GMR Infrastructure Limited

Registered Office: 25/1, Skip House, Museum Road, Bengaluru - 560 025

PART I

Statement of consolidated financial results for the quarter and year ended March 31, 2013

[in Rs. crore]

Particulars	Quarter ended			Year ended	
	March 31, 2013 Refer Note 27	December 31, 2012 Unaudited	March 31, 2012 Refer Note 27	March 31, 2013 Audited	March 31, 2012 Audited
1. Income from operations					
a) Sales/ Income from operations	2,571.07	2,356.30	2,099.28	9,871.87	8,320.11
b) Other Operating income - Refer Note 26	21.45	26.09	35.07	102.99	152.92
Total Income from operations	**2,592.52**	**2,382.39**	**2,134.35**	**9,974.86**	**8,473.03**
2. Expenditure					
a) Revenue share paid/ payable to concessionaire grantors	591.46	412.65	186.08	1,669.48	830.97
b) Consumption of fuel	250.85	195.49	338.23	1,031.85	1,446.45
c) Cost of materials consumed	21.03	30.45	97.01	201.90	299.03
d) Purchase of traded goods	143.65	329.58	333.59	1,230.80	1,327.99
e) (Increase) or Decrease in stock in trade	17.72	13.29	5.25	20.70	(27.97)
f) Sub-contracting expenses	155.51	236.35	209.15	963.15	722.64
g) Employee benefits expenses	118.36	142.05	175.46	611.93	687.83
h) Depreciation and amortisation expenses	272.20	258.08	198.61	1,039.78	935.81
i) Utilisation fees	36.30	33.16	24.76	130.87	98.71
j) Other expenses	496.76	401.04	440.76	1,637.01	1,368.68
k) Foreign exchange fluctuations loss (net)	-	31.97	79.70	-	59.18
Total expenses	**2,103.84**	**2,084.11**	**2,088.60**	**8,537.47**	**7,749.32**
3. Profit/ (Loss) from operations before other income, finance costs and exceptional items (1) - (2)	**488.68**	**298.28**	**45.75**	**1,437.39**	**723.71**
4. Other income					
a) Foreign exchange fluctuations gain (net)	4.54	-	-	0.17	-
b) Other income - others	69.64	61.54	37.59	277.02	243.42
Total other income	**74.18**	**61.54**	**37.59**	**277.19**	**243.42**
5. Profit / (Loss) from operations before finance costs and exceptional items (3) + (4)	**562.86**	**359.82**	**83.34**	**1,714.58**	**967.13**
6. Finance costs	608.15	525.27	464.64	2,099.00	1,653.13
7. Profit / (Loss) after finance costs but before exceptional items (5) - (6)	**(45.29)**	**(165.45)**	**(381.30)**	**(384.42)**	**(686.00)**
8. Exceptional items					
a. Profit on sale of a subsidiary **- Refer Note 13**	1,231.25	-	-	1,231.25	-
b. Loss on impairment of assets in a subsidiary - **Refer Note 12**	(251.37)	-	-	(251.37)	-
c. Assets write off in a subsidiary **- Refer Note 6(a)**	(202.61)	-	-	(202.61)	-
d. Interest on loans against development fee receipts	-	-	(162.12)	-	(162.12)
9. Profit / (Loss) from ordinary activities before tax (7) ± (8)	**731.98**	**(165.45)**	**(543.42)**	**392.85**	**(848.12)**
10. Tax expenses	68.66	49.47	42.19	257.44	210.72
11. Net Profit / (Loss) from ordinary activities after tax and before minority interest (9-10)	**663.32**	**(214.92)**	**(585.61)**	**135.41**	**(1,058.84)**
12. Minority interest	(84.15)	(2.53)	219.45	(47.29)	455.50
13. Net Profit / (Loss) after tax and minority interest (11+12)	**579.17**	**(217.45)**	**(366.16)**	**88.12**	**(603.34)**
14. E B I T D A (3) + (2(h)) + (4(a))	**765.42**	**556.36**	**244.36**	**2,477.34**	**1,659.52**
15. Paid-up equity share capital (Face value - Re. 1 per share)	**389.24**	**389.24**	**389.24**	**389.24**	**389.24**
16. Reserves excluding revaluation reserves as per Consolidated Statement of Assets and Liabilities				**6,888.94**	**7,148.54**
17. Weighted average number of shares used in computing Earnings per share	**3,89,24,32,532**	**3,89,24,32,532**	**3,89,24,32,532**	**3,89,24,32,532**	**3,89,24,32,532**
18. Earnings per share - Basic and Diluted - (Rs.) (not annualised)	**1.49**	**(0.56)**	**(0.94)**	**0.23**	**(1.55)**

