

#### Date: 11th October, 2022

To, **BSE Limited,** P.J. Towers, Dalal Street, Mumbai – 400001. To,

National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051

#### BSE Scrip Code/NSE Symbol: 532904/SUPREMEINF

### Subject: <u>Outcome of the Board Meeting – Submission of Un-Audited Standalone and</u> <u>Consolidated Financial Results for the Quarter ended 30<sup>th</sup> June</u> 2022.

We would like to inform you that the Board of Directors of Supreme Infrastructure India Limited in its meeting held today on Tuesday, 11<sup>th</sup> October, 2022 inter-alia approved the following:

- 1.) Approved the Un-Audited Standalone and Consolidated Financial Results for the quarter ended 30<sup>th</sup> June, 2022 along with Limited Review Report issued by Statutory Auditor.
- 2.) To consider and approve the draft Directors' Report for the year ended 31st March, 2022 along with the annexures thereto.

The meeting of the Board was commenced at 04.00 P.M. and concluded at 06.30 P.M.

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We request you to kindly take the above on your record.

Thanking you,

# For Supreme Infrastructure India Limited

Vikr am Bhawanishankar Sharma Managing Director DIN: 01249904

# SUPREME INFRASTRUCTURE INDIA LIMITED

Supreme House, Plot No. 94/C, Pratap Gad, Opp. I.I.T Main Gate, Powai, Mumbai- 400076. CIN: L74999MH1983PLC029752; Tel: + 91 22 6128 9700 Fax : + 91 22 6128 9711 Website : www.supremeinfra.com

# Independent Auditors' Limited Review Report on the Unaudited Standalone Financial Results of the Company for the Quarter ended June 30 2022, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended

#### To, The Board of Directors, Supreme Infrastructure India Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results ('the Statement') of **Supreme Infrastructure India Limited** (the "Company") for the quarter ended June 30, 2022 attached herewith, being prepared and submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), read with SEBI Circular No. CIR/CFD/CMD1/80/2019 dated July 19, 2019 ("the Circular").
- 2. This Statement, which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors at their meeting held on October 11, 2022, has been prepared in accordance with the recognition and measurement principal laid down in Indian Accounting Standard 34 (Ind AS 34) "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

# **Modified Review Opinion**

- 4. As stated in:
  - Note 2 to the accompanying Statement, the Company's current financial assets as at June 30.
     2022 include trade receivables aggregating ₹ 57,636.97 lakhs in respect of projects which have been outstanding for a substantial period (including receivables in respect of projects)

closed/substantially closed). Management has assessed that no adjustments are required to the carrying value of the aforesaid balances, which is not in accordance with the requirements of Ind AS 109, 'Financial Instruments'. Consequently, in the absence of sufficient and appropriate evidence to support the management's contention of recoverability of these amounts and balance confirmations, we are unable to comment upon the adjustments, if any, that are required to the carrying value of trade receivable, and consequential impact, if any, on the accompanying the Statement'. Our Audit Opinion vide Report dated June 17, 2022, on the standalone financial results of the Company for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.

- ii. Note 5 to the accompanying Statement, the Company's non-current investments and trade receivable as at June 30, 2022 include non-current investments in one of its erstwhile Subsidiary Company, Supreme Infrastructure BOT Private Limited and trade receivable from step down subsidiaries of the said Company amounting to ₹ 142,556.84 lakhs and ₹ 3,006.37 lakhs respectively. The said Company has significant accumulated losses, and its consolidated net-worth is fully eroded. Further, the said Company is facing liquidity constraints due to which it may not be able to realise projections as per the approved business plans. Also, during the previous year, The National Company Law Tribunal, Mumbai (NCLT) vide Order dated February 25, 2022 ("Admission Order"), has appointed an Interim Resolution Professional ("IRP") on a petition initiated by one of the operational creditors under the Insolvency and Bankruptcy Code 2016 ('IBC'). The said Admission Order has been subsequently assailed by one of the suspended directors before the Hon'ble National Company Law Appellate Tribunal ("NCLAT"). The Hon'ble NCLAT has vide its order dated September 02, 22 has annulled the Admission Order and other factors described in the aforementioned note. The management has considered such balance as fully recoverable and assessed that no adjustments are required to the carrying value of the aforesaid balances, which is not in accordance with the requirements of Ind AS 109, 'Financial Instruments'. In the absence of sufficient appropriate evidence to support the management's assessment as above, accumulated losses in this Company as on June 30, 2022, and other relevant alternate evidence, we are unable to comment upon adjustments, if any, that may be required to the carrying values of these non-current investments and trade receivables from step down subsidiaries of said erstwhile Subsidiary Company and the consequential impact on the accompanying Statement. Our Audit Opinion vide Report dated June 17, 2022, on the standalone financial results of the Company for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.
- iii. Note 6 to the accompanying Statement, the Company's non-current investments and trade receivable as at June 30, 2022 include investments in one of its subsidiary and trade receivable from said subsidiary amounting to ₹ 14,934.16 lakhs and ₹ 3,722.72 lakhs respectively. During the previous year, National Highways Authority of India ("NHAI") had issued an intent to terminate notice to this subsidiary, the said notice has been subsequently stayed by order of the Hon'ble High Court of Delhi and the matter has been referred to arbitral tribunal in order to adjudicate the dispute between the parties during the previous year. Management has considered non-current investments and trade receivable as fully recoverable and Management has assessed that no adjustments are required to the carrying value of the

aforesaid balances, which is not in accordance with the requirements of Ind AS 109, 'Financial Instruments'. In the absence of sufficient and appropriate evidence to support the management's assessment as above, stoppage of operations and non recognition of trade payable to holding Company in books of this subsidiary, and also considering uncertainty of operations and cash flows due to termination notice and matter under arbitration to support the management's assessment as above, we are unable to comment upon adjustments, if any, that may be required to the carrying values of these non-current investments and trade receivables and the consequential impact on the accompanying statements. Our Audit Opinion vide Report dated June 17, 2022, on the standalone financial results of the Company for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.

