2.43	-	2.52	-
Net Interest Cost	-	-	-	*	-	-
Past Service Cost	-	-	-	-	-	-
Administration Expenses	-	-	-	-	-	-
[Gain]/Loss due to Settlements/Curtailments/Terminations/Divestitures	-	-	-	-	-	-
Total	15.89	-	2.43	-	2.52	-

(c) Net Asset/Liability Recognised in Balance Sheet

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Present Value of Unfunded Defined Benefit Obligation	15.89	-	-	-	-	-
Fair value of Plan Assets	-	-	-	-	-	-
Present Value of Funded Undefined Benefit Obligation	15.89	-	-	-	-	-
Present Value of Defined Benefit Obligation	-	-	-	-	-	-
Unrecognised Asset due to the Asset Ceiling	-	-	-	-	-	-
Net Defined Benefit (Asset)/Liability Recognised in Statement of Financial Position	15.89	-	-	-	-	-
Defined Benefit Obligation	-	-	6.17	-	3.88	-
Fair value of Plan Assets	-	-	-	-	-	-
Unfunded Status - (Surplus)/Deficit	-	-	6.17	-	3.88	-
Present Value of Funded Defined Benefit Obligation	-	-	-	-	-	-
Unrecognised Asset due to Asset Ceiling	-	-	-	-	-	-
(Asset)/Liability Recognised in the Balance Sheet	-	-	6.17	-	3.88	-
Current Benefit Obligation	0.37	-	0.18	-	0.36	-
Non-Current Benefit Obligation	15.52	-	5.99	-	3.52	-



SAGARMALA DEVELOPMENT COMPANY LIMITED
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(d) Change in Obligation over the period ending on

Particulars	Gratuity		Leave Encashment		Half Pay Leave	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Defined Benefit Obligation, Beginning of Period	-	-	-	-	-	-
Net Current Service Cost	15.89	-	2.43	-	2.52	-
Interest Cost on DBO	-	-	-	-	-	-
Actual Plan Participants' Contributions	-	-	-	-	-	-
Actuarial (Gains)/Losses	-	-	-	-	-	-
Changes in Foreign Currency Exchange Rates	-	-	-	-	-	-
Acquisition/Business Combination/Divestiture	-	-	3.74	-	1.36	-
Benefits Paid	-	-	-	-	-	-
Past Service Cost	-	-	-	-	-	-
Losses / (Gains) on Curtailments/ Settlements	-	-	-	-	-	-
Defined Benefit Obligation, End of Period	15.89	-	6.17	-	3.88	-

47 Retirement Benefits (In case of Subsidiary Company)

The summarized position of Post-employment benefits and long term employee benefits recognized in the statement of Profit & Loss and Balance Sheet are under:-

(a) National Pension Scheme

(INR in Lakhs)

Contribution to Defined Contribution Plan includes Provident Fund. The expenses recognised for the year are as under :

Particulars	As at 31st March 2024	As at 31st March 2023
National Pension Scheme	2.97	2.73

(b) Gratuity

The group operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days/one month salary last drawn for each completed year of service depending on the date of joining. The same is payable on termination of service, retirement or death, whichever is earlier. The benefit vests after 5 years of continuous service.

47.1 Change in the present value of the obligation

(INR in Lakhs)

Particulars	As at 31st March 2024	As at 31st March 2023
Opening Present value of obligation	4.93	3.66
Interest Cost	0.36	0.26
Current service cost	0.87	0.79
Past service cost including cutailment gains/losses	-	-
Benefits paid	-	-
Actuarial (Gains) on Obligations - Due to Change in Financial Assumptions	0.16	-0.13
Actuarial Losses on Obligations - Due to Experience	0.04	0.35
Closing Present value of obligation	6.36	4.93