PART II

Select Information for the quarter and year ended March 31,2013

Particulars	Quarter ended			Year ended	
	March 31, 2013	December 31, 2012	March 31, 2012	March 31, 2013	March 31, 2012
A. PARTICULARS OF SHAREHOLDING					
1. Public Shareholding					
- Number of shares	1,10,37,02,750	1,10,39,46,750	1,11,20,12,950	1,10,37,02,750	1,11,20,12,950
- Percentage of shareholding	28.36%	28.36%	28.57%	28.36%	28.57%
2. Promoters and promoter group shareholding					
a) Pledged/ Encumbered					
- Number of shares	1,02,66,31,555	87,31,64,991	89,10,30,809	1,02,66,31,555	89,10,30,809
- Percentage of shares (as % of the total shareholding of promoter and promoter group)	36.81%	31.31%	32.05%	36.81%	32.05%
- Percentage of shares (as % of the total share capital of the Company)	26.38%	22.43%	22.89%	26.38%	22.89%
b) Non-Encumbered					
- Number of shares	1,76,21,00,477	1,91,53,23,041	1,88,93,91,023	1,76,21,00,477	1,88,93,91,023
- Percentage of shares (as % of the total shareholding of promoter and promoter group)	63.19%	68.69%	67.95%	63.19%	67.95%
- Percentage of shares (as % of the total share capital of the Company)	45.26%	49.21%	48.54%	45.26%	48.54%

Particulars	Quarter ended March 31, 2013
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	-
Received during the quarter	26
Disposed of during the quarter	26
Remaining unresolved at the end of the quarter	-

GMR Infrastructure Limited

Report on Consolidated Segment Revenue, Results and Capital Employed

Particulars	Quarter ended			Year ended	
	March 31, 2013 Refer Note 27	December 31, 2012 Unaudited	March 31, 2012 Refer Note 27	March 31, 2013 Audited	March 31, 2012 Audited
1. Segment Revenue					
a) Airports	1,731.00	1,598.54	1,154.68	6,121.91	4,405.38
b) Power	508.92	524.94	533.05	2,425.13	2,374.99
c) Roads	182.05	123.76	103.68	517.37	405.64
d) EPC	250.30	340.43	330.33	1,453.72	1,234.56
e) Others	132.83	137.31	156.45	545.71	577.02
	2,805.10	2,724.98	2,278.19	11,063.84	8,997.59
Less: Inter Segment	212.58	342.59	143.84	1,088.98	524.56
Segment revenue from operations	**2,592.52**	**2,382.39**	**2,134.35**	**9,974.86**	**8,473.03**
2. Segment Results					
a) Airports	552.42	282.81	(7.01)	1,255.52	253.69
b) Power	(144.17)	(57.28)	(63.45)	(143.84)	96.11
c) Roads	69.32	66.99	107.25	246.89	269.47
d) EPC	63.45	50.44	(42.69)	164.69	20.09
e) Others	51.37	81.82	33.82	293.38	309.60
	592.39	424.78	27.92	1,816.64	948.96
Less: Inter Segment	62.35	94.43	(7.09)	245.64	100.26
Net Segment Results	**530.04**	**330.35**	**35.01**	**1,571.00**	**848.70**
Less: Finance costs (net)	575.33	495.80	416.31	1,955.42	1,534.70
Add/ (Less) : Exceptional items					
a. Profit on sale of a subsidiary **- Refer Note 13**	1,231.25	-	-	1,231.25	-
b. Loss on impairment of assets in a subsidiary **- Refer Note 12**	(251.37)	-	-	(251.37)	-
c. Assets write off in a subsidiary **- Refer Note 6(a)**	(202.61)	-	-	(202.61)	-
d. Interest on loans against development fee receipts	-	-	(162.12)	-	(162.12)
Profit / (Loss) before tax	**731.98**	**(165.45)**	**(543.42)**	**392.85**	**(848.12)**
3. Capital employed (Segment Assets - Segment Liabilities)					
a) Airports	15,990.68	15,900.10	16,152.06	15,990.68	16,152.06
b) Power	24,622.15	26,366.10	20,465.98	24,622.15	20,465.98
c) Roads	6,876.11	6,428.73	5,863.36	6,876.11	5,863.36
d) EPC	152.65	54.02	255.56	152.65	255.56
e) Others	12,059.30	12,153.98	10,298.69	12,059.30	10,298.69
	59,700.89	60,902.93	53,035.65	59,700.89	53,035.65
Less: Inter Segment	4,940.25	4,827.09	4,517.63	4,940.25	4,517.63
Unallocated Assets / (Liabilities)	(43,791.36)	(45,417.78)	(37,208.39)	(43,791.36)	(37,208.39)
Total	**10,969.28**	**10,658.06**	**11,309.63**	**10,969.28**	**11,309.63**

Notes to consolidated results:

1. Consolidated Statement of Assets and Liabilities

Particulars	**As at March 31, 2013 (in Rs. crore)**	**As at March 31, 2012 (in Rs. crore)**
Equity and Liabilities		
Shareholders' funds		
Share capital	389.24	389.24
Reserves and surplus	6,888.94	7,148.54
	7,278.18	7,537.78
Preference shares issued by subsidiary companies	1,971.10	1,980.13
Minority interest	1,720.00	1,791.72
Non-current liabilities		
Long-term borrowings	31,633.16	25,414.70
Deferred tax liability (net)	55.39	37.66
Trade payables	68.57	11.67
Other long term liabilities	2,858.23	2,478.52
Long term provisions	148.84	149.08
	34,764.19	28,091.63
Current liabilities		
Short-term borrowings	4,856.62	7,315.57
Trade payables	1,481.59	1,236.71
Other current liabilities	11,492.21	8,092.44
Short-term provisions	253.10	182.22
	18,083.52	16,826.94
TOTAL	**63,816.99**	**56,228.20**
Assets		
Non-current assets		
Fixed assets	43,350.41	38,810.43
Goodwill on consolidation	3,163.13	3,174.50
Non-current investments	104.12	149.36
Deferred tax asset (net)	58.11	135.89
Long term loans and advances	3,477.82	3,204.46
Trade receivables	173.41	133.65
Other non-current assets	3,845.81	1,616.34
	54,172.81	47,224.63
Current assets		
Current investments	178.67	572.24
Inventories	270.43	259.45
Trade receivables	1,695.63	1,703.70
Cash, cash equivalents and other bank balances	5,134.84	4,256.14
Short-term loans and advances	879.79	987.68
Other current assets	1,484.82	1,224.36
	9,644.18	9,003.57
TOTAL	**63,816.99**	**56,228.20**

2. Consolidation and Segment Reporting for the year ended March 31, 2013

   a. GMR Infrastructure Limited ("the Company") carries on its business through various subsidiaries and joint ventures (hereinafter referred to as "the Group"), being special purpose vehicles exclusively formed to build and operate various infrastructure projects. The consolidated results have been prepared in accordance with the principles and procedures as set out in the Accounting Standard (AS) - 21 on 'Consolidated Financial Statements' and AS – 27 on 'Financial Reporting of Interests in Joint Venture', notified pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended).

   b. The segment reporting of the Company and its Group has been prepared in accordance with AS - 17 on Segment Reporting notified pursuant to the Companies (Accounting Standard) Rules, 2006 (as amended).

   The business segments of the Group comprise of the following:

Segment	**Description of Activity**
Airports	Development and operation of airports
Power	Generation of power, mining and exploration and provision of related services
Roads	Development and operation of roadways
EPC	Handling of engineering, procurement and construction solutions in the infrastructure sector
Others	Urban infrastructure and other residual activities

   c. Investors can view the standalone results of the Company on the Company's website www.gmrgroup.in or on the websites of BSE (www.bseindia.com) or NSE (www.nse-india.com).

3. As at March 31, 2013, the power segment companies have receivables (including unbilled revenue) from Tamil Nadu Electricity Board ('TNEB') and TANGENDCO Limited ('TANGENDCO') aggregating to Rs. 722.56 crore. Based on an internal assessment and various discussions that the Group had with TNEB and TANGENDCO, the management is confident of recovery of such receivables.

4. The Company along with its subsidiary has an investment of Rs. 484.45 crore in its joint venture Istanbul Sabiha Gokcen Uluslararasi Havalimani Yatirim Yapim Ve Isletme Anonim Sirketi (ISG) as at March 31, 2013. The Group's share of ISG's accumulated losses / negative reserves amounts to Rs. 436.42 crore thereby resulting in substantial erosion of net worth of ISG as at March 31, 2013. Based on ISG's business plan, the management of the Group is confident that ISG will be able to generate sufficient profits in future years and would meet its financial obligations as they arise.

5. The Group has an investment of Rs. 341.56 crore (including loans of Rs. 104.97 crore, share application money pending allotment of Rs. 20.00 crore and investment in equity / preference shares of Rs. 216.59 crore made by the Company and its subsidiaries) in GMR Ambala Chandigarh Expressways Private Limited ('GACEPL'), a subsidiary of the Company. GACEPL has been incurring losses since the commencement of commercial operations. The management of the Group believes that these losses are primarily attributable to the loss of revenue arising as a result of diversion of partial traffic on parallel roads. The matter is currently under arbitration. Based on an internal assessment and a legal opinion, the management of the Group is confident that it will be able to claim compensation from relevant authorities for the loss it has suffered due to such diversion of traffic and accordingly, the management of the Group is of the view that the carrying value of net assets of Rs. 238.35 crore (after providing for losses till date of Rs. 103.21 crore) as regards investment in GACEPL as at March 31, 2013 is appropriate. The statutory auditors of the Company have drawn an Emphasis of Matter in their Audit report in this regard.