5. Based on our review conducted as above, except for the possible effect of the matters described in the previous para 4, nothing has nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards (Ind AS') specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

#### Material Uncertainty Related to Going Concern

6. We draw attention to Note 3 to the accompanying Statement, which indicates that the Company has incurred a net loss of ₹ 21,341.09 lakhs during the quarter ended June 30 2022 and as of that date, the Company's accumulated losses amounts to ₹ 3,45,007.53 lakhs, which have resulted in a full erosion of net worth of the Company and its current liabilities exceeded its current assets by ₹ 4,80,516.97 lakhs. Further, as disclosed in Note 3 to the said Statement, Company has defaulted in repayment of principal and interest in respect of its borrowing and has overdue operational creditors outstanding as at June 30, 2022. The above factors, along with other matters as set forth in the aforesaid note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, based on ongoing negotiation with the lenders for restructuring/settlement of the loans, revised business plans, and other mitigating factors mentioned in the aforementioned note, Management is of the view that going concern basis of accounting is appropriate. Our Opinion is not modified in respect of this matter.

#### **Emphasis of Matter**

7. As stated in note 4 to the accompanying Statement regarding Comprehensive Scheme of Compromise and Settlement with its operational creditors under the provisions of the Companies Act, 2013 the Hon'ble NCLT vide its order dated June16, 2022 has approved the said Scheme. In terms of the said Scheme all the creditors as on November 30, 2019 including the ones wherein there are agreements, installments, consent terms, etc. stand modified and accordingly dealt with in accordance with the Scheme. The said order has been registered with Regional Director, Ministry of Corporate Affairs (Maharashtra) on 23 August 2022 and hence the necessary accounting impact would be given in quarter ending September 30, 2022.

Our opinion is not modified in respect of this matter.

8. As stated in Note 8 to the accompanying Statement, the Company has given corporate guarantees to various lenders of its subsidiary/group companies amounting to ₹ 1,63,816 lakhs against their borrowings. These Companies have defaulted in repayment of their borrowings. However, the Company has not recognised financial liability for these corporate guarantees due to defaults in repayment by subsidiary/group companies. Management has assessed that there is no liability required to be recognised in respect of above due to reason that none of the lenders have invoked any of the above guarantees and they are also a part of overall debt restructuring/settlement negotiations currently under discussion and stand still clause in relation to facilities granted is also one of the conditions of Inter Creditor Agreement (ICA).

Our opinion is not modified in respect of this matter.

**For Borkar & Muzumdar Chartered Accountants** FRN: 101569W

DEVANG NIRANJANBHAI VAGHANI Digitally signed by DEVANG NIRANJANBHAI VAGHANI Date: 2022.10.11 18:06:47 +05'30'

**Devang Vaghani** Partner Membership No: 109386 UDIN: 22109386AZHEWE8500

Date: October 11, 2022 Place: Mumbai **For Ramanand & Associates Chartered Accountants** FRN: 117776W

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**Ramanand Gupta** 

Partner Membership No. 103975 UDIN: 22103975AZHIXZ2938

Date: October 11, 2022 Place: Mumbai



#### Supreme Infrastructure India Limited

#### STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

			gs per share data		
Sr. No.	Particulars	30 June 2022	uarter Ended 31 Mar 2022	30 June 2021	Year Ended 31 March 2022
		Unaudited	Unaudited	Unaudited	Audited
1	Income				
	(a) Revenue from operations	2,172.57	2,299.76	3,902.61	12,285.28
	(b) Other income	264.82	237.54	249.32	964.44
	Total income (a+b)	2,437.39	2,537.30	4,151.93	13,249.72
2	Expenses				
	(a) Cost of materials consumed	516.83	656.23	294.09	3,019.79
	(b) Subcontracting expenses	1,283.23	1,413.61	2,966.60	7,448.49
	(c) Employee benefits expense	102.97	61.65	109.52	350.93
	(d) Finance costs	21,382.69	20,631.20	16,571.81	76,503.73
	(e) Depreciation and amortisation expense	211.80	261.54	261.46	1,045.86
	(f) Other expenses	280.95	981.64	330.76	1,915.29
	Total expenses (a+b+c+d+e+f)	23,778.48	24,005.87	20,534.24	90,284.09
3 4	Profit/(loss) before exceptional items and tax (1-2) Exceptional items [Loss/(Income)] (Refer note 10)	(21,341.09)	(21,468.57)	(16,382.31) 2.500.00	(77,034.37) 5,045.70
	Profit/(loss) before tax (3-4)	(21,341.09)	(21,468.57)	(18,882.31)	(82,080.07)
•	(a) Current tax	-	-	- 1	_
	(b) Deferred tax		-	_	-
		•	-	-	-
6	Profit/(loss) for the period (5-6)	(21,341.09)	(21,468.57)	(18,882.31)	(82,080.07)
7	Other comprehensive income/(loss)				
	<ul> <li>(a) Items not to be reclassified subsequently to profit or loss (net of tax)</li> </ul>				
	- Remeasurement of defined benefit plans		39.20	-	39.20
	(b) Items to be reclassified subsequently to profit or loss	-	-		-
	Other comprehensive income/(loss) for the period, net of tax	-	39.20	-	39.20
	Total comprehensive income/(loss) for the period, net of tax (7 +				
8	8)	(21,341.09)	(21,429.37)	(18,882.31)	(82,040.87)
9	Paid up equity share capital (Face value of ₹ 10 each)	2,569.84	2,569.84	2,569.84	2,569.84
11	Other equity (excluding revaluation reserves)				(2,93,775.46)
12	Earnings per share (Face value of ₹ 10 each)				
	(a) Basic EPS (not annualised) (in ₹)	(83.04)	(83.54)	(73.48)	(319.40)
	(b) Diluted EPS (not annualised) (in ₹)	(83.04)	(83.54)	(73.48)	(319.40)
	See accompanying notes to the standalone financial results				