Changes in the fair value of plan assets

As at 31st March 2024 As at 31st March 2023

Fair value of plan assets at the beginning of year

Interest Income

Contributions

Benefits paid

Actuarial gain on Plan assets, Excluding Interest Income

Fair value of plan assets at the end of



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		(INR in Lakhs)		
47.2	Change in the present value of the defined benefit obligation and fair value of plan assets	As at 31st March 2024	As at 31st March 2023	
	Particulars			
	Estimated present value of obligations at end of the year	(6.36)	(4.93)	
	Funded Status	(6.36)	(4.93)	
	Net liability recognized in balance sheet	(6.36)	(4.93)	
	Change in Assets during the year ended 31st March,2023	As at 31st March 2024	As at 31st March 2023	
	Plan assets at the beginning of the year	-	-	
	Expected return on plan assets	-	-	
	Contributions by Emoloyer	-	-	
	Actual benefits Paid	-	-	
	Plan assets at the end of the year	-	-	
	Actual return on plan assets	-	-	
47.3	Expense recognized in the statement of Profit & Loss Account	(INR in Lakhs)		
	Particulars	As at 31st March 2024	As at 31st March 2023	
	Current service cost	0.87	0.79	
	Interest Cost	0.36	0.26	
	Total expenses recognized in Profit & Loss Account	1.23	1.05	
47.4	Re-measurement recognized in other comprehensive income	(INR in Lakhs)		
	Particulars	As at 31st March 2024	As at 31st March 2023	
	Actuarial gain/ (loss) for the year on Asset	0.20	(0.13)	
	Actuarial gain/ (loss) for the year on PBO	0.20	(0.13)	
	Total actuarial gain/(loss) included in other comprehensive income	0.20	(0.13)	
47.5	Balance Sheet Reconciliation	-	-	
	Particulars	-	-	
	Opening net liability	4.93	3.66	
	Expenses recognized in Statement of Profit and Loss	1.23	1.05	
	Expenses / (Income) recognized in OCI	0.20	0.22	
	Net liability recognized in the Balance Sheet	6.36	4.93	
47.6	Principal actuarial assumption as expressed as weighted average			
	Particulars	As at 31st March 2024	As at 31st March 2023	
	Discount rate	7.25%	7.50%	
	Rate of Employee Turnover	3.00%	3.00%	
	Expected rate of salary increase	3.00%	3.00%	
	Mortality Rate during employment	Indian Assured Lives (2012-14)		
	Method used	14)	Projected Unit Credit	
			Projected Unit Credit Method	
47.7	Other Details	#REF!		
		As at 31st March 2024	As at 31st March 2023	
	Sensitivity to key assumptions			
	i)	Discount rate Sensitivity Increase by 1.0% (% change) Decrease by 1.0% (% change)	576,407.00 -9.39% 704,959.00 10.81%	445,924.00 -9.59% 547,906.00 11.09%
	ii)	Salary growth rate Sensitivity Increase by 1.0% (% change) Decrease by 1.0% (% change)	667,809.00 4.97% 581,861.00 -8.54%	523,827.00 6.21% 451,230.00 -8.51%
	iii)	Withdrawal rate (W.R.) Sensitivity W.R. x 110% (% change) W.R. x 90% (% change) -1.70% -1.76%	645,398.00 1.45% 626,653.00 -1.50%	501,311.00 1.64% 484,842.00 -1.70%

Compensated Absences

The actuarially determined liability for compensated absences of accumulated leaves of the employees of the Group is given below:

		As at 31st March 2024	As at 31st March 2023
Particulars		31.25	25.67
Total actuarial liability			
Assumptions:		7.25%	7.50%
Discount rate		3.00%	3.00%
Salary escalation rate			

48 Corporate Social Responsibility

With the enactment of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarifications issued by MCA, the company has undertaken activities as per CSR policy.