6. a) GMR Male International Airport Private Limited (GMIAL), a subsidiary of the Company, entered into an agreement on June 28, 2010 with Maldives Airports Company Limited ('MACL') and Ministry of Finance and Treasury (MoFT), Republic of Maldives for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of Male International Airport for a period of 25 years ("the Concession Agreement"). On November 27, 2012 MACL and MoFT issued notices to GMIAL stating that the concession agreement was void ab initio and that neither MoFT nor MACL had authority under the laws of Maldives to enter into the agreement. It was also stated that MACL would take over the possession and control of Male International Airport within 7 days of the said letter.

Though GMIAL denied that the contract was void ab initio, MACL took over the possession and control of the Male International Airport and GMIAL vacated the airport effective December 8, 2012. This has resulted in the GMIAL's principal activity becoming impossible from the date of takeover. The matter is currently under arbitration and the procedural meeting was held on April 10, 2013. GMIAL is in the process of seeking remedies under the aforesaid concession agreement and does not anticipate counter claims if any. In view of the aforesaid matter, GMIAL continues to reflect assets amounting to Rs. 1,295.80 crore (USD 23.65 crore) including claim recoverable Rs. 919.16 crore (USD 16.77 crore) at their carrying values as at March 31, 2013, net off assets written off of Rs. 202.61 crore. Such assets written off are disclosed as an exceptional item in the financial results. The outcome of the arbitration is uncertain as at March 31, 2013. GMIAL's ability to continue its future business operations is solely dependent on the outcome of arbitration and / or a negotiated settlement. However financial statements of GMIAL as at and for the year ended March 31, 2013 have been prepared and accordingly consolidated on a going concern basis.

Further, GMIAL has executed work construction contracts with GADL International Limited ('GADL') and other service providers for rehabilitation, expansion, modernization of Male International Airport. Pursuant to aforesaid takeover of airport, GMIAL has terminated the contracts with GADL and these service providers. As per the terms of contracts, in the event of discontinuation of construction, GMIAL is required to pay termination payment to the service providers. GMIAL has received claims of around USD 8.00 crore during the year ended March 31, 2013 from GADL and other service providers. However, no such claims relating to the termination of contracts have been recognised in the financial statements as at March 31, 2013 since the amounts payable are not certain.

Based on an internal assessment and a legal opinion obtained by GMIAL, the management of the Group is confident of proving that the concession agreement was not void ab initio and that the Group would be entitled for compensation under the concession agreement. The statutory auditors of the Company have modified their Audit report in this regard.

The audited results of GMIAL do not reflect results of the airport operations post December 7, 2012. The details of its audited results consolidated till period ended March 31, 2013 are as follows:

(in Rs. crore)

	Quarter ended March 31, 2013	**Year ended March 31, 2013**
Total Income	-	978.35
Profit/(loss) after tax and minority interest (before consolidation adjustment)	(136.26)	(57.35)

6. b) GADL International Limited ('GADL'), a subsidiary of the Company, is re-registered in the Republic of Maldives for upgrading of existing terminal and construction of new terminal at the Male International Airport. As per the work construction contract dated October 25, 2010 entered into with GMIAL, the expected substantial completion date of the construction was July 01, 2014, and GADL's registration in the Republic of Maldives is valid till December 31, 2016. However, pursuant to the takeover of Male International Airport by MACL, GMIAL has terminated the work construction contract with GADL on December 10, 2012. These conditions indicate the existence of a material uncertainty about the going concern of GADL. However, the financial statement of GADL as at and for the year ended March 31, 2013 have been prepared and accordingly consolidated on a going concern basis. The statutory auditors of the Company have modified their Audit report in this regard.

7. GMR Kishangarh Udaipur Ahmedabad Expressways Limited, a subsidiary of the Company ('GKUAEL'), had entered into a Concession Agreement with National Highways Authority of India (NHAI) on November 30, 2011 for six laning of Kishangarh-Udaipur-Ahmedabad section of National Highways 79A, 79, 76 and 8. Pursuant to non-fulfillment of mandatory 'conditions precedent' specified under the Concession Agreement within the due date, GKUAEL has issued a notice to NHAI dated December 21, 2012 of its intention to terminate the Concession Agreement. In response, NHAI vide their letter dated January 1, 2013 termed the notice not maintainable both in law and in facts. Further, NHAI in their letter dated January 17, 2013 to GKUAEL had also indicated of making good the alleged defaults of NHAI within the cure period of 90 days.