8

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#### Notes

- 1 The financial results have been prepared to comply with all material respects with the Indian Accounting Standards ('Ind AS') as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standards) (Amendment) Rules, as amended from time to time. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meeting held on October 11, 2022.
- 2 Trade receivables as at June 30, 2022 include ₹ 57,636.97 lakhs (March 31, 2022: ₹ 57,636.97 lakhs), in respect of projects which have been outstanding for a substantial period (including receivables in respect of projects closed/substantially closed). Based on the contract terms and the ongoing recovery/ arbitration procedures (which are at various stages), Management is reasonably confident of recovering these amounts in full. Accordingly, these amounts have been considered as good and recoverable. Balances of Trade Receivables are subject to balance confirmation and adjustments, if any.
- 3 In terms of the guidelines on Prudential Framework for Resolution of Stressed Assets issued by the Reserve Bank of India on June 7, 2019 ("RBI Circular"), the majority of the lenders have in principle agreed to restructure the loan accounts of the Company ("Resolution Plan") with the lenders and have signed an Inter Creditor Agreement as per the procedure laid down in the RBI Circular. The Company has revised the business plan and way forward considering the COVID and current economic impact and is in the process of negotiating the modified Resolution Plan. In discussion with the lenders, in various Joint Lenders meetings, the Company has filed Company Application under Sections 230-232 of the Companies Act, 2013 with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"). The Hon'ble NCLT has vide its order dated 29 July 2022 allowed the first motion and has appointed Hon'ble Justice (Retd.) Shri D.K Deshmukh as court commissioner to conduct the court convened meeting. The lenders are in a process of considering the same.

Further, the Company has incurred a net loss of ₹ 21,341.09 lakhs during the quarter ended June 30 2022 and, has also suffered losses from operations during the preceding financial years and as of that date, the Company's accumulated losses amounts to ₹ 3,45,007.53 lakhs and its current liabilities exceeded its current assets by ₹ 4,80,516.97 lakhs. The Company also has external borrowings from banks and financial institutions, principal and interest repayment of which has been delayed during the current period. Pending execution of the revised resolution plan as discussed above, the aforesaid conditions indicate existence of material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern due to which the Company may not be able to realize its assets and discharge its liabilities in the normal course of business. However, on expectation of execution and implementation of the aforesaid revised resolution plan, further fund infusion by the promoters and business growth prospects, Management has prepared the financial results on a "Going Concern" basis.

- 4 The Company had proposed a comprehensive scheme of compromise and settlement with its operational creditors under the provision of the Companies Act, 2013 and filed the same with NCLT Mumbai bearing CAA No 401 of 2020, this being also due compliance of the statement given in Miscellaneous Application 3357,4086,3258 of 2019. The court convened meeting was held on 13 November 2021 wherein more than 92% of the Operational Creditors present for voting had voted in favour of scheme. The court appointed commissioner had filed his report along with the scrutinisers report before the Hon'ble NCLT. The Hon'ble NCLT vide it's order dated 16 June 2022 has approved the said scheme, as voted by the Operational creditors. In terms of the said scheme all the creditors as on 30 November 2019 including the ones wherein there are agreements, installments, consent terms, etc. stand modified and accordingly dealt with in accordance with the scheme. The said order has been registered with Regional Director, Ministry of Corporate Affairs (Maharashtra) on 23 August 2022. The required accounting entries would be passed in quarter ending September 30, 2022.
- 5 The Company's non-current investments and trade receivable as at June 30, 2022 include investments in Supreme Infrastructure BOT Private Limited ('SIBPL'), its erstwhile Subsidiary Company and trade receivable from step down subsidiaries of SIBPL, amounting to ₹ 142,556.84 lakhs (March 31, 2022 : ₹ 142,556.84 lakhs) and ₹ 3,006.37 lakhs (March 31, 2022 : ₹ 2,983.93 lakhs) respectively. SIBPL has various Build, Operate and Transfer (BOT) SPVs under its fold. While SIBPL has incurred losses during its initial years and have accumulated losses, causing the net worth of the entity to be fully eroded as at June,30 2022, the underlying projects are expected to achieve adequate profitability on substantial completion of the underlying projects. The National Company Law Tribunal, Mumbai (NCLT) vide Order dated 25 February 2022 ("Admission Order"), has appointed an Interim Resolution Professional ("IRP") on an petition initiated by one of the operational creditor under the Insolvency and Bankruptcy Code 2016 ('IBC'). The said Admission Order has been subsequently assailed by one of the suspended directors before the Hon'ble National Company Law Appellate Tribunal ("NCLAT"). The Hon'ble NCLAT has vide its order dated 2 September 2022 has annulled the Admission Order. Further, commercial operation date (COD) in respect of few subsidiaries of SIBPL has been delayed due to various reasons attributable to the clients primarily due to non-availability of right of way, environmental clearances etc. and in respect of few subsidiaries, the toll receipts is lower as compared to the projected receipts on account of delay in receiving compensation from government for exempted vehicles. Further, there have been delays in repayment of principal and interest in respect of the borrowings and the respective entity is in discussion with their lenders for the restructuring of the loans.

