

**INDEPENDENT AUDITOR'S REPORT TO BOARD OF DIRECTORS OF
ASHOKA BUILDCON LIMITED ON THE FINANCIAL RESULTS, PURSUANT TO
THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

To
The Board of Directors of
Ashoka Buildcon Limited
Mumbai

- 1 We have audited the accompanying Statement of Consolidated Financial Results of **Ashoka Buildcon Limited** ("the Holding Company") comprising of the Holding Company, its subsidiaries, associates and joint ventures hereinafter referred to as "the Group", for the year ended March 31, 2017, (the "Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2 This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been compiled from the related consolidated financial statements which have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind AS') and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statements.
- 3 We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatement.
- 4 An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

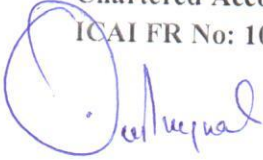


- 5 In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 5 above, the Statement:
- a) include the financial results of entities mentioned in note no. 10 of the financial results;
 - b) have been presented in accordance with the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 and circular No. CIR/IMD/DF1/69/2016 dated August 10, 2016 in this regard; and
 - c) gives a true and fair view in conformity with Ind AS and other accounting principles generally accepted in India of the net loss, negative total comprehensive income and other financial information of the Company for the year ended March 31, 2017.
- 6 We invite attention to Note 9 of the financial results regarding non consolidation of share of loss of the Company in one of its associates. Our opinion is not modified in respect of this matter.
- 7 (a) We did not audit the financial statements of nineteen subsidiaries, whose financial statements reflect total assets of Rs.4,46,150.29 lakhs as at March 31, 2017 and total revenue of Rs.76,639.79 lakhs for the year then ended on that date and further we did not audit the financial statements of one joint venture, wherein the holding company's share of total assets of Rs. 7.87 lakhs as at March 31, 2017 and revenue of Rs. 1.17 lakhs for the year then ended. These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion, on the consolidated financial statements, in so far as it relates to amounts such subsidiaries is based solely on the reports of the other auditors.
- (b) We also did not audit the financial statement of three associates whose net loss after tax Rs. 599.88 lakhs (net), for the year ended March 31, 2017, is considered in the consolidated financial statements have been audited by the auditors of the respective companies, and our opinion, in so far as it relates to amounts included in respect of associates, is based solely on the report of other auditors.



- 8 The Statement includes the results for the quarter ended March 31, 2017, being the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.

For M P Chitale & Co
Chartered Accountants
ICAI FR No: 101851W



Murtuza Vajihi
Partner
ICAI M. No. 112555
Mumbai,
June 05, 2017



ASHOKA BUILDCON LIMITED

Registered Office: S.No. 861, Ashoka House, Ashoka Marg, Nashik 422011
CIN : L45200MH1993PLC071970

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2017

(Rs in Lakhs except Earnings per share)

Particulars	Year Ended	
	31-Mar-17	31-Mar-16
	Audited	Audited
1. Income from Operations		
(a) Revenue from Operations	297,935.37	282,528.21
(b) Other Income	12,187.97	7,833.77
Total income	310,123.34	290,361.98
2. Expenses		
(a) Operating expenses	177,080.00	159,469.73
(b) Cost of material consumed	9,583.26	9,750.31
(c) Employee benefits expense	11,798.70	9,584.19
(d) Finance costs	78,826.05	79,298.62
(e) Depreciation and amortisation expense	27,306.24	26,875.79
(f) Other expenses	10,168.79	10,604.12
Total expenses	314,763.05	295,582.76
3. Profit/(Loss) before Exceptional Items and Tax (1-2)	(4,639.71)	(5,220.78)
4. Exceptional items	-	5,702.00
5. Profit / (Loss) before tax (3-4)	(4,639.71)	(10,922.78)
6. Tax expenses	7,875.11	9,762.15
7. Net Profit/(Loss) after tax but before non controlling interest(5-6)	(12,514.82)	(20,684.93)
8. Share of Profit/ (Loss) of subsidiaries transferred to Non controlling Interest	(11,549.53)	(13,305.33)
9. Other Comprehensive Income/(loss) (after tax) (OCI)	(72.24)	76.62
10. Total Comprehensive Income (after tax) (7-8-9)	(1,037.52)	(7,302.98)
11. Paid-up equity share capital (face value of Rs 5/- each)	9,357.44	9,357.44
12. Earnings per share (of Rs 5/- each) [not annualised]:		
(a) Basic	(0.55)	(3.90)
(b) Diluted	(0.55)	(3.90)

Notes:

- The above audited consolidated financial results are in compliance with Indian accounting standards (IND AS) notified by the Ministry of Corporate Affairs, read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 and have been audited by the Statutory auditors. The date of transition to IND AS is April 1, 2015. The impact of transition has been accounted for in opening reserves and the comparative period results and capital employed are given in consolidated audited financial results.
- Statement of reconciliation of net PAT under IND AS and net PAT reported under previous Indian GAAP (IGAAP) for the Year ended March 31, 2016 is as under

