



HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
(A Wholly owned Subsidiary of Rail Vikas Nigam Limited)

DIRECTORS' REPORT

Distinguished Shareholders,

The Directors of your Company are privileged in presenting the 8th Annual Report of the Company together with the Audited Financial Statements and Auditors' Report for the year ended 31st March, 2020.

The Company is a wholly-owned Subsidiary of Rail Vikas Nigam Limited a Schedule-A Mini Ratna- I CPSE under the Ministry of Railways. Your Company is currently engaged in conducting of pre-feasibility studies of dedicated High Speed Corridors for Diamond Quadrilateral. The business and financial performance of the Company during the year 2019-20 was as under: -

BUSINESS PERFORMANCE & STATE OF AFFAIRS

1. Collaboration Agreement between HSRC and ADIF, Spain for feasibility study of Mumbai-Nagpur HS corridor:

Based on MOU signed between Indian Railways of the Republic of India and two Spanish Public Corporate Companies ADIF and RENFE-OPERADORA for the cooperation in Railway related technology developments, a Collaboration Agreement was signed on 15.09.2016 between High Speed Rail Corporation of India Ltd. (HSRC) and ADIF, Spain for conducting Feasibility Study of Mumbai-Kolkata High Speed Rail Corridor taking into account the experience acquired by M/s ADIF. The Consultant submitted the Stage-I report of the Feasibility study in December 2016 with recommendation to take up the detailed study of most preferred route passing through Mumbai-Thane-Nasik-Aurangabad-Akola-Amravati-Nagpur for developing in next stage. This report was accepted by HSRC/RVNL in consultation with Ministry of Railways on 31.1.2017. The Consultant has submitted Final Report of this feasibility studies to Railway Board on 24.10.2018, which has been accepted.

2. Upgrading of Chennai-Bangalore-Mysore section:

The work of feasibility study on upgrading of Chennai-Bangalore-Mysore section for Speed

Raising up to 160 kmph was given to M/s CREEC (China Railway Eryuan Engineering Group Company Limited) under Government to Government co-operation. The Consultant has submitted the Interim Final Report (IFR) on 07.11.2016. The detailed observation on this IFR has been submitted by HSRC to M/s CREEC (Consultant) on 26.12.2016.

M/s CREEC has given reply on the observations and requested a meeting. A meeting was held in Railway Board on 20.03.2018 with the officials of M/s ERYUAN which was attended by Chinese side and Mobility Directorate of Railway Board and HSRC/RVNL from Indian side. The report has been accepted on 01.06.2018.

3. Delhi-Chennai High Speed Corridor Feasibility Study Report (Detailed Project Report):

China Railway Siyuan Survey and Design Group (CRSSDG) & HSRC signed Terms of Agreement and Work plan at SIYUAN Headquarter, Wuhan, China on 28.11.2014 for preparation of a Project Feasibility Study Report (Detailed Project Report) for a high speed rail corridor between Delhi and Chennai. It has been agreed that the Project Feasibility Study Report will be taken up with financing by the Chinese side. Ministry of Railways has approved on 31.03.2015 that the Study will be done for only Delhi-Nagpur section instead of the complete Delhi-Chennai section, as it is a very long corridor and not only will the construction cost of the project be high but the Feasibility Study will involve considerable cost and time.

After no progress in the 5th SED meeting held on 13.04.18 at Beijing it was decided that M/s SIYUAN China will prepare the technical proposal for Delhi-Agra section and submit to Indian Side. A meeting between M/s SIYUAN and HSRC was held on 22.11.2018 in which M/s SIYUAN was requested to confirm the next stage of work so that the Pilot Study between Delhi-Agra could be taken up.

M/s SIYUAN were asked to resubmit the Technical Proposal as per Terms of Reference and decision on next stage of work can be taken by Ministry of Railways. A MOM was

issued on 22.11.2018 and circulated to all concerned. M/s. SIYUAN has not taken any further action and Ministry of Railways have but informed to allot study to some other willing country.

4. Feasibility Study for Diamond Quadrilateral Network of High Speed Rail Corridors connecting four major metros i.e. New Delhi-Mumbai-Chennai-Kolkata-New Delhi:

Ministry of Railways (MoR) has entrusted RVNL/HSRC the work of carrying out the Feasibility Study for Diamond Quadrilateral Network of High Speed Rail Corridors connecting four major metros i.e. New Delhi-Mumbai-Chennai-Kolkata-New Delhi through an open global tender. Work has been awarded to (1) M/s TSDI-LAHMEYER (China) for New Delhi-Mumbai Corridor (ii) M/s SYSTRARITES-EY (France) for Mumbai-Chennai and (iii) M/s INECO-TYPSA-ICT for Delhi-Kolkata.

Delhi-Mumbai HSR Corridor: The Consultant has submitted Final Report on 27.11.2018, which is yet to be approved Railway Board .