Management is in discussion with the respective lenders, clients for the availability of right of way and other required clearances and is confident of resolving the matter without any loss to the respective SPVs. Therefore, based on certain estimates like future business plans, growth prospects, ongoing discussions with the clients and consortium lenders, the management believes that the net-worth of SIBPL does not represent its true market value and the realizable amount of SIBPL is higher than the carrying value of the non-current investments and Trade receivable as at June 30, 2022 and due to which these are considered as good and recoverable.



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- 6 The Company's non-current investments and trade receivable as at June 30 2022 include investments in Supreme Panvel Indapur Tollways Private Limited ('SPITPL'), a subsidiary company and trade receivable from SPITPL, amounting to ₹ 14,934.16 lakhs (March 31, 2022 : ₹ 14,686.34 lakhs) and ₹ 3,722.72 lakhs (March 31, 2022 : ₹ ₹ 3,722.72 lakhs) respectively. SPITPL is a special purpose vehicle company incorporated for the purpose of undertaking the work for construction of Panvel Indapur NH-17 awarded by National Highways Authority of India ("NHAI") on built, operate and transfer basis. On 13 November 2020, NHAI had issued an "intent to terminate" notice to SPITPL, the said notice has been subsequently stayed by order of the Hon'ble High Court of Delhi and the matter has been referred to an arbitral tribunal in order to adjudicate the dispute between the parties. In the interregnum, SPITPL and NHAI are also having discussions regarding mutual conciliation. Further, commercial operation date (COD) in respect of SPITPL has been delayed due to various reasons attributable to the clients primarily due to non-availability of right of way, environmental clearances etc. Management is in discussion with the respective lenders, clients for the availability of right of way and other required clearances and is confident of resolving the matter without any loss. Therefore, based on certain estimates like future business plans, growth prospects, ongoing discussions with the clients and consortium lenders, Management believes that the net-worth of SPITPL does not represent its true market value and the realizable amount of SPITPL is higher than the carrying value of the non-current investments as at June 30 2022 and due to which these are considered as good and recoverable.
- 7 The Company is in process of appointment of Company Secretary as required by section 203 (1) of the Act.
- 8 The contingent liability as on June 30, 2022 include corporate guarantees to various lenders of its subsidiary/group companies amounting to ₹ 1,63,816 lakhs (₹ 1,63,816 lakhs (₹ 1,63,816 lakhs as at March 31, 2022) against their borrowings. Further, commercial operation date (COD) in respect of these subsidiaries / group companies has been delayed due to various reasons attributable to the clients primarily due to non-availability of right of way, environmental clearances etc. and in respect of few subsidiaries, the toll receipts is lower as compared to the projected receipts on account of delay in receiving compensation from government for exempted vehicles.

Further to enable the continuity of business and improve the operations of the Company wherein there are interconnected guarantees given to various lenders of its subsidiary/group companies (more than 95% of the said lenders being common that of the Company) and the Company also have pledged securities held in the said subsidiary/group companies to the lenders of the Company. The Scheme filed U/s 230 of the Companies Act, 2013 by the Company also envisages the release of these guarantees that would enable the subsidiary/group companies to enter into an independent bilateral arrangement with its creditors (financial as well as operational) with minimal link to the Company.

Further, there have been delays in repayment of principal and interest in respect of the borrowings and the respective entity is in discussion with their lenders for the restructuring of the loans. Management is in discussion with the respective lenders, clients for the availability of right of way and other required clearances and is confident of resolving the matter without any loss to the respective SPVs Management has assessed that there is no liability required to be recognized in respect of above as none of the lenders have invoked any of the above guarantees and they are also a part of overall debt restructuring/settlement negotiations currently under discussion and stand still clause in relation to facilities granted is also one of the conditions of Inter Creditor Agreement (ICA).

Exceptional items represent the following						
Particulars		Year ended				
	30 June	31 Mar	30 June	31 March		
	2022	2022	2021	2022		
	Unaudited	Unaudited	Unaudited	Audited		
Impairment allowance (allowance towards trade receivable)	-	-	2,500.00	5,045.70		
Profit on sale of PPE			-			
Impairment allowance on PPE	-					
Total exceptional items [loss/(income)]	-		2,500.00	5,045.70		

10 The Company is principally engaged in a single business segment viz "Engineering and Construction" which is substantially seasonal in character. Further, the Company's margin in the quarterly results vary based on the accrual of cost and recognition of income in different quarters due to nature of its business, receipt of awards/claims or events which lead to revision in cost to completion. Due to these reasons, quarterly results may vary in different quarters and may not be indicative of annual results.

11 Figures for the quarter ended March 31, 2022 are the balancing figures between the audited financial statements for the years ended on that date and the year to date figures upto the end of third quarter of the respective financial year.



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# Independent Auditors' Review Report on the Consolidated Unaudited Financial Results of Supreme Infrastructure India Limited for the Quarter ended June 30, 2022.