(Rs in Lakhs)

Particulars	Year Ended 31 Mar 2016 (Audited)
Net Profit / (Loss) after Tax as per previous IGAAP	5,845.44
Provision for expected credit loss	(1,242.89)
Reclassification of net actuarial gain on employee defined benefit obligations to OCI	(76.62)
Fair Valuation of Investment	718.01
Finance cost pursuant to application of amortised cost on Financial Assets/Liabilities	(26,234.67)
Reversal of Amortization/Depreciation	4,000.05
IND AS adjustment of Group entities impacting non controlling interest.	3,357.69
IND AS adjustment of Associate/ Joint Venture Companies	806.37
Recognition of Profit due to change in control as per IND AS 110.	1,649.95
Discounting of Provisions	2,966.34
Others	830.72
Net Profit / (Loss) after tax (before OCI)	(7,379.61)
Other Comprehensive Income (after tax)	76.62
Total Comprehensive Income (after tax)	(7,302.98)

3. Reconciliation of other equity with those previously reported under IGAAP

(Rs in Lakhs)

Particulars	Year Ended
Closing Balance of Other Equity as per IGAAP as on 31.3.2016	177,514.26
Provision for Expected Credit Loss	(2,395.84)
Fair Valuation of Investment and Corporate Guarantee	959.05
Finance cost pursuant to application of amortised cost on Financial Assets, Liabilities and discounting of long term provision	(26,289.38)
Accounting of Grant as per IND AS	3,296.52
Reversal of Amortization/Depreciation	10,789.44
Equity Component of Financial Instrument	11,022.24
IND AS adjustment of Group entities impacting non controlling interest.	(8,006.40)
IND AS adjustment of Subsidiary and Associate.	(1,264.33)
Discounting of Provisions	2,966.34
Recognition of Profit due to change in control as per IND AS 110.	1,649.95
Others	648.83
Total	(6,623.58)
Closing Balance of Other Equity as per IND AS as on 31.3.2016	161,365.41

4. The company was subject to a search under Section 132 of The Income Tax Act, 1961 in the month of April 2016. The Income Tax Department is in the process of assessing the final amount of tax payable by the Company, if any, and has not raised any demand on the company till date. Consequently, no impact for the same has been given in the financial statements for the F.Y. 2016-17.

5. Basis recent judgements and based on opinion by Tax experts, the Company has claimed deductions u/s 80IA of the Income Tax Act, 1961, in respect of certain projects, where the company is performing activities of developing or operating and maintaining infrastructure facilities. Basis such deduction, the amount of income tax provided in the financials is lesser by Rs. 2168.89/- lakhs for year ended March 31, 2017

6. The above consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on June 5, 2017.

7. The Board of directors had recommended a Final Dividend of 0.80 paise per Equity Share at the Board Meeting held on May 30, 2017.

8. Corresponding figures of previous period have been regrouped / rearranged wherever necessary.

9. The Company had up to 31st March 2016, fully impaired the total investment in the form of 26 % equity share capital and other loans and Investment of Rs. 144.31 crores in one of its associate company i.e. PNG Tollways Pvt Ltd. During F.Y. 2016-17, the said company has reported a loss. Since there is no binding obligation on the Company to bear additional losses, the amount of such loss, proportionate to the company's interest, aggregating Rs. 37.83 crores has not been considered for consolidation.

10. List of Subsidiaries of Ashoka Buildcon Ltd.

Viva Highways Ltd.

Ashoka Infraways Ltd.

Ashoka Infrastructures

Ashoka Infrastructure Ltd.

Ashoka Highway Ad

Ashoka DSC Katni Bypass Road Ltd.

Ashoka Highways (Durg) Ltd.

Ashoka Highways (Bhandara) Ltd.

Ashoka Precon Pvt.Ltd.

Ashoka Technologies Pvt.Ltd.

Ashoka Belgaum Dharwad Tollway Ltd.

Ashoka Sambalpur Baragarh Tollway Ltd.

Ashoka Dhankuni Kharagpur Tollway Ltd.

Ashoka Concessions Ltd.

Viva Infrastructure Ltd.

Ashoka GVR Modhol Nipani Road Ltd.

Ashoka Bagewadi Saundatti Road Ltd.

Ashoka Hundgund Talikot Road Ltd.

Ashoka Highway Reaserch Company Pvt.Ltd.

Ashoka Path Nirman (Nasik) Pvt.Ltd.

Unison Enviro Pvt.Ltd.

Jaora Nayagaon Toll Road Company Pvt.Ltd.

Ashoka Kharar Ludhiana Road Ltd.

Blue Feather Infotech Pvt.Ltd.

Endurance Road Developers Pvt.Ltd.