Mumbai-Chennai HSR Corridor: The Draft Final report was submitted by the consultant on 31.08.2018 which was sent to Railway Board for observation and remarks. A presentation meeting was held with Railway Board on 27.11.2018. Observations of Railway Board on DFR are still awaited.

Delhi-Kolkata HSR Corridor: The study was completed on 26.11.2018 & final report has been accepted by Ministry of Railways.

FINANCIAL HIGHLIGHTS

The significant indicators of financial performance of the Company for the financial year 2019-20 are given below:

Amount (₹ in Lakhs)

| Sl. No. | Particulars | FY 2019-20 | FY 2018-19 |
|---------|------------------------------------|------------|------------|
| 1 | Authorized Share Capital | 500 | 500 |
| 2. | Subscribed & Paid-up share Capital | 10.74 | 10.74 |
| 3. | Total Income | 10.59 | 872.05 |
| 4. | Revenue from operation | - | 861.07 |
| 5. | Profit before Tax | 5.77 | 4.99 |
| 6. | Net Worth | 12.62 | 8.18 |
| 7. | Earnings Per Share | 4.15 | 3.43 |

During the year, Paid-up Share Capital of the

Company was ₹10.74 Lakhs. The Current Liabilities for the F.Y. 2019-20 were ₹193.12 Lakhs which shows a decrease of ₹1.34 Lakhs over the previous year. The current assets for the F.Y. 2019-20 were ₹205.72 Lakhs which shows an increase of ₹3.14 Lakhs over the previous year.

During the year, there was no revenue from operations due to transfer of feasibility studies works (including opening amount laying in PWIP) to RVNL, the other income has decreased to ₹10.59 Lakhs from ₹10.98 Lakhs the previous year on account of interest income. After offsetting an expenditure of ₹4.82 Lakhs and meeting tax liabilities of ₹1.33Lakhs, the Profit after tax(PAT)is ₹4.44Lakhs.

Capital Structure

With an authorized share capital of the Company of ₹500 Lakh, there has been no change in the Capital Structure of the Company, with the paid-up share capital of the Company remaining at ₹10.74Lakh. Rail Vikas Nigam Limited, Holding Company holds the entire share capital of the Company.

Dividend

Since the company has not yet started its commercial activities, and the limited financial transaction, the Company has not declared any dividend for the financial year 2019-20.

Fixed Deposits

The Company has not accepted any fixed deposits from public during the year under review.

Reserves

As the Company is yet to commence its operational activities the Company has not transferred any amount to General Reserves.

Details of Significant and Material Orders Passed by the Regulators or Courts or Tribunals Impacting the Going Concern Status and Company's Operations in Future.

No Significant and Material Orders Passed By The Regulators or Courts or Tribunals Impacting the Going Concern Status And Company's Operations In Future during the Year under Review

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

The provisions of conservation of energy, technology absorption are not applicable to the Company. During the year under review, there is no foreign exchange earnings and outgo.

Subsidiaries, Joint Ventures and Associate Companies, names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year & highlights of performance of subsidiaries, associates and joint venture companies and their contribution to the overall performance of the company during the period under report

There are no Subsidiary/ Joint Venture/Associate Companies within the meaning of Section 2(87) and Section 2(6) of the Companies Act, 2013

Change in the Nature of Business

During the year, there was no change in the nature of business.

Statement on Compliance of Applicable Secretarial Standards

During the year, Company has complied with the applicable provisions of the Secretarial Standards (SS-1 & SS-2) as issued by The Institute of Company Secretaries of India (ICSI).

Material Changes and Commitments Affecting Financial Position between the End of the Financial Year and Date of Report

There are no material changes and commitments affecting financial position of the Company between the end of the financial year and date of this Report.

Contracts and Arrangements with Related Parties

All Contracts / Arrangements / Transactions entered by the Company during the financial year with Related Parties were in the ordinary course of business and on Arm's Length Basis. Information on Transactions With Related parties pursuant to section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given In Annexure-I In Form Aoc-2 And the Same forms part of this Report.

Particulars of Loans, Investment and Guarantee

During the period under review, the Company has not advanced any loans/ given guarantees/ made investments under section 186 of the Companies Act, 2013.

Constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 & Disclosure Under Sexual Harassment Of Women At Workplace

(Prevention, Prohibition And Redressal) Act, 2013

The Policy of the Holding Company i.e. Rail Vikas Nigam Limited applies to the company & company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 & Disclosure Under Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013 .

Statement on declaration given by independent directors under sub-section (6) of section 149 of the Companies Act,2013.

Company is not required to appoint independent directors as per section 149(4) of the Companies Act,2013.

Development and implementation of a risk management policy for the company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company

Policy developed and implemented by the company on corporate social responsibility initiatives (CSR) taken during the year

The Provisions of Section 135 relating to corporate social responsibility (CSR) is not applicable during the period.