### To the Board of Directors Supreme Infrastructure India Limited

- 1. We have reviewed the accompanying Statement of consolidated unaudited financial results of Supreme Infrastructure India Limited ("the Holding Company") and its subsidiaries (the Holding Company together referred to as "the Group") for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Regulations").
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We have conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

#### List of Subsidiaries

- (a) Supreme Panvel Indapur Tollways Private Limited (Standalone financial result)
- (b) Supreme Mega Structure Private Limited (Standalone financial result)
- (c) Supreme Infrastructure Overseas LLC (Consolidated financial result)

#### **Modified Review Opinion**

- 5. As stated in:
  - i. Note 2 to the accompanying Statement, the Holding Company's current financial assets as at June 30. 2022 include trade receivables aggregating ₹ 57,636.97 lakhs in respect of projects which have been outstanding for a substantial period (including receivables in respect of projects closed/substantially closed). Management has assessed that no adjustments are required to the carrying value of the aforesaid balances, which is not in accordance with the requirements of Ind AS 109, 'Financial Instruments'. Consequently, in the absence of sufficient and appropriate evidence to support the management's contention of recoverability of these amounts and balance confirmations, we are unable to comment upon the adjustments, if any, that are required to the carrying value of trade receivable, and consequential impact, if any, on the accompanying the Statement. Our Audit Opinion vide Report dated June 17, 2022, on the consolidated financial results of the Group for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.
  - ii. Note 3 to the accompanying Statement, the Holding Company's non-current investments and trade receivable as at June 30, 2022 include non-current investments in one erstwhile Subsidiary Company, Supreme Infrastructure BOT Private Limited and trade receivable from step down subsidiaries of the said Company amounting to ₹ 142,556.84 lakhs and ₹ ₹ 3,006.37 lakhs respectively. The Company has significant accumulated losses, and its consolidated net-worth is fully eroded. Further, the said Company is facing liquidity constraints due to which it may not be able to realise projections as per the approved business plans. Also, during the previous year, The National Company Law Tribunal, Mumbai (NCLT) vide Order dated February 25, 2022 ("Admission Order"), has appointed an Interim Resolution Professional ("IRP") on an petition initiated by one of the operational creditor under the Insolvency and Bankruptcy Code 2016 ('IBC'). The said Admission Order has been subsequently assailed by one of the suspended directors before the Hon'ble National Company Law Appellate Tribunal ("NCLAT"). The Hon'ble NCLAT has vide its order dated September 2, 2022 has annulled the Admission Order and other factors described in

the aforementioned note. Management has considered such balance as fully recoverable and assessed that no adjustments are required to the carrying value of the aforesaid balances, which is not in accordance with the requirements of Ind AS 109, 'Financial Instruments'. In the absence of sufficient and appropriate evidence to support the management's assessment as above, accumulated losses in this Company as on June 30, 2022 and other relevant alternate evidence, we are unable to comment upon adjustments, if any, that may be required to the carrying values of these non-current investments and trade receivables from step down subsidiaries of the said erstwhile Subsidiary Company and the consequential impact on the accompanying Statement. Our Audit Opinion vide Report dated June 17, 2022, on the standalone financial results of the Company for the quarter and year ended March 31, 2022, was also qualified modified in respect of this matter.

- iii. Note 3 of the accompanying Statement, Supreme Infrastructure BOT Private Limited ("SIBPL"), a Subsidiary of Company was admitted to CIRP under the provision of the Insolvency and Bankruptcy Code, 2016 ("IBC") vide order of Hon'ble National Company Law Tribunal, Mumbai bench order dated February 25, 2022 and accordingly in terms of the provision of the IBC the Board of Directors of SVBPL were suspended with effect from February 25, 2022, and the Holding Company, therefore, did not exercise either control or significant influence over SIBPL from that date onwards. Accordingly, the financial statements of SIBPL and its subsidiaries ("SIBPL Group") for the cut-off period have not been included in the accompanying statements and owing to unavailability of financial Statements and/or financial information of SIBPL Group from April 21, 2021 to February 22, 2022, the assets and liabilities of SIBPL Group have been de-recognized at their respective carrying values as at March 31, 2021 instead of February 22, 2022. The said accounting treatment by the Group is not in compliance With the Ind AS 110-Consolidated Financial Statements. In the absence of relevant financial information of SIBPL, we are unable to comment upon the compliance of Ind AS 110- Consolidated Financial Statements and its consequential impact on the accompanying the Statement for quarter ended 30 June, 2022. Our Audit Opinion vide Report dated June 17, 2022, on the standalone financial results of the Company for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.
- iv. The Group's trade receivable as at June 30, 2022 include receivable from One of the subsidiary, i.e. Supreme Panvel Indapur Tollways Private Limited amounting to Rs 2,984.06 lakhs, which has not been recognised by the subsidiary in its financial statements as payable to the holding Company. Management has considered trade receivables as fully recoverable and has assessed that no adjustments are required to the carrying value of the aforesaid balances, which is not in accordance with the requirements of Ind AS 109, Financial Instruments. In the absence of sufficient and

appropriate evidence to support the management's assessment as above and nonrecognition of trade payable to Holding company in books of this subsidiary, we are unable to comment upon adjustments, if any, that may be required to the carrying values of these trade receivables and the consequential impact on the accompanying Statements. Our Audit Opinion vide Report dated June 17, 2022, on the consolidated financial results of the Group for the quarter and year ended March 31, 2022, was also qualified in respect of this matter.

6. Based on our review conducted as above, except for the possible effect of the matters described in the previous para 5, nothing has nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards (Ind AS') specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

#### Material Uncertainty Related to Going Concern

7. We draw attention to Note 4 to the accompanying statements, which indicates that the Group has incurred a net loss of ₹ 21,649.58 lakhs during the quarter ended June 30 2022 and as of that date, the Group's accumulated losses amounts to ₹ 3,57,232.20 lakhs which have resulted in a full erosion of net worth of the group and its current liabilities exceeded its current assets by ₹ 5,78,179.53 lakhs. Further, as disclosed in Note 4 to the said Statement, Holding Company has defaulted in repayment of principal and interest in respect of its borrowing and has overdue operational creditor outstanding as at June 30, 2022. The above factors, along with other matters as set forth in the aforesaid note, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. However, based on ongoing negotiation with the lenders for restructuring/settlement of the loans, revised business plans, and other mitigating factors mentioned in the aforementioned note, Management is of the view that going concern basis of accounting is appropriate. Our Opinion is not modified in respect of this matter.