Particulars		As at 31st March 2024	As at 31st March 2023
(i) Amount required to be spent by the company during the year		19.71	13.03
(ii) Amount of expenditure incurred			
(a) Construction / acquisition of any asset		19.71	13.03
(b) On purposes other than (a) above			
(c) Contribution to four funds as mentioned in Schedule VII of the Companies Act, 2013			
(iii) Shortfall at the end of the year		-	-
(iv) Total of previous years shortfall		-	-
(v) Reasons for shortfall			
(vi) Nature of CSR activities (Donation to PM CARES		19.71	13.03
(vii) Details of related party transactions			

49 COVID-19 impacts on the Financial statements

The pandemic of COVID-19 has not result in any material impact of the Group's financial statements at year ended 2022. Since March 2020, the consequences of the COVID-19 outbreak have disrupted the work of the Group however Management is having a reasonable assurance that these uncertainties do not cast significant doubt on the Group's ability to continue as a going concern.

50 Correction of errors

During the year ended 31st March, 2023, the Group retrospectively restated its:

- i) "Retained earnings" and "Investment accounted for using equity method" as on 31.03.2023 to correct the error relating to non adjustment of distribution of dividend by the investee against the investments under the head "Investment accounted for using equity method".
This error resulted in an understatement/overstatement of the following consolidated financial statement line items. This error has been corrected by restating each of the affected consolidated financial statement line items for the prior year as follows :

Balance Sheet (extracts)	31st March, 2023 (as previously reported)	Increase/(Decrease)	31st March, 2023 (restated)
Investment accounted for using equity method			
Haridaspur Paradip Railway Company Limited	36,437.35	-404.15	36,033.20
Vishakhapatnam Port Road Company Limited	4,077.61	-250.00	3,827.61
Retained earnings	3,982.68	-654.15	3,328.53

51 Amendments not Effective on Balance sheet Date

The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and postemployment benefits received Indian Parliament's approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently, on November 13, 2020, draft rules were published, and stakeholders' suggestions were invited. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

52 Other Disclosures

- (i) The Group does not have any Benami property and further no proceeding has been initiated or pending against the company for holding any Benami property.
(ii) The Group does not have any transactions with companies struck off.
(iii) The Group does not have any charges or satisfaction which is to be registered with ROC.
(iv) The Group has not traded or invested in Cryptocurrency or Virtual Currency during the financial year.
(v) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
(vii) Disclosure of Ratios as required as under the Schedule-III:

Ratio	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	12.26	13.21	-7.15%	-
Debt-equity Ratio	Total Debt	Shareholder's Equity	Not Applicable	Not Applicable	-	-
Debt service coverage ratio	Earnings available for debt service	Debt Service	Not Applicable	Not Applicable	-	-
Return on equity ratio	Net Profits after taxes – Preference Dividend (if any)	Shareholder's Equity	0.07	0.04	63.96%	Due to increase in the total income
Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory	Not Applicable	Not Applicable	-	-
Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	7.74	3.68	110.43%	Due to increase in turnover and decrease in average trade receivable
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	Not Applicable	Not Applicable	-	-
Net capital turnover ratio	Net Sales	Working Capital	0.05	0.04	19.94%	-
Net profit ratio	Net Profit	Net Sales	0.93	0.67	37.62%	Due to increase in the total income
Return on capital employed in accordance with Guidance note issued by ICAI	Earning before interest and taxes	Capital Employed	0.03	0.02	59.91%	Due to increase in the total income
Return on investment	Income	Investment	0.00	0.01	-100.00%	Due to decrease in dividend income



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53 Statement containing salient feature of Financial Statements of Subsidiary

Part A "Subsidiaries" [as per section 2(87) of the companies act 2013]

(INR in Lakhs)			
Sl. no.	Particulars	India Port Global Limited	India Port Global Limited
	Date of acquisition	28th November, 2018	28th November, 2018
	Financial Year ending on	31st March,2024	31st March,2023
	Principal Place of Business	India	India
1	Share Capital	1,000.00	1,000.00
2	Other equity/Reserves & surplus (as applicable)	22,099.89	10,704.63
3	Liabilities	14,134.74	16,114.12
4	Total Equity and Liability	37,234.63	27,818.75
5	Total assets	37,234.63	27,818.75
6	Investments	-	-
7	Turnover	2,641.86	1,285.24
8	Profit before taxation	1,653.49	441.77
9	Provision for taxation	(1.23)	(3.55)
10	Profit after taxation	1,654.73	445.32
11	Interim Dividend - Equity	NA	NA
12	Interim Dividend - Preference	NA	NA
13	Proposed Dividend - Equity	NA	NA
14	Proposed Dividend - Preference	NA	NA
15	% of share holding	100%	100%