Details In Respect of Adequacy of Internal Financial Controls With Reference To the Financial Statements.

Presidential Directive

No Presidential Directive was received during the year.

Cost records

The provisions of sub-section (1) of section 148 of the Companies Act, 2013 was not applicable during period under review.

Integral Reports

"Management Discussion and Analysis Report" and "Corporate Governance Report" forms an integral part of this Director's Report, which are placed at Annexure-II & III.

Board of Directors

The Board of Directors consists of four (4) Part-time Directors nominated by the Holding Company, Rail

Vikas Nigam Limited as on the date of this report are mentioned below: -

| Sr. No. | Name of Director | Designation | Date of Joining |
|---------|--------------------------------------|-------------|-----------------|
| 1. | Mr. Pradeep Gaur (DIN:07243986) | Chairman | 10.09.2018 |
| 2. | Mr. Vinay Singh (DIN: 03324677) | Director | 12.09.2019 |
| 3. | Mr. Rajesh Prasad (DIN: 08585975) | Director | 03.03.2020 |
| 4. | Mr. Sanjeeb Kumar (DIN:03383641) | Director | 01.07.2020 |

The following Directors or KMP ceased to hold office during the year 2019-20:

| Sr. No. | Name of Director | Designation | Date of cessation |
|---------|--|-------------|-------------------|
| 1. | Mr. Arun Kumar (DIN: 02486535) | Director | 03.03.2020 |
| 2. | Mr. Vijay Anand (DIN: 01874842) | Director | 12.09.2019 |
| 3. | Mr. A. K. Choudhary (DIN: 05166458) | Director | 31.03.2020 |

The following Directors or KMP have been appointed during the year 2019-20:

| Sr. No. | Name of Director | Designation | Date of Appointment |
|---------|--------------------------------------|-------------|---------------------|
| 1. | Mr. Vinay Singh (DIN: 03324677) | Director | 12.09.2019 |
| 2. | Mr. Rajesh Prasad (DIN: 08585975) | Director | 03.03.2020 |

Number of Board Meetings

The Board of Directors met four (4) times during the financial year 2019-20:

| Sr. No. | Number of Meetings | Date of Meeting |
|---------|--------------------|----------------------|
| 1. | 31th Board Meeting | 15th May, 2019 |
| 2. | 32th Board Meeting | 16th July, 2019 |
| 3. | 33th Board Meeting | 17th September, 2019 |
| 4. | 34th Board Meeting | 10th January, 2020 |

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors confirms that:

- a) In the preparation of annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the company of that year;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

The Web Address, If Any, where Annual Return referred to in sub-section (3) of section 92 has been placed.

Extract of Annual Return of Company is Placed on <http://hsr.in/> & annexed herewith as Annexure IV to this report

Auditors

The Comptroller & Auditor General of India appointed M/s B.K Gupta & Associates, Chartered Accountants as Company's Statutory Auditors for the Year 2019-20. The Board would like to place on record their sincere thanks for the valuable services rendered by Statutory Auditors.

Comments of Comptroller & Auditor General of India

The Comptroller & Auditor General of India has undertaken supplementary audit on the accounts of the Company for the year ended 31st March, 2020 under Section 139 (5) of the Companies Act, 2013. The comments of the C & AG on the Annual Accounts of the Company for the year ended 31st March, 2020 shall also form part of this report.

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the Auditor

Explanations or replies of the Board on qualifications/reservations/adverse remarks, disclaimers in the Audit Report issued by the Statutory Auditor of the Company are Nil.

Details In Respect of Frauds Reported by Auditors under Sub-Section (12) of Section 143 of the Companies Act, 2013

During the year under review, there were no frauds reported by statutory auditors of the Company to the Board under section 143(12) of the Companies Act, 2013

Compliance of Companies Act, 2013 & filing of all disclosures in Statutory forms with the Ministry of Corporate Affairs

During the year under review Company has complied the provisions of Companies Act, 2013 & has filed all the disclosures in statutory forms with the Ministry of Corporate Affairs

Particulars of Employees

The Company has no employees on its roll. Hence, the particulars of employees as prescribed under

Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable.

Secretarial Audit

During the year under review provisions of section 204 relating to secretarial audit are not applicable.