#### **Emphasis of Matter**

8. As stated in note 5 to the accompanying statements regarding Comprehensive Scheme of Compromise and Settlement with its operational creditors under the provisions of the Companies Act, 2013 the Hon'ble NCLT vide it's order dated June16, 2022 has approved the said Scheme. In terms of the said Scheme all the creditors as on November 30, 2019 including the ones wherein there are agreements, installments, consent terms, etc. stand

modified and accordingly dealt with in accordance with the scheme. The said order has been registered with Regional Director, Ministry of Corporate Affairs (Maharashtra) on 23 August 2022 and hence the necessary accounting impact would be given in quarter ending September 30, 2022.

Our opinion is not modified in respect of this matter.

9. As stated in Note 6 to the accompanying statements regarding corporate guarantees by the Holding Company to various lenders of its subsidiary/group companies amounting to 1,63,816 lakhs against their borrowings. These Companies have defaulted in repayment of their borrowings. However, the Holding Company has not recognised financial liability for these corporate guarantees due to defaults in repayment by subsidiary/group companies. Management has assessed that there is no liability required to be recognised in respect of above due to reason that none of the lenders have invoked any of the above guarantees and they are also a part of overall debt restructuring/settlement negotiations currently under discussion and-stand-still clause in relation to facilities granted is also-one of the conditions of Inter Creditor Agreement (ICA).

Our Opinion is not modified in respect of the above matter.

#### **Other Matters**

- 10. The statement of consolidated unaudited financial results includes the interim financial statement / financial information/ financial results of one subsidiary whose unaudited financial results reflects the total revenues of ₹ 9.96 lakhs total net loss after tax of ₹ 58.30 lakhs total comprehensive loss of ₹ 58.30 lakhs for the quarter ended June 30, 2022. This interim financial statement/financial information/ financial results have been reviewed by one of the joint auditors, whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the said subsidiary, is based solely on their reports and the procedures performed by us as stated in Paragraphs 3.
- 11. We did not review the financial results/information in respect of (2) two subsidiaries included in the consolidated unaudited financial results, whose financial results/information (before eliminating inter-company balances/transactions) reflect the total revenues of ₹ NIL, total net loss after tax of ₹ 2.38, total comprehensive Loss of ₹ 2.38 lakhs for the quarter ended June 30, 2020, as considered in the consolidated financial results, whose financial information has not been reviewed by us. These financial information is unaudited and have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, in so far as it relates to the aforesaid subsidiaries are based solely on such unaudited financial result/information. In our opinion and according to the information and

explanations given to us by the management, this financial result/information is not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

#### **For Borkar & Muzumdar Chartered Accountants** FRN: 101569W

DEVANG NIRANJANBHAI

VAGHANI

Digitally signed by DEVANG NIRANJANBHAI VAGHANI Date: 2022.10.11 18:08:40 +05'30'

# **Devang Vaghani** Partner Membership No: 109386 UDIN: 22109386AZHFSF9750

Date: October 11, 2022 Place: Mumbai For Ramanand & Associates Chartered Accountants FRN: 117776W

RAMANAND GULABCHA ND GUPTA Date: 2022.10.11 17:26:41 +05'30'

# Ramanand Gupta

Partner Membership No. 103975 UDIN: 22103975AZHKQY9256

Date: October 11, 2022 Place: Mumbai



#### Supreme Infrastructure India Limited

#### STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2022

	Quarter Ended				Year ended	
Sr. No.	Particulars	30 June 31 March 2022 2022		30 June 2021	31 March 2022	
		Unaudited	Unaudited	Unaudited	Audited	
1	Income					
	(a) Revenue from operations	2,182.53	903.69	4,238.82	12,363.53	
	(b) Other income	17.00	(211.18)	250.12	71.39	
	Total income (a+b)	2,199.53	692.51	4,488.94	12,434.92	
2	Expenses					
	(a) Cost of materials consumed and Subcontracting expenses	1,810.02	2,071.79	3,282.02	10,546.53	
	(b) Employee benefits expense	102.97	(46.42)	139.47	350.93	
	(c) Finance costs	21,382.69	14,523.71	19,600.46	76,503.73	
	(d) Depreciation and amortisation expense	214.18	(849.40)	641.53	1,055.36	
	(e) Other expenses	339.25	(620.02)	530.59	1,970.09	
	Total expenses (a+b+c+d+e)	23,849.11	15,079.66	24,194.07	90,426.64	
3	Profit/(loss) before exceptional items and tax (1-2) Exceptional items [Loss/(Income)] (Refer note 8)	(21,649.58)	(14,387.15)	(19,705.13) 2,500.00	(77,991.72) 5,045.70	
4	Profit/(loss) before share of profit/(loss) of associates and	-	-			
5	joint ventures and tax (3-4)	(21,649.58)	(14,387.15)	(22,205.13)	(83,037.42)	
6	Share of of profit/(loss) of associates and joint ventures *	-	-	-	-	
7 8	Profit/(loss) before tax (5+6) Tax expense	(21,649.58)	(14,387.15)	(22,205.13)	(83,037.42)	
0	(a) Current tax		_	-	-	
	(b) Deferred tax		-	-	-	
		-	-	-	-	
9	Profit/(loss) for the period (7-8) Attributable to :	(21,649.58)	(14,387.15)	(22,205.13)	(83,037.42)	
	Non- Controlling interest	(39.57)	(3,148.47)	(828.08)	(44.36)	
	Owners of the parent	(21,610.01)	(11,238.68)	(21,377.05)	(82,993.06)	
10	Other comprehensive income/(loss) (a) Items not to be reclassified subsequently to profit or loss					
	(net of tax) <ul> <li>Remeasurement of defined benefit plans</li> </ul>		39.20	-	39.20	
	(b) Items to be reclassified subsequently to profit or loss	-	-	-	~	
	Other comprehensive income/(loss) for the period, net of tax	-	39.20		39.20	
11	Total comprehensive income/(loss) for the period, net of	(21,649.58)	(14,347.95)	(22,205.13)	(82,998.22)	
	tax (9 + 10)					
12	Paid up equity share capital (Face value of ₹ 10 each)	2,569.84	2,569.84	2,569.84	2,569.84	
13	Other equity (excluding revaluation reserves)				(2,84,273.10)	
14	Earnings per share (Face value of ₹ 10 each)					
	(a) Basic EPS (not annualised) (in ₹)	(84.09)	(43.73)	(83.18)	(322.95)	
	(b) Diluted EPS (not annualised) (in ₹)	(84.09)	(43.73)	(83.18)	(322.95)	
	See accompanying notes to the standalone financial results					