SAGARMALA DEVELOPMENT COMPANY LIMITED

Notes to the Consolidated Financial Statements for the year ended 31st March,2024

Statement Containing salient features of financial statement of Associate Company

53 Part "B": Associates [as per Section 2(6) of the Companies Act,2013]

Sl. No.	Particulars	Vishakhapatnam Port Road Company Limited	Haridaspur Paradip Railway Company Limited	Krishnapatnam Railways Company Limited
1	Principal Place of Business	India	India	India
2	Date of acquisition	30th September, 2020	18th February, 2020	29th December, 2018
3	Latest audited Balance Sheet Date	31st March, 2024	31st March, 2024	31st March, 2024
4	Shares of Associate held by the company on the year end (In lakhs)	200.00	3,367.88	1,250.00
	Number of shares held (in numbers)	20,000,000.00	336,788,058.00	125,000,000.00
	Amount of Investment in Associates (In lakhs)	2,000.00	33,678.81	12,500.00
	Total No of Shares (in numbers)	77,300,007.00	1,300,000,000.00	625,000,000.00
	Extend of Holding %	25.87%	25.91%	20.00%
5	Description of how there is significant influence	Refer Note no 1	Refer Note no 1	Refer Note no 1
6	Reason why the associate is not consolidated	NA	NA	NA
7	Net worth attributable to shareholding as per latest audited balance sheet	4,357.05	38,091.06	11,559.35

Notes

- 1 Significant influence is demonstrated by holding 20% or more of the voting power of the investee.



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March,2014

53. Additional information pursuant to Schedule III to the Companies Act, 2013

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or (loss)		Share in total		(INR in Lakhs)
	As % of consolidated net assets	Amount(Rs.)	As % of consolidated profit or loss	Amount(Rs.)	As % of consolidated total comprehensive income	Amount (Rs.)	
Parent Company							
Sagarmala Development Company Limited	78.57%	102,217.15	25.22%	2,350.95	25.14%	2,350.95	
Subsidiaries							
India Port Company Limited	17.76%	23,099.89	17.75%	1,654.73	18.01%	1,684.55	
Associates							
Krishnapatnam Railways Company Limited	-0.72%	(940.65)	25.18%	2,347.06	25.10%	2,347.06	
Haridaspur Paradip Railway Company Limited	3.39%	4,412.65	22.08%	2,057.78	22.01%	2,058.27	
Vishakhapatnam Port Road Company Limited	1.77%	2,308.21	9.77%	910.60	9.74%	910.60	
CFS adjustments and elimination	-0.77%	(1,000.00)	0.00%		0.00%		
Net Total	100.00%	130,097.25	100.00%	9,321.12	100%	9,351.43	