Acknowledgements

We record our appreciation and thanks to the Ministry of Railways and Holding Company, RVNL for their continued support to the Company, and also the employees of the Holding Company for their efforts to take the company forward

For and on behalf of Board of Directors

Place: New Delhi

Dated: 27 July, 2020

Sd/-
(Rajesh Prasad)
Director
(DIN 08585975)

Sd/-
(Sanjeeb Kumar)
Director
(DIN 03383641)

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis:

High Speed rail Corporation of India Limited (HSRC) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2019-20.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship:

Rail Vikas Nigam Limited : Holding Company

(b) Nature of contracts/arrangements/transactions:

(c) Duration of the contracts / arrangements/transactions: Ongoing

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

(e) Date(s) of approval by the Board, if any: -

(f) Amount paid as advances, if any: NIL

For and on behalf of the Board of Directors

| | |
|------------------------|------------------------|
| Sd/- | Sd/- |
| (Rajesh Prasad) | (Sanjeeb Kumar) |
| Director | Director |
| (DIN 08585975) | (DIN 03383641) |

MANAGEMENT DISCUSSION AND ANALYSIS

An Overview

The company was incorporated on 25th July, 2012 as a wholly owned Subsidiary (WoS) of Rail Vikas Nigam Limited, Mini Ratna-I& Schedule 'A' CPSE under Ministry of Railways.

Mission

Creation and operation of state-of-the-art High Speed Rail Systems in India and abroad.

Vision

To emerge as project developer for implementation of high speed rail projects with a sound financial base and to build a pool of expertise in global construction, maintenance and operational practices.

Objectives

- To develop human resources for project implementation by skill development training and developing expertise for specific areas of rail infrastructure in general and high speed rail in particular.
- To develop and improve existing knowledge base in-house to provide consulting services.
- To develop expertise and knowledge base for optimum utilization of existing assets and up-grading them for higher speed potential.
- To maintain a cost effective organizational set up.
- To undertake the project development and implementation of identified High Speed projects.
- To be a rail infrastructure Project Management Company committed to sustainable development and environment friendly construction of high speed rail related projects in the country and abroad.
- To ensure efficient and timely execution of projects as per International norms.
- To mobilize financial resources for project implementation.

- To encourage public private participation in rail related projects.

Strengths

- The organization is developing expertise in undertaking all stages of project development - from concept to commissioning – including feasibility/bankability studies, DPR (detailed project report), financing/structuring of project specific SPVs, tendering for EPC contractors, project supervision, commissioning etc.
- HSRC is working with multiple study teams consisting of international experts involved in conducting Feasibility studies of various High Speed Rail corridors of Diamond Quadrilateral.
- HSRC can develop Private Public Partnership (PPP) models for implementation and financing of High Speed Rail infrastructure projects
- HSRC is working and learning with international teams having the requisite skills and experience to implement projects following ADB procedures and ensuring Resettlement and Rehabilitation of Project Affected Persons displaced by land acquisition and implementing socio-economic safeguards.
- It has a sound and robust financial management system, which allows for effective monitoring and control of expenditure.
- Weaknesses
- HSRC has a very small team and has to depend on the parent organization for manpower.
- HSR is a new subject for officers and staff of even Indian Railways. Trained People are not available in the market. Officers/staff deployed need to be trained on the job which is a time consuming process.
- HSRC has not been empowered to take decisions on all issues relevant to implementation of the High Speed rail projects.
- HSR projects are highly capital intensive and have long gestation period and are not favoured

by private equity. Thus, such projects will be few in number and predominantly funded by public money.

Opportunities

- High speed rail project is a niche area and position of HSRC is unique.
- HSR projects are priority projects for the Government of India.
- Feasibility studies for corridors of Diamond Quadrilateral and Delhi-Chandigarh-Amritsar have been taken up, the feasibility study of Delhi-Chandigarh-Amritsar has been completed and balance corridors are expected to be completed by March 2019. These projects can be taken up for execution at short notice.
- HSRC has been working as Project Integrator for up-gradation of identified existing rail sections to 160 kmph, and has successfully completed one such up gradation in Delhi-Agra section.
- Implementation of projects for Kolkata Metro. This will give HSRC an opportunity to develop expertise for implementation of metro projects in new cities across the country.

Threats

- Projects are yet to be sanctioned by the Ministry of Railways.
- The shortage of technical manpower with required experience will be a major constraint in the delivery of projects.
- Availability of funds is a critical requirement for implementation of projects.
- This over-dependence for sourcing of funds for implementation of projects may create a financial crisis at any time which may prove detrimental in the long term for the company.

- Land acquisition issues require to be resolved expeditiously so that the progress of projects is not hampered.
- Delays in clearances for project execution, such as forest clearance, tree cutting permission, approvals of various departments for diversion of utilities etc.
- Delays in project delivery may have an adverse impact on the image of HSRC.
- The Government has established a new company, viz National High Speed Rail Corporation which may impede HSRC in fulfilling its objectives

Risks and Concerns

High Speed Rail projects are highly capital intensive. The implementation of these projects will depend on specific policy directives of the Government of India.

Internal Control Systems

The internal control system of the Company will be established with the taking up of operational activities.

Human Resources

The Company has no personnel on its rolls. At present, all activities of the Company are being managed by personnel of RVNL as additional responsibilities/duties and based on utilization their part salary is paid by the Company.

Financial Performance

During the year, there was no revenue from operations due to transfer of feasibility studies works (including opening amount laying in PWIP) to RVNL, the other income has decreased to ₹10.59 Lakhs from ₹10.98 Lakhs the previous year on account of interest income.