# SUPREME INFRASTRUCTURE INDIA LTD.

(AN ISO 9001:2015, ISO14001:2015, ISO45001:2018 CERTIFIED ORGANIZATION)



#### Notes

#### 1 Supreme Infrastructure India Limited ("the Company") and its subsidiaries are together referred to as 'the Group' in the following notes.

This consolidated financial results have been prepared to comply with all material respects with the Indian Accounting Standards ('Ind AS') as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules as amended from time to time. The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 11, 2022. The statutory auditors of the Company have carried out their review of the aforesaid financial results.

- 2 Trade receivables as at June 30, 2022 include ₹ 57,636.97 lakhs (March 31, 2022: ₹ 57,636.97 lakhs), in respect of projects which have been outstanding for a substantial period (including receivables in respect of projects closed/substantially closed). Based on the contract terms and the ongoing recovery/ arbitration procedures (which are at various stages), Management is reasonably confident of recovering these amounts in full. Accordingly, these amounts have been considered as good and recoverable. Balances of Trade Receivables are subject to balance confirmation and adjustments, if any.
- 3 The Group's non-current investments and trade receivable as at June 30, 2022 include investments in Supreme Infrastructure BOT Private Limited ('SIBPL'), its erstwhile Subsidiary Company and trade receivable from from step down subsidiaries of SIBPL, amounting to ₹ 142,556.83 lakhs (March 31, 2022 : ₹ 142,556.83 lakhs) and ₹ 3,006.37 lakhs (March 31, 2022 : ₹ 2,983.93 lakhs) respectively. SIBPL has various Build, Operate and Transfer (BOT) SPVs under its fold. While SIBPL has incurred losses during its initial years and have accumulated losses, causing the net worth of the entity to be fully eroded as at June,30 2022, the underlying projects are expected to achieve adequate profitability on substantial completion of the underlying projects. The National Company Law Tribunal, Mumbai (NCLT) vide Order dated 25 February 2022 ("Admission Order"), has appointed an Interim Resolution Professional ("IRP") on an petition initiated by one of the suspended directors before the Hon'ble National Company Law Appellate Tribunal ("NCLAT"). The Hon'ble NCLAT has vide its order dated 2 September 2022 has annulled the Admission Order. Further, commercial operation date (COD) in respect of few subsidiaries of SIBPL has been delayed due to various reasons attributable to the clients primarily due to non-availability of right of way, environmental clearances etc. and in respect of few subsidiaries, the toll receipts is lower as compared to the projected receipts on account of delay in receiving compensation from government for exempted vehicles. Further, there have been delays in repayment of principal and interest in respect of the borrowings and the respective entity is in discussion with their lenders for the restructuring of the lons. As a result of above financial statements of the Company are not prepared and reviewed. Hence investment in this Company has been carried at cost under non current investments.

Holding Company's Management is in discussion with the respective lenders, clients for the availability of right of way and other required clearances and is confident of resolving the matter without any loss to the respective SPVs. Therefore, based on certain estimates like future business plans, growth prospects, ongoing discussions with the clients and consortium lenders, Management believes that the net-worth of SIBPL does not represent its true market value and the realizable amount of SIBPL is higher than the carrying value of the non-current investments and Trade receivable as at June 30, 2022 and due to which these are considered as good and recoverable.

In terms of the guidelines on Prudential Framework for Resolution of Stressed Assets issued by the Reserve Bank of India on June 7, 2019 ("RBI Circular"), the majority of the lenders have in principle agreed to restructure the loan accounts of the Company ("Resolution Plan") with the lenders and have signed an Inter Creditor Agreement as per the procedure laid down in the RBI Circular. The Company has revised the business plan and way forward considering the COVID and current economic impact and is in the process of negotiating the modified Resolution Plan. In discussion with the lenders, in various Joint Lenders meetings, the Company has filed Company Application under Sections 230-232 of the Companies Act, 2013 with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"). The Hon'ble NCLT has vide its order dated 29 July 2022 allowed the first motion and has appointed Hon'ble Justice (Retd.) Shri D.K Deshmukh as court commissioner to conduct the court convened meeting. The lender are in a process of considering the same.

Further, the Group has incurred a net loss of ₹ 21,649.58 lakhs during the quarter ended June 30 2022 respectively and, has also suffered losses from operations during the preceding financial years and as of that date, the Group's accumulated losses amounts to ₹ 3,57,232.20 lakhs and its current liabilities exceeded its current assets by ₹ 5,78,179.53 lakhs. The Group also has external borrowings from banks and financial institutions, principal and interest repayment of which has been delayed during the current period. Pending execution of the revised resolution plan as discussed above, the aforesaid conditions indicate existence of material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern due to which the Group may not be able to realize its assets and discharge its liabilities in the normal course of business. However, on expectation of execution and implementation of the aforesaid revised resolution plan, further fund infusion by the promoters and business growth prospects, Management has prepared the financial results on a "Going Concern" basis.