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March, 2024

54 (a) Summarised Balance Sheet for Material Associates

Particulars	Vishakhapatnam Port Road Company Limited	Haridaspur Paradip Railway Company Limited	Krishnapatnam Railway Company Limited	(INR in Lakhs)			
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024		As at 31st March, 2024	As at 31st March, 2023	
Current assets							
Cash and cash equivalents	72.20	51.30	12,056.03	11,199.00	25,800.52	19,895.38	
Other assets	4,399.20	2,840.00	15,424.27	7,687.50	13,994.46	10,294.05	
Total current assets	4,471.40	2,891.30	27,480.30	18,886.50	39,794.98	30,189.43	
Total non-current assets	14,192.10	15,525.00	240,842.37	245,974.80	241,987.49	252,764.90	
Current liabilities							
Financial liabilities (excluding trade payables and other payables)	263.00	141.80	40.50	24.78	160,458.33	152,617.26	
Other liabilities (including trade payables and other payables)	1,299.70	120.73	46.64	1,278.67	6,865.50	6,567.95	
Total current liabilities	1,562.70	262.53	87.14	1,303.45	167,323.83	159,185.21	
Non-current liabilities							
Financial liabilities (excluding trade payables and other payables)	41.30	2,623.50	113,202.89	120,020.48	56,661.90	77,666.50	
Other liabilities (including trade payables and other payables)	217.50	321.30	8,001.36	4,450.02	-	41.18	
Total non-current liabilities	258.80	2,944.80	121,204.25	124,470.50	56,661.90	77,707.68	
Non-controlling interest							
Net assets	16,842.00	15,208.97	147,031.28	139,087.35	57,796.74	46,061.44	



SAGARMALA DEVELOPMENT COMPANY LIMITED
 Notes to the Consolidated Financial Statements for the year ended 31st March, 2024

54 (b) Summarised Statement of Profit and Loss of material Associates:

(INR in Lakhs)

Particulars	Vishakhapatnam Port Road Company Limited		Haridaspur Paradip Railway Company Limited		Krishnapatnam Railway Company Limited	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Revenue	5,263.40	4,355.40	48,620.40	42,200.43	61,698.17	45,063.98
Other Income	167.00	75.30	1,072.41	809.96	1,998.16	991.55
Total (A)	5,430.40	4,430.70	49,692.81	43,010.39	63,696.33	46,055.53
Depreciation and amortisation	1,259.40	1,168.10	8,838.14	8,578.56	9,627.19	9,586.60
Other Expenses	554.30	448.50	29,386.26	27,593.38	37,672.16	32,435.06
Total (B)	1,813.70	1,616.60	38,224.40	36,171.94	47,299.35	42,021.66
Profit from continuing operations (PBT)	3,616.70	2,814.10	11,468.41	6,838.45	16,396.98	4,033.87
Income Tax Expenses	96.80	-5.10	3,526.37	2,019.39	4,661.68	1,080.85
Profit for the year	3,519.90	2,819.20	7,942.04	4,819.06	11,735.30	2,953.02
Other comprehensive income	-	-	1.89	1.13	-	-
Total comprehensive income	3,519.90	2,819.20	7,943.93	4,820.19	11,735.30	2,953.02
Share in Associates	25.87%	25.87%	25.91%	25.91%	20.00%	20.00%
Profit Share of Associates	910.60	729.33	2,058.27	1,248.91	2,347.06	590.60
Less: Eliminations	430.00	-	-	-	-	-
Cost of Investments (Increased by)	480.60	729.33	2,058.27	1,248.91	2,347.06	590.60



SAGARMALA DEVELOPMENT COMPANY LIMITED
Notes to the Consolidated Financial Statements for the year ended 31st March, 2024

54 (c) Reconciliation of carrying amounts of material

(INR in Lakhs)

Particulars	Vishakhapatnam Port Road Company Limited		Haridaspur Paradip Railway Company Limited		Krishnapatnam Railway Company Limited	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Opening net assets	15,761.90	12,942.70	140,647.35	135,827.16	46,061.44	43,108.42
Profit for the year	3,519.90	2,819.20	7,942.04	4,819.06	11,735.30	2,953.02
Adjustment in opening retained earnings due to stake dilution	-	-	-	-	-	-
Other Comprehensive Income			1.89	1.13	-	-
Dividends paid						
Equity component of other financial instruments						
Other Adjustment						
Closing net assets	19,281.80	15,761.90	148,591.28	140,647.35	57,796.74	46,061.44
Group's share in %	25.87%	25.87%	25.91%	25.91%	20.00%	20.00%
Group's share	4,988.20	4,077.60	38,495.21	36,437.19	11,559.35	9,212.30
Other Adjustments	-	-	-	-	-	-
Carrying amount	4,988.20	4,077.60	38,495.21	36,437.19	11,559.35	9,212.30