   The Company along with its subsidiary has made an investment of Rs. 700.00 crore in GKUAEL, which is primarily utilized towards payment of mobilization advance of Rs. 590.00 crore to its EPC contractors and Rs 107.75 crore towards indirect expenditure attributable to the project and borrowing costs ('project expenses'). The management of the Group is confident of recovering the aforesaid mobilisation advance and does not anticipate any compensation to be payable to NHAI in view of the aforesaid dispute and continue to carry such project expenses as capital work in progress pending satisfactory resolution of the matter. The statutory auditors of the Company have modified their Audit report in this regard.

8. As at March 31, 2013, the Group has an outstanding interest bearing inter corporate loan of USD 2.30 crore receivable from a subsidiary of GMR Holding Private Limited, the Ultimate Holding Company of the Group. Subsequent to March 31, 2013, an amount of USD 1.8 crore has been repaid and the management of the Group is confident of the recovery of the balance outstanding loan in the immediate future.

9. GMR Energy Limited (‘GEL’), a subsidiary of the Company had entered into a Power Purchase Agreement with Karnataka Power Transmission Corporation Limited for supply of energy during the period December 15, 1997 to July 7, 2008. GEL had a Fuel Supply Agreement (‘FSA’) with a fuel supplier towards purchase of Naptha for generation of electricity during the aforementioned period. The FSA provided for payment of liquidated damages to the fuel supplier in the event that there was a shortfall in the purchase of the annual guaranteed quantity.

   During the year ended March 31, 2013, GEL received a notice for Good Faith Negotiation under erstwhile FSA entered into between GEL and the fuel supplier with respect to dispute regarding liquidated damages amounting to Rs 296.16 crore along with an interest of Rs. 5.55 crore towards failure of GEL to purchase the annual guaranteed quantity for the period from November 21, 2001 to June 6, 2008. GEL vide its letter dated October 31, 2012 has disputed the demand from the fuel supplier towards the aforementioned damages.

   Further, GEL received a notice of arbitration from the fuel supplier’s legal representative requesting the appointment of arbitrator for the dispute resolution which has been disputed by GEL in their reply dated February 15, 2013. Based on its internal assessment and a legal opinion, the management of the Group is confident that the claim of the fuel supplier towards such liquidated damages is not tenable and accordingly no adjustments have been made to the accompanying financial results of the Group.

10. GMR Power Corporation Limited (‘GPCL’), a subsidiary of the Company, approached Tamil Nadu Electricity Regulatory Commission (TNERC) to resolve the claims / counterclaims arising out of the Power Purchase Agreement (‘PPA’) and Land Lease Agreement (‘LLA’) in respect of the dues recoverable from TNEB on account of sale of energy including reimbursement towards interest on working capital, Minimum Alternate Tax (MAT), rebate, start/ stop charges and payment of land lease rentals to TNEB. GPCL had received a favourable Order from TNERC on April 16, 2010 and in pursuance of the Order, GPCL had filed its claim on April 30, 2010 amounting to Rs. 481.68 crore and recognised Rs. 79.55 crore as income in the books of account.

    TNEB filed a petition against TNERC Order in Appellate Tribunal for Electricity (APTEL). In terms of an interim Order on November 19, 2010 from APTEL, TNEB deposited Rs. 537.00 crore including interest on delayed payment of the claim amount. APTEL vide its Order dated February 28, 2012, upheld the claim of GPCL and further directed GPCL to verify and pay counter claims of TNEB in respect of the benefits earned if any, by GPCL with regard to the delayed payment towards fuel supply that are not as per the terms of the Fuel Supply Agreement (FSA). GPCL has appealed to the Honorable Supreme Court in Civil Appeals seeking certain interim relief with respect to the benefits pointed out by APTEL on credit period of Fuel Supplies in terms of the FSA.

    GPCL is availing tax holiday under Section 80IA of the Income tax act, 1961 (‘IT Act’) in respect of its income from power generation. Considering that the substantial amount, though under protest, has been received by GPCL, based on an expert opinion, GPCL has offered the claims upto March 31, 2012 as income in its tax returns and has claimed the deduction as available under Section 80IA of the IT Act.

    However, in accordance with the Group's accounting policy, pending acceptance of claims by TNEB and pending adjudication of petition before the Honorable Supreme Court, the Group has not recognised such balance claim in the books of account.

    In accordance with the above, the amount received towards the above mentioned claims after the date of Order is being disclosed as advance from the customer in the books of account. Further, GPCL has been legally advised that in view of the appeal filed by TNEB against the Order of APTEL in Honorable Supreme Court, the entire matter is now subjudice and has not attained the finality. The statutory auditors of the Company have drawn an Emphasis of Matter in their Audit report in this regard.