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance

Initiatives are being taken to implement Corporate Governance principles and measures as contained in the Guidelines on Corporate Governance for Central Public Sector Enterprises May 2010 issued by the Department of Public Enterprises.

2. Incorporation

The Company was incorporated on 25th July, 2012 as a Wholly owned Subsidiary of RVNL Ltd. with an Authorized Share Capital of ₹ 5 crore and paid up share capital of ₹10.74 lakhs. The Holding Company, RVNL, holds the entire paid-up share capital of the Company.

3. Board of Directors

Present strength of the Board of Directors is four comprising of part-time directors including part-time chairman-nominated by the holding company.

The details of directors as on the date of this report are given below:

| BOARD OF DIRECTORS (As on the date of this Report) | | | | | |
|---|---|--|---|---|------------------------------|
| S. No. | Name and Designation | Category of Directors Whole Time / Part Time | Directorships/ Chairmanships held in Public companies excluding HSRC* | Total No. of Committee Membership** held (including HSRC) | |
| | | | | As Chairman | As Member otherthan Chairman |
| 1. | Pradeep Gaur (DIN:07243986) (w.e.f 10.09.2018) | Part-time Chairman | [RVNL] 1 | - | - |
| 2. | Vinay Singh (DIN: 03324677) (w.e.f. 12.09.2019) | Part-time Director | [RVNL] 1 | - | - |
| 3. | Rajesh Prasad (DIN: 08585975) (w.e.f. 03.03.2020) | Part-time Director | [RVNL] 1 | - | 2 |
| 4. | Sanjeeb Kumar (DIN: 03383641) w.e.f.01.07.2020) | Part-time Director | [RVNL] 1 | - | - |

* Does not include Directorship in Private Companies, Section 8 Companies and Foreign Companies.

**Does not include Chairmanship / Membership in the Board of Committees other than the Audit Committee and Shareholders' Grievance Committees.

Note:

Full names of companies referred:

RVNL- Rail Vikas Nigam Limited

3.1 Board Meetings, Annual General Meeting and attendance during the financial year 2019-20.

The Board of Directors met 4 times during the financial year 2019-20 to discuss the operational activities of the Company. Details of attendance of the Directors during the year 2019-20 are given below: -

| S. No. | Name and Designation | Board Meetings held on-15.05.2019 16.07.2019 17.09.2019 10.01.2020 | | Attendance at AGM |
|--------|----------------------|---|----------|-------------------|
| | | Held during tenure | Attended | |
| 1. | Pradeep Gaur | 4 | 4 | Yes |
| 2. | Arun Kumar | 4 | 4 | Yes |
| 3. | A.K Choudhary | 4 | 4 | Yes |
| 4. | Vijay Anand | 2 | 1 | NA |
| 5. | Vinay Singh | 2 | 2 | Yes |
| 6. | Rajesh Prasad | 0 | 0 | NA |

4. Remuneration of Directors

No sitting fee is paid to the part – time Directors.

5. Code of Conduct

All Directors of the company are whole-time Directors of the holding Company, RVNL. They have been following the Code of Conduct laid down by RVNL.

6. Committees of the Board of Directors

Audit committee, Remuneration committee, CSR committee etc. will be constituted as and when the need arises.

7. Annual General Meeting

The Company will hold its Eighth Annual General meeting in accordance with the provisions of section 96 of the Companies Act, 2013 & Circular No. 14/2020 dated 8th April 2020, Circular No.17/2020 dated 13th April 2020 & Circular No. 20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs (MCA) due to outbreak of CoVID-19 pandemic.

8. Means of Communication

The Annual Report of the Company including the audited financial statements for the year 2019-20 containing inter-alia Directors' Report, Report on Corporate Governance of HSRC are available on the website of the Company www.hsrc.in and at the Registered Office of the company.

Annual General Meeting of the Current Year

Date: 23/09/2020

Time: 15:30 Hours

Venue: Through Video Conference

• Category Wise Shareholding Pattern (As on the date of this report)

| Category | No. of Shares held in physical form (Rs.10/- each) | % of Shares Held |
|--|--|------------------|
| Promoters (Rail Vikas Nigam Limited and its six Nominees) | 107411 | 100% |
| Total | | 100% |

Transfer of shares is normally technical in nature, from one nominee shareholder to another consequent upon change of officials by the Holding company as it holds 100% of the shares.