54 (d) Carrying amount of investments in associates:

(INR in Lakhs)

Particulars	Vishakhapatnam Port Road Company Limited		Haridaspur Paradip Railway Company Limited		Krishnapatnam Railway Company Limited	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Non-material associates	-	-	-	-	-	-
Non-material joint ventures	-	-	-	-	-	-
Sub-total	-	-	-	-	-	-
Material Associates	4,308.21	4,077.61	38,091.47	36,437.35	11,559.35	9,212.29
Total	4,308.21	4,077.61	38,091.47	36,437.35	11,559.35	9,212.29

55 Previous year's figures are reclassified/regrouped to confirm and make them comparable with those of the current year.

56 Approval of financial statement

The Consolidated financial statements were approved for issue by the Board of Directors on 28/10/2024.

As per our Report of even date attached

For Rajhar Gopal & Co.
Chartered Accountants
FRN: 002074N

MG
FCA. GK Gupta
Partner
M.No: 081085



Date: 28/10/2024
Place: New Delhi

For and on behalf of Board of Directors of
SAGARMALA DEVELOPMENT COMPANY LIMITED

Raju
Raju Lakshmanan
Director
DIN - 06908182

Ananga
Ananga Charan Nayak
Chief Financial Officer
PAN: ABVPN6834H

Ananga
Ananga Charan Nayak
Director Finance
DIN - 10057433

Maanas
Maanas Srivastava
Company Secretary
PAN: BFAPS1336B

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]

CIN: U74999DL2016GOI305194

Name of the Company: Sagarmala Development Company Limited

Registered office: 1st Floor, 124, Thapar House, Gate No. 2, Janpath Lane, New Delhi-110001

Name of the Member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

.....

Address:

E-mail Id:

Signature:.....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 8th Annual General Meeting of members of the Company, to be held on Thursday, 19th December, 2024 at 5:00 P.M. at Room No. 414, Transport Bhawan, Parliament Street, New Delhi-110001 with an option for the members to participate in the meeting through VC/OAVM {Hybrid mode} also at a shorter notice, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To receive, consider and adopt the audited standalone as well as consolidated financial statements of the Company for the financial year ended on 31st March, 2024 together with the Board's Report, the Auditors' Report thereon and comments of the Comptroller and Auditor General of India thereon.
2. To fix the remuneration of Statutory Auditors of the Company for the financial year 2024-25.

Signed this day of... 2024

Signature of Shareholder

Affix Revenue
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

ATTENDANCE SLIP

8TH ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 19TH DECEMBER, 2024 AT 5:00 P.M. AT ROOM NO. 414, TRANSPORT BHAWAN, PARLIAMENT STREET, NEW DELHI-110001 WITH AN OPTION FOR THE MEMBERS TO PARTICIPATE IN THE MEETING THROUGH VC/OAVM {HYBRID MODE} AT A SHORTER NOTICE.

Ledger Folio No:No. of Share Held:

Full Name of members (s):

Full name of Proxy /Authorised representative:.....

I certify that, I am a member / proxy / authorised representative for the member of the company. I / We hereby record my presence at the 8th Annual General Meeting of the Company held on Thursday, 19th December, 2024 at 5:00 p.m. at Room No. 414, Transport Bhawan, Parliament Street, New Delhi-110001 with an option for the members to participate in the meeting through VC/OAVM {Hybrid mode} at a shorter notice.

.....