11. a. The Group is engaged in the business of generation and sale of electrical energy from its two gas based power plants of 220MW and 387.63MW situated at Kakinada and Vemagiri respectively. Further, the Group has investments in a subsidiary, GMR Rajahmundry Energy Limited ('GREL') which is constructing a gas based power plant. In view of lower supplies / availability of natural gas to the power generating companies in India, the Group is facing shortage of natural gas supply and delays in securing gas linkages. During the year ended March 31, 2013, GEL and GMR Vemagiri Power Generation Limited ('GVPGL') have incurred losses during the year, thereby resulting in erosion of networth of these gas based power generating companies and GREL has not commenced commercial operations pending linkages of natural gas supply. The Group is actively pursuing / making representations with various government authorities to secure the natural gas linkage / supply as the natural gas supplies from KG D6 basin have dropped significantly from September 2011 onwards. The Group, for its 768 MW gas based power plant, which is under construction at Rajahmundry, has applied for allocation of gas and Ministry of petroleum and Natural Gas (MoPNG) is yet to allocate the gas linkage. The consortium of lenders have approved the reschedulement of Commercial Operation Date ('COD') of the plant under construction to April 1, 2014 and repayment of project loans. The Group and the Association of Power Producers are closely monitoring the macro situation and are evaluating various approaches / alternatives to deal with the situation and the management of the Group is confident that the Government of India would take necessary steps / initiatives in this regard to improve the situation regarding availability of natural gas from alternate sources in the foreseeable future. Based on business plan and valuation assessment, the management of the Group is confident that GEL and GVPGL will be able to generate sufficient profits in future years, GREL will achieve the COD as stated aforesaid and these gas based power generating companies would meet their financial obligations as they arise and hence considers that the carrying value of the net assets of the above entities as at March 31, 2013 is appropriate. Despite the aforementioned loss, these financial results of the Group do not include any adjustments that might result from the outcome of this uncertainty. The statutory auditors of the Company have drawn an Emphasis of Matter in their audit report in this regard.

b. In respect of plant under construction at Rajahmundry, pending securing supply of requisite natural gas, the Group has put on hold the active construction work of the plant. The management of the Group believes that the indirect expenditure attributable to the construction of the project and borrowing costs incurred during the period of uncertainty around securing gas supplies qualifies for capitalisation under paragraphs 9.3 and 9.4 of AS -10 and paragraphs 18 and 19 of AS -16. The subsidiary company setting up the plant has approached the Ministry of Corporate Affairs seeking clarification / relaxation on applicability of the aforementioned paragraphs to the gas availability situation referred in 11(a) above. The management of the Group is confident of obtaining necessary clarification / relaxation allowing such capitalisation. Pending receipt of requisite clarification / relaxation, the Group has capitalised aforesaid expenses amounting to Rs. 90.18 crore for the quarter ended March 31, 2013 (Rs. 282.39 crore for the period July 1, 2012 to March 31, 2013) towards cost of the plant under construction. The statutory auditors of the Company have modified their Audit report in this regard.

12. The Group has an investment of Rs. 167.94 crore and has given a loan of Rs. 219.20 crore to Homeland Energy Group Limited ('HEGL'), a subsidiary of the Company. During the quarter ended March 31, 2013, the Group has entered into agreements for divestment of the key coal mines in HEGL, subject to obtaining necessary approvals. Based on the realisable value of these mines, pursuant to the proposed divestment, the Group has made an impairment provision of Rs. 251.37 crore towards the carrying value of the net assets of HEGL (including goodwill on consolidation of Rs. 98.71 crore). The management of the Group is confident that the carrying value of net assets as at March 31, 2013 in HEGL after the aforesaid impairment provision is appropriate. The Group has disclosed such impairment provision as an exceptional item in the consolidated financial results for the quarter and the year ended March 31, 2013.

The details of the results of HEGL consolidated till period ended March 31, 2013 are as follows:

(in Rs. crore)

	Quarter ended March 31, 2013	Year ended March 31, 2013
Total Income	9.29	103.57
Profit/(loss) after tax and minority interest (before consolidation adjustment)	(216.67)	(259.22)

13. During the quarter ended March 31, 2013, the Group has divested its 70% stake in GMR Energy Singapore Pte Limited (GESPL) to FPM Power Holding Limited and has realised a profit of Rs. 1,231.25 crore arising on such sale of shares, which has been disclosed as an 'exceptional item' in these consolidated financial results. GESPL was developing a 800MW combined cycle gas turbine power plant in Jurong Island, Singapore. Further, the Company has provided a guarantee of SGD 38.00 crore towards warranties as specified in the share purchase agreement (SPA) and other SPA transaction documents for a period till September 30, 2014 and in respect of tax claims, if any, the guarantee period is upto March 31, 2018.