Address for Correspondence:

The address of registered office of the company is:

High Speed Rail Corporation of India Limited
RVNL Corporate Office,
Room No.260, 1st Floor, August Kranti Bhawan,
Bhikaji Cama Place, New Delhi - 110 066

Contact No. : 011-26738105

Email: info@hsrc.in

Website: www.hsrc.in

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2020

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

I REGISTRATION & OTHER DETAILS:

| | | |
|-----|---|--|
| i | CIN | U45204DL2012GOI239289 |
| ii | Registration Date | 25.07.2012 |
| iii | Name of the Company | HIGH SPEED RAIL CORPORATION OF INDIA LIMITED |
| iv | Category/Sub-category of the Company | GOVERNMENT COMPANY |
| v | "Address of the Registered office & contact details" | Room No.260,1st Floor, August Kranti Bhawan, Bhikaji Cama Place, R.K. Puram, New Delhi-110066. |
| vi | Whether listed company | Unlisted |
| vii | Name , Address & contact details of the Registrar & Transfer Agent, if any. | N.A. |

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sl. No. | Name & Description of main products/ services | NIC Code of the Product /service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | To enter into & carry on all business related to High Speed Rail systems & other rail based traffic as approved by Government of India | | 100% |

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

| Sl. No. | Name & Address of the Company | CIN/GLN | HOLDING/ SUBSIDIARY/ ASSOCIATE | % OF SHARES HELD | APPLICABLE SECTION |
|---------|-------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1 | RAIL VIKAS NIGAM LIMITED | L74999DL2003GOI118633 | HOLDING COMPANY | 100% | 2(46) |

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % change during the year | |
|---|---|---------------|----------|-------------------|---|-------------------|----------|-------------------|--------------------------|----------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | | |
| A. Promoters | | | | | | | | | | |
| (1) Indian | | - | - | - | - | - | - | - | | |
| a) Individual/HUF | | - | - | - | - | - | - | - | | |
| b) Central Govt. or State Govt. | | - | - | - | - | - | - | - | | |
| c) Bodies Corporates | | 107,411 | | 100 | | 107,411 | | 100 | - | |
| d) Bank/FI | | - | - | - | - | - | - | - | | |
| e) Any other | | - | - | - | - | - | - | - | | |
| SUB TOTAL:(A) (1) | | | | | | | | | | |
| (2) Foreign | | | | | | | | | | |
| a) NRI- Individuals | | - | - | - | - | - | - | - | | |
| b) Other Individuals | | - | - | - | - | - | - | - | | |
| c) Bodies Corp. | | - | - | - | - | - | - | - | | |
| d) Banks/FI | | - | - | - | - | - | - | - | | |
| e) Any other... | | - | - | - | - | - | - | - | | |
| SUB TOTAL (A) (2) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| Total Shareholding of Promoter (A)= (A)(1)+(A)(2) | | 107411 | - | 100.00 | - | 107,411 | - | 100.00 | - | - |
| B. PUBLIC SHAREHOLDING | | | | | | | | | | |
| (1) Institutions | | - | - | - | - | - | - | - | | |
| a) Mutual Funds | | - | - | - | - | - | - | - | | |
| b) Banks/FI | | - | - | - | - | - | - | - | | |
| C) Cenntal govt | | - | - | - | - | - | - | - | | |
| d) State Govt. | | - | - | - | - | - | - | - | | |
| e) Venture Capital Fund | | - | - | - | - | - | - | - | | |
| f) Insurance Companies | | - | - | - | - | - | - | - | | |
| g) FIIS | | - | - | - | - | - | - | - | | |
| h) Foreign Venture Capital Funds | | - | - | - | - | - | - | - | | |
| i) Others (specify) | | - | - | - | - | - | - | - | | |
| | | - | - | - | - | - | - | - | | |
| SUB TOTAL (B)(1): | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| (2) Non Institutions | | | | | | | | | | |
| a) Bodies corporates | | - | - | - | - | - | - | - | | |
| i) Indian | | - | - | - | - | - | - | - | | |
| ii) Overseas | | - | - | - | - | - | - | - | | |
| b) Individuals | | - | - | - | - | - | - | - | | |
| i) Individual shareholders holding nominal share capital upto Rs.1 lakhs | | - | - | - | - | - | - | - | | |
| ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs | | - | - | - | - | - | - | - | | |
| c) Others (specify) | | - | - | - | - | - | - | - | | |
| SUB TOTAL (B)(2): | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| Total Public Shareholding (B)= (B)(1)+(B)(2) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| C. Shares held by Custodian for GDRs & ADRs | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| Grand Total (A+B+C) | | 107411 | - | 100.00 | NA | 107,411.00 | - | 100.00 | - | - |

(ii) SHARE HOLDING OF PROMOTERS

| Sl. No. | Shareholders Name | Shareholding at the beginning of the year(As on 01.04.2019) | | | Shareholding at the end of the year(As on 31.03.2020) | | | % change in share holding during the year |
|---------|--------------------------|---|----------------------------------|--|---|----------------------------------|--|---|
| | | No of shares | % of total shares of the company | % of shares pledged encumbered to total shares | No of shares | % of total shares of the company | % of shares pledged encumbered to total shares | |
| 1 | RAIL VIKAS NIGAM LIMITED | 107411 | 100 | 0 | 107411 | 100 | 0 | 0 |
| | Total | 107411 | 100 | 0 | 107411 | 100 | 0 | 0 |