Name of the member/proxy/authorised representative

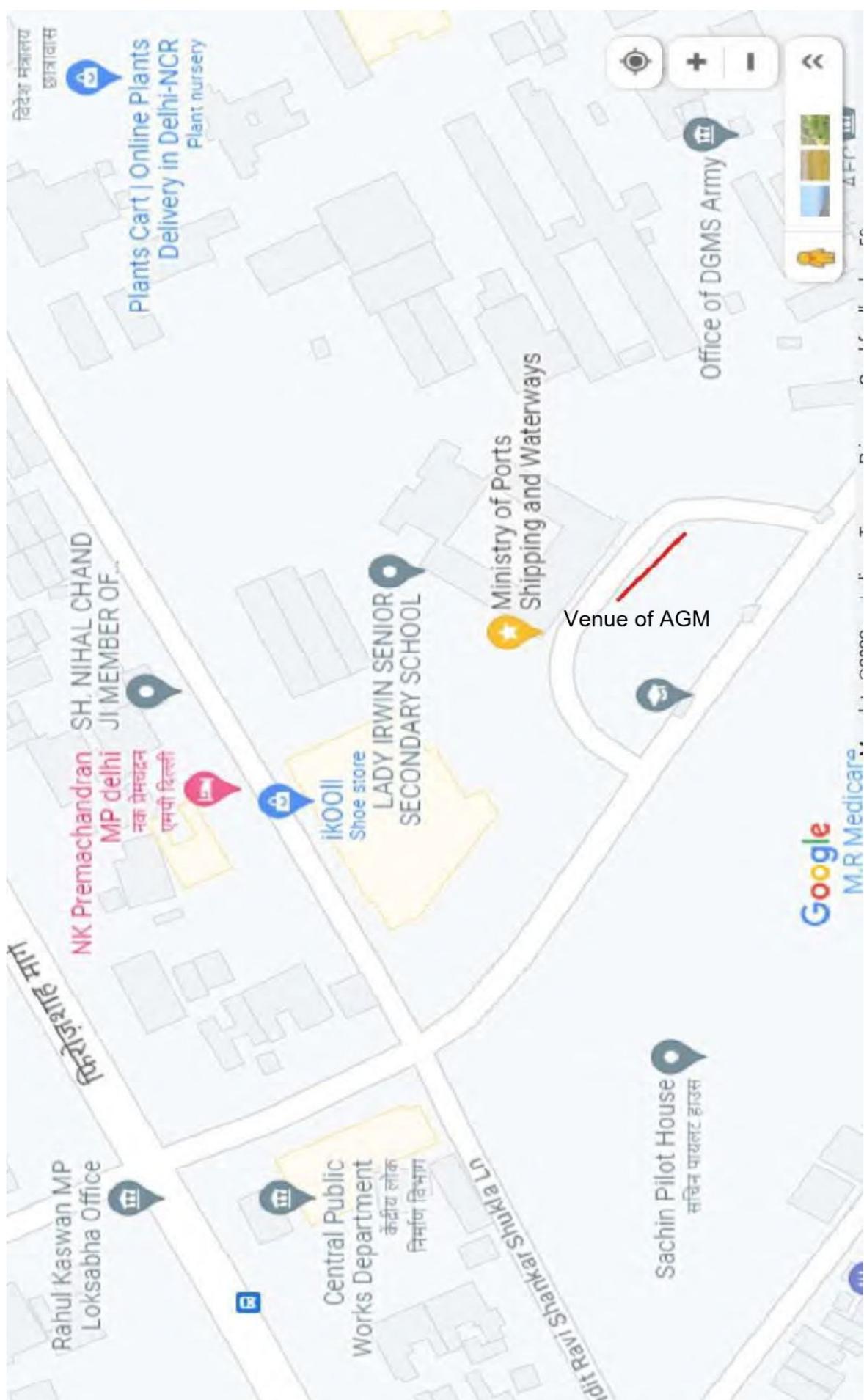
(In BLOCK LETTERS)

.....
(Signature of the member/proxy/authorised representative)

Note: Please fill in this attendance slip and hand it over at the venue.

*Strike out which is not applicable.

Location Map of the venue of Annual General Meeting





Sagarmala Development Company Limited
1st Floor, Thapar House, Gate No 2
124 Janpath Lane, New Delhi, 110001

Website: www.sdclindia.com
E-mail: info@sdclindia.com
Tel: 011-21400754