- 5 The Company had proposed a comprehensive scheme of compromise and settlement with its operational creditors under the provision of the Companies Act, 2013 and filed the same with NCLT Mumbai bearing CAA No 401 of 2020, this being also due compliance of the statement given in Miscellaneous Application 3357,4086,3258 of 2019. The court convened meeting was held on 13 November 2021 wherein more than 92% of the Operational Creditors present and voting had voted in favour of scheme. The court appointed commissioner had filed its report along with the scrutinisers report before the Hon'ble NCLT. The Hon'ble NCLT vide it's order dated 16 June 2022 has approved the said scheme, as voted by the Operational creditors. In terms of the said scheme all the creditors as on 30 November 2019 including the ones wherein there are agreements, installments, consent terms, etc. stand modified and accordingly dealt with in accordance with the scheme. The said order has been registered with Regional Director, Ministry of Corporate Affairs (Maharashtra) on 23 August 2022. The required accounting entries would be passed in quarter ending September 30, 2022.
- 6 The contingent liability as on June 30, 2022 include corporate guarantees given by holding company to various lenders of its subsidiary/group companies amounting to ₹ 1,63,816 lakhs (₹ 1,63,816 lakhs as at March 31, 2022) against their borrowings. Further, commercial operation date (COD) in respect of these subsidiaries / group companies has been delayed due to various reasons attributable to the clients primarily due to non-availability of right of way, environmental clearances etc. and in respect of few subsidiaries, the toll receipts is lower as compared to the projected receipts on account of delay in receiving compensation from government for exempted vehicles. Further, there have been delays in repayment of principal and interest in respect of the borrowings and the respective entity is in discussion with their lenders for the restructuring of the loans.

Further to enable the continuity of business and improve the operations of the Group companies wherein there are interconnected guarantees given to the lenders of the group companies (more than 95% of the said lenders being common that of the Holding Company) and the Holding Company also have pledged securities held in the said Group Companies to the lenders of the Holding Company. The Scheme filed U/s 230 of the Companies Act, 2013 by the Holding Company also envisages the release of these guarantees that would enable the respective Group Companies to enter into an independent bilateral arrangement with its creditors (financial as well as operational) with minimal link to the Holding Company.

Holding Company's Management is in discussion with the respective lenders, clients for the availability of right of way and other required clearances and is confident of resolving the matter without any loss to the respective SPVs Management has assessed that there is no liability required to be recognized in respect of above as none of the lenders have invoked any of the above guarantees and they are also a part of overall debt restructuring/settlement negotiations currently under discussion and stand still clause in relation to facilities granted is also one of the conditions of Inter Creditor Agreement (ICA).



SUPREME INFRASTRUCTURE INDIA LTD.

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Exceptional items represent the following		(₹ in lakhs)		
Particulars	Three Months	Year ended		
	ended	31 March 2022		
	30 June 2022			
Impairment allowance (allowance towards trade receivable)	-	5,045.70		
Profit on sale of PPE		-		
Impairment allowance on assets	- 1	- 1		
(Profit)/ Loss on sale of assets		-		
Impairment allowance on PPE	-	-		
Total loss	-	5,045.70		

8 Holding Company is in process of appointment of Company Secretary as required by section 203 (1) of the Act.

9 The Group has investments in various JVs and Associates, which have incurred losses during the period and also have accumulated losses. The Group accounts for its share of losses up to maximum amount of interest held in such JVs and Associates. Once the net interest in such JVs and associates is reduced zero after recognition of losses, no additional losses are provided for unless the Group has incurred legal or constructive obligations or made payments on behalf of associates or JVs.

#### 10 Segment results

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.No.	Particulars	30 June 2022	31 March 2022
1	Segment Revenue		
(a)	Engineering and construction	2,189.57	12,356.67
(b)	Road Infrastructure	9.96	78.25
	Total Revenue	2,199.53	12,434.92
2	Segment profit/ (loss) before tax, finance cost and exceptional item		
(a)	Engineering and construction	41.61	(1,053.16
(b)	Road Infrastructure	(308.50)	(434.83
	Total	(266.88)	(1,487.99
	Less: Exceptional items		
	- Engineering and construction	-	5,045.70
	- Road Infrastructure	-	-
	Profit/ (loss) before finance cost, share of profit/ (loss) of associates	(266.88)	(6,533.69
	and joint ventures and tax		
3	Segment Assets		
(a)	Engineering and construction	2,42,155.87	2,45,933.02
(b)	Road Infrastructure	2,64,012.71	2,58,817.68
(c)	Unallocable corporate assets	1,482.53	1,484.91
		5,07,651.11	5,06,235.60
4	Segment liabilities		
(a)	Engineering and construction	2,97,822.89	2,71,562.31
(b)	Road Infrastructure	2,40,055.05	2,34,757.97
(c)	Unallocable corporate liabilities (Refer note below)	2,73,115.78	2 81 618.58
		8,10,993.72	7 87 938.86

Note: The unallocable corporate liabilities mainly comprises of borrowings and its related liabilities.

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11 Previous quarter (June 2021) figures is not comparable as financial statements of one Company Supreme Infrastructure BOT Private Limited are not consolidated.

12 Figures for the quarter ended March 31, 2022 are the balancing figures between the audited financial statements for the years ended on that date and the year to date figures upto the end of third quarter of the respective financial year.

#### For Supreme Infrastructure India Limited

Vikram Sharma Managing Dir geor

Place: Mumbai Date: 11/10/2022

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