    The details of the results of GESPL consolidated till period ended March 31, 2013 are as follows:

(in Rs. crore)

	Quarter ended March 31, 2013	**Year ended March 31, 2013**
Total Income	Nil	Nil
Profit/(loss) after tax and minority interest (before consolidation adjustment)	3.41	4.49

14. Kakinada SEZ Private Limited (KSPL), a subsidiary of the Company is undertaking development of a port based multi-product SEZ at Kakinada. The approvals from the Ministry of Commerce & Industry for the SEZ development were valid till June 26, 2012. Pending completion of the development of the SEZ, KSPL has applied for extension of the validity period which is pending approval from the Board of Approval of the Ministry of Commerce & Industry. The management of the Group is confident of obtaining the necessary approvals in the foreseeable future and continues with the active development of the SEZ. The statutory auditors of the Company have drawn an Emphasis of Matter in their Audit report in this regard.

15. Considering the delays in realization of dues from Air India and its subsidiaries (collectively referred to as 'Air India') and the uncertainty over the timing of the ultimate collection involved, Delhi International Airport Private Limited ('DIAL') and GMR Hyderabad International Airport Limited ('GHIAL'), as a measure of prudence, had decided to recognize the revenue from Air India w.e.f. October 1, 2011 only when such uncertainty of realization is removed as required by para 9.2 of Accounting Standard 9, 'Revenue Recognition'.

    DIAL and GHIAL followed this practice till quarter ended December 31, 2012 due to continued uncertainty. However, in view of substantial recoveries during the current quarter and other developments subsequent to the year end, the management of the Group believes that the reasonable certainty of realization has been established during the quarter ended March 31, 2013 and has accordingly recognized revenue from Air India amounting to Rs. 239.08 crore.

16. As at March 31, 2013, GMR Hotels and Resorts Limited (GHRL), a subsidiary of GHIAL, has accumulated losses of Rs. 85.03 crore, which has resulted in a substantial erosion of GHRL's net worth. The management of the Group expects that there will be a significant increase in the operations of GHRL that will lead to improved cash flows and long term sustainability. GHIAL has undertaken to provide such financial support as necessary, to enable GHRL to meet the operational requirements as they arise and to meet its liabilities as and when they fall due.

17. GEL had entered into a Letter of Intent (LOI) with GMR Energy Trading Limited (‘GETL’), for sale of electricity on merchant basis at a monthly pre-determined rate for the period from June 01, 2012 to May 30, 2013. GETL, in turn sells the power purchased from the Company to Andhra Pradesh Central Power Distribution Company Limited (APCPDCL). On February 7, 2013, GETL received a letter from APCPDCL wherein APCPDCL has informed that APDISCOMs have already filed an application with Andhra Pradesh Electricity Regulatory Commission (‘APERC’) to determine tariff payable regarding power supplied by GETL for the aforesaid contract period and the same is pending decision by the APERC. Further, APCPDCL claimed that KG D-6 gas was allocated to GEL by Ministry of Petroleum and Natural gas, Government of India (‘GOI’) at the rate approved by Empowered Group of Ministers, GOI. As per the directives, GEL is required to supply entire power to APDISCOMs at a regulated tariff of APERC. In light of the above, APCPDCL has proposed to recover the differential amount of unit rate paid from June 01, 2012, under the above LOI from the bench mark unit rate paid to the new power projects under long-term power purchase agreements subject to necessary adjustments, after tariff determination by APERC.

    GEL and GETL have filed a writ petition in the Hon’ble High Court of Andhra Pradesh disputing the aforementioned claim. The matter is pending final settlement, however based on an internal assessment, the management of the group is confident that there will not be any adverse financial impact on the Group with regard to aforesaid matter and as such no adjustment has been made in these financial results.

18. As at March 31, 2013, DIAL and GHIAL have receivables from Kingfisher Airlines Limited (‘KAL’) aggregating to Rs. 16.73 crore. The management of the Group is of the view that the receivables are fully recoverable and DIAL and GHIAL have taken necessary steps to recover these amounts. As such, no adjustments have been made in these financial results for the year ended March 31, 2013. The statutory auditors of the Company have drawn an Emphasis of Matter in their audit report in this regard.

19. During the quarter ended March 31, 2013, the Group had entered into definitive sale agreements for divestment of 74% stake in GMR Jadcherla Expressways Private Limited (GJEPL), a subsidiary of the Company to Macquarie SBI Infrastructure Investments Pte. Limited and SBI Macquarie Infrastructure Trustee Limited. Subsequent to the year end, the sale transaction has been completed.