Ratnagiri Natural Gas Pvt.Ltd.

Ashoka Cuttak Aungul Tollway Ltd.

11. Statement of Assets & Liabilities as at March 31, 2017

(Rs in Lakhs)

Particulars	As at		As at	
	31-Mar-17	31-Mar-17	31-Mar-16	31-Mar-16
ASSETS				
Non-current Assets				
(a) Property, plant and equipment		20,253.22		17,561.79
(b) Capital work-in-progress		2,029.43		370.40
(c) Intangible assets		815,000.57		846,780.64
(d) Financial assets				
(i) Investments	14,710.57		15,715.94	
(ii) Loans	2,625.74		138.56	
(iii) Other financial assets	23,879.04	41,215.35	2,036.31	17,890.82
(e) Tax assets				
(i) Deferred Tax Asset (net)		2,017.86		2,213.64
(f) Other non-current assets		14,168.48		17,086.66
Total Non-current Assets		894,684.91		901,903.94
Current Assets				
(a) Inventories		120,369.31		108,932.47
(b) Financial assets				
(i) Investments	83.04		2,664.88	
(ii) Trade receivables	48,954.48		52,873.23	
(iii) Cash and cash equivalents	5,833.05		8,671.86	
(iv) Bank balances other than (iii) above	4,326.59		8,980.90	
(v) Loans	1,413.76		46.68	
(vi) Other financial assets	13,230.80	73,841.72	21,105.13	94,342.69
(c) Other current assets		24,144.44		6,854.96
Total Current Assets		218,355.47		210,130.12
TOTAL ASSETS		1,113,040.38		1,112,034.07
EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital		9,357.44		9,357.44
(b) Other Equity		158,334.31		161,365.41
Equity attributable to owners of the Company		167,691.75		170,722.85
Non Controlling Interest		47,975.01		60,458.88
Total Equity		215,666.76		231,181.73
LIABILITIES				
Non-current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	456,317.74		421,778.52	
(ii) Other financial liabilities	238,994.27	695,312.02	217,368.66	639,147.18
(b) Provisions		13,507.38		13,139.27
(c) Other non-current liabilities		19,866.16		50,244.33
Total Non-current Liabilities		728,685.56		702,530.79
Current liabilities				
(a) Financial liabilities				
(i) Borrowings	8,847.80		23,965.29	
(ii) Trade payables	57,317.14		45,857.85	
(iii) Other financial liabilities	46,792.74	112,957.69	51,654.67	121,477.81
(b) Provisions		13,548.07		28,576.19
(c) Current tax liabilities (Net)		309.48		1,339.14
(d) Other current liabilities		41,872.83		26,928.41
Total Current Liabilities		168,688.06		178,321.55
Total Liabilities		897,373.62		880,852.33
TOTAL EQUITY AND LIABILITIES		1,113,040.38		1,112,034.07

12. Segment Reporting:

SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES:

(Rs in Lakhs)

Particulars	Year Ended	
	31-Mar-17	31-Mar-16
	Audited	Audited
1. Segment Revenue		
Construction & Contract	1,69,277.64	1,79,824.74
BOT	1,11,505.33	83,221.79
Sale of Goods (Net of excise duty)	17,152.40	19,481.68
Total	2,97,935.37	2,82,528.21
2. Segment Results		
Construction & Contract	27,043.52	23,099.37
BOT	38,489.16	41,649.95
Sale of Goods	5,541.28	7,404.76
Total	71,073.95	72,154.08
3. Add/(Less):		
Interest	78,826.05	79,257.61
Unallocable Expenses	9,075.59	11,653.04
Unallocable Income	12,187.97	7,833.77
Total	1,00,089.61	98,744.42
4. Net Profit before Tax	(4,639.71)	(10,922.78)
5. Segment Assets		
Construction & Contract	1,57,929.53	1,44,104.89
BOT	8,74,494.66	9,07,007.56
Sale of Goods	47,254.37	34,660.85
Unallocated	33,361.82	26,260.77
Total (A)	11,13,040.38	11,12,034.07
6. Segment Liabilities		
Construction & Contract	88,723.87	1,02,895.71
BOT	7,47,797.10	7,58,228.55
Sale of Goods	21,900.15	22,767.02
Unallocated	38,952.50	(3,038.94)
Total (B)	8,97,373.62	8,80,852.33
Total (A) - (B)	2,15,666.76	2,31,181.73

Notes:

- The Company has reported segment information as per Indian Accounting Standard 108 "Operating Segments" (IND AS 108). The identification of operating segments is consistent with performance assessment and resource allocation by the management.
- Construction & Contract segment comprises Engineering, Procurement and Construction (EPC) of Roads, Power Distribution and Building projects.

For & on behalf of the Board of Directors


 (Satish D Parakh)
 Managing Director
 DIN : 00112324

Place: Mumbai
 Date: June 5, 2017