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

| Sl. No. | | Share holding at the beginning of the Year (As on 01.04.2019) | | Cumulative Share holding during the year (2019-20) | |
|---------|--|---|----------------------------------|--|----------------------------------|
| | | No. of Shares | % of total shares of the company | No of shares | % of total shares of the company |
| | At the beginning of the year (As on 01.04.2019) | 107411 | 100 | 107411 | 100 |
| | Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase due to allotment. | 0 | 100 | 0 | 0 |
| | At the end of the year (As on 31.03.2020) | 107411 | 0 | 107411 | 100 |

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

| Sl. No | | Shareholding at the end of the year (as on 31.03.2020) | | Cumulative Shareholding during the year (2019-20) | |
|--------|--|--|----------------------------------|---|----------------------------------|
| | | No.of shares | % of total shares of the company | No of shares | % of total shares of the company |
| | For Each of the Top 10 Shareholders | | | | |
| | At the beginning of the year(As on 01.04.2019) | 0 | 0 | 0 | 0 |
| | Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | 0 | 0 | 0 | 0 |
| | At the end of the year (or on the date of separation, if separated during the year) | 0 | 0 | 0 | 0 |

(v) Shareholding of Directors & KMP

| Sl. No | For Each of the Directors & KMP | Shareholding at the end of the year | | Cumulative Shareholding during the year | |
|--------|--|-------------------------------------|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No of shares | % of total shares of the company |
| | At the beginning of the year(As on 01.04.2019) | 0 | 0 | 0 | 0 |
| | Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc) | 0 | 0 | 0 | 0 |
| | At the end of the year(As on 31.03.2020) | 0 | 0 | 0 | 0 |

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

| | Unsecured Loans | Deposits | Total Indebtedness |
|--|-----------------|----------|--------------------|
| Indebtness at the beginning of the financial year(As on 01.04.2019) | | | |
| i) Principal Amount | - | - | - |
| ii) Interest due but not paid | - | - | - |
| iii) Interest accrued but not due | - | - | - |
| Total (i+ii+iii) | - | - | - |
| Change in Indebtedness during the financial year | | | |
| Additions | - | - | - |
| Reduction | - | - | - |
| Net Change | - | - | - |
| Indebtedness at the end of the financial year(As on 31.03.2020) | | | |
| i) Principal Amount | - | - | - |
| ii) Interest due but not paid | - | - | - |
| iii) Interest accrued but not due | - | - | - |
| Total (i+ii+iii) | - | - | - |

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

| SI.No | Particulars of Remuneration | Name of the MD/ WTD/Manager |
|-------|--|--------------------------------|
| 1 | Gross salary | |
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961. | - |
| | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961 | - |
| | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 | - |
| 2 | Stock option | - |
| 3 | Sweat Equity | - |
| 4 | Commission | - |
| | as % of profit | - |
| | others (specify) | - |
| 5 | Others, please specify | - |
| | Total (A) | - |

B. Remuneration to other directors:

| SI.No | Particulars of Remuneration | Name of the Directors | | |
|-------|--|-----------------------|---|--------------|
| | | | | Total Amount |
| 1 | Independent Directors | - | - | |
| | (a) Fee for attending board committee meetings | 0 | 0 | 0 |
| | (b) Commission | 0 | 0 | 0 |
| | (c) Others, please specify | 0 | 0 | 0 |
| | Total (1) | 0 | 0 | 0 |
| 2 | Other Non Executive Directors | 0 | 0 | 0 |
| | (a) Fee for attending board committee meetings | 0 | 0 | 0 |
| | (b) Commission | 0 | 0 | 0 |
| | (c) Others, please specify. | 0 | 0 | 0 |
| | Total (2) | 0 | 0 | 0 |
| | Total (B)=(1+2) | 0 | 0 | 0 |
| | Total Managerial Remuneration | 0 | 0 | 0 |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

| Sl. No. | Particulars of Remuneration | Key Managerial Personnel | | |
|---------|--|--------------------------|-------------------|----------|
| | | CEO | Company Secretary | CFO |
| 1 | Gross Salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961. | 0 | 0 | 0 |
| | (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 | 0 | 0 | 0 |
| | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 | 0 | 0 | 0 |
| 2 | Stock Option | 0 | 0 | 0 |
| 3 | Sweat Equity | 0 | 0 | 0 |
| 4 | Commission | 0 | 0 | 0 |
| | as % of profit | 0 | 0 | 0 |
| | others, specify | 0 | 0 | 0 |
| 5 | Others, please specify | 0 | 0 | 0 |
| | | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 |

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Balance Sheet as at 31st March 2020