    The details of the results of GJEPL consolidated till year ended March 31, 2013 are as follows:

(in Rs. crore)

	Quarter ended March 31, 2013	**Year ended March 31, 2013**
Total Income	17.31	66.75
Profit/(loss) after tax and minority interest (before consolidation adjustment)	0.27	2.09

20. The Comptroller and Auditor General of India (CAG) has conducted the performance audit of Public Private Partnership (PPP) project of Airport Authority of India ('AAI') at Delhi airport, which is operated by DIAL, for the period 2006 to 2012. CAG has presented its report before the Rajya Sabha on August 17, 2012 wherein they have made certain observations on DIAL. The management of the Group is of the opinion that the observations in the CAG report do not have any financial impact on the consolidated financial results of the Group for the year ended March 31, 2013.

21. A search under Section 132 of the Income Tax Act, 1961 was carried out at the premises of the Company and certain entities of the Group by the Income Tax Authorities on October 11, 2012, followed by search closure visits on various dates during the quarter, to check the compliance with the provisions of the Income Tax Act, 1961. The Income Tax Department has subsequently sought certain information / clarifications. The Group has not received any demand from the Income Tax Authorities. The management of the Group believes that it has complied with all the applicable provisions of the Income Tax Act, 1961 with respect to its operations.

22. The Company has given an interest free loan of Rs. 115.00 crore to Welfare Trust of GMR Infra Employees ('GWT') during the year ended March 31, 2011 for the purpose of an employee benefit scheme. GWT has utilised the proceeds of the loan received from the Company in the following manner and the position as at March 31, 2013 is:

(in Rs. crore)

Equity shares of the Company	101.55
Equity shares of GMR Airports Limited (a subsidiary of the Company)	11.28
Others	2.17
Total	**115.00**

Securities and Exchange Board of India ('SEBI') has issued Circular No. CIR/CFD/DIL/3-2013 dated January 17, 2013 prohibiting listed entities from framing any employee benefit scheme involving acquisition of own securities from the secondary market. The management of the Group has submitted the details of the GWT to the stock exchanges and is in the process of complying with the requirements of the circular within the prescribed timelines. ('SEBI') has issued Circular No. CIR/CFD/DIL/7-2013 dated May 13, 2013 extending the date of compliance to December 31, 2013.

23. As at March 31, 2013, GMR Infrastructure (Cyprus) Limited, a subsidiary of the Company, has fixed deposits of Rs. 747.20 crore with Eurobank, Cyprus. The Republic of Cyprus is presently facing economic difficulties. The management is of the view that inspite of such economic difficulties the amount held as fixed deposit with Eurobank is good for recovery though withdrawal of the amount from the Republic of Cyprus would be subject to restriction as may be imposed by the Central Bank of the country. Accordingly, the amount of deposit has been considered as restrictive bank balance and disclosed under "Other Non Current Assets" in the consolidated financial results of the Group.

24. The Group has an investment of Rs. 822.87 crore, including subordinate loan of Rs. 414.60 crore in GMR Chhattisgarh Energy Limited ('GCHEPL') as at March 31, 2013 and has also provided corporate / bank guarantee towards loan taken by GCHEPL from the project lenders. GCHEPL is in advanced stage of construction of 1,370 MW coal based thermal power plant at Raipur district, Chhattisgarh and is awaiting linkage of domestic coal. GEL has obtained provisional Mega Power status certificate from the Government of India, Ministry of Power vide letter dated September 8, 2011. The management of the Group is confident of obtaining the linkage of domestic coal prior to the completion of construction of the plant and is of the view that the carrying value its investment including subordinate loan in GCHEPL as at March 31, 2013 is appropriate.

25. Information pertaining to the Company on a standalone basis:

(in Rs. crore)

	Quarter ended			Year ended	
	March 31, 2013	December 31, 2012	March 31, 2012	March 31, 2013	March 31, 2012
	Refer Note 27	Unaudited	Refer Note 27	Audited	Audited
(a) Revenue from operations	322.14	281.00	370.86	1,432.79	1,381.87
(b) Profit / (loss) before tax and after exceptional items	96.69	(18.13)	(23.00)	82.45	140.85
(c) Profit / (loss) after tax	71.43	(12.52)	(38.52)	53.45	120.30

26. Other operating income comprises of:
    - interest income, dividend income and profit on sale of current investments for companies which undertake investment activities; and
    - other operating income for other companies.

27. The figures of last quarter of current and previous years are the balancing figures between audited figures in respect of the full financial years and the published year to date figures for nine months for respective years.

28. The Board of Directors of the Company have recommended a dividend of Re. 0.10 per equity share of Re.1 each for the year ended March 31, 2013.

29. The consolidated financial results of the Group for the year ended March 31, 2013 have been reviewed by the Audit Committee in their meeting on May 30, 2013 and approved by the Board of Directors in their meeting on May 30, 2013.

30. Previous year / period figures have been re-grouped / re-arranged, wherever necessary to conform to the current year's presentation.

For GMR Infrastructure Limited

Sd/-
G.M. Rao
Executive Chairman

Bengaluru
May 30, 2013