(₹ in Lakhs)

| | Particulars | Note No. | As at 31st March 2020 | As at 31st March 2019 |
|------------|---|----------|-----------------------|-----------------------|
| I. | ASSETS | | | |
| 1 | Non-current assets | | | |
| | (a) Property, Plant and equipment | 3 | 0.02 | 0.06 |
| | | | 0.02 | 0.06 |
| 2 | Current assets | | | |
| | (a) Financial Assets | | | |
| | (i) Cash and cash equivalents | 4 | 205.01 | 201.02 |
| | (ii) Other financial assets | 4.1 | - | - |
| | (b) Project work in Progress | 5 | - | - |
| | (c) Current Tax Assets (Net) | 11 | 0.03 | 1.56 |
| | (d) Other current assets | 6 | 0.68 | - |
| | | | 205.72 | 202.58 |
| | Total Assets | | 205.74 | 202.64 |
| II. | EQUITY AND LIABILITIES | | | |
| 1 | Equity | | | |
| | (a) Equity Share Capital | 7 | 10.74 | 10.74 |
| | (b) Other Equity | 8 | 1.88 | (2.56) |
| | | | 12.62 | 8.18 |
| | Liabilities | | | |
| 2 | Non-current Liabilities | | - | - |
| 3 | Current liabilities | | | |
| | (a) Financial Liabilities | | | |
| | (i) Other financial liabilities | 9 | 192.80 | 193.97 |
| | (b) Other current liabilities | 10 | 0.32 | 0.49 |
| | (c) Current Tax Liabilities(Net) | 11 | - | - |
| | | | 193.12 | 194.46 |
| | TOTAL Equity and Liabilities | | 205.74 | 202.64 |
| III. | See accompanying notes to the financial statements (1-25) | | | |

For and on behalf of Board of Directors

As per our Report of even date attached

For B.K. Gupta & Associates

Chartered Accountants

FRN : 002128N

B.K. Gupta

Partner

M. No. 080753

Sd/-

Sanjeeb Kumar

Director

DIN:03383641

Sd/-

Rajesh Prasad

Director

DIN:08585975

Place : New Delhi

Date :

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Statement of Profit and Loss for the year ended 31st March 2020

(₹ in Lakhs)

| Particulars | Note No. | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|--|----------|------------------------------------|------------------------------------|
| I. Revenue from operations | 12 | - | 861.07 |
| Other income | 13 | 10.59 | 10.98 |
| Total Income | | 10.59 | 872.05 |
| II. Expenses: | | | |
| Expenses on operations | 14 | - | 861.07 |
| Finance costs | 15 | 0.01 | - |
| Depreciation and amortization expenses | 16 | 0.04 | 0.04 |
| Other expenses | 17 | 4.77 | 5.95 |
| Total Expenses | | 4.82 | 867.06 |
| III Profit/loss Before exceptional items and Tax (II) | | 5.77 | 4.99 |
| IV Exceptional Items | | - | - |
| V Profit/(Loss) before tax (III-IV) | | 5.77 | 4.99 |
| VI Tax expense: | | | |
| (1) Current tax | | | |
| - For the year | 18 | 1.33 | 1.30 |
| - For earlier years (net) | 18 | - | - |
| (2) Deferred tax (net) | | | |
| Total Tax Expense (VI) | | 1.33 | 1.30 |
| VII Profit/(loss) for the period from continuing operation (V-VI) | | 4.44 | 3.69 |
| VIII Profit/(loss) from discontinued operations | | - | - |
| IX Tax Expense of discontinued operations | | - | - |
| X Profit/(loss) from discontinued operations (after tax) (VIII-IX) | | - | - |
| XI Profit/(loss) for the period (VII+X) | | 4.44 | 3.69 |
| XII Other Comprehensive Income | | | |
| A. (i) Items that will not be reclassified to profit and loss | | - | - |
| (ii) Income Tax relating to Items that will not be reclassified to profit and loss | | - | - |
| B. (i) Items that will be reclassified to profit and loss | | - | - |
| (ii) Income Tax relating to Items that will be reclassified to profit and loss | | - | - |
| XIII Total Comprehensive Income for the period (XI +XII) | | 4.44 | 3.69 |
| (Comprehensive profit and other comprehensive income for the period) | | | |
| XIV Earnings Per Equity Share: | | | |
| (For Continuing Operation) | | | |
| (1) Basic | 19 | 4.15 | 3.43 |
| (2) Diluted | 19 | 4.15 | 3.43 |
| XV Earnings Per Equity Share: | | | |
| (For discontinuing Operation) | | | |
| (1) Basic | | - | - |
| (2) Diluted | | - | - |
| XIV Earnings Per Equity Share: | | | |
| (For discontinued and continuing Operation) | | | |
| (1) Basic | 19 | 4.15 | 3.43 |
| (2) Diluted | 19 | 4.15 | 3.43 |

For and on behalf of Board of Directors

As per our Report of even date attached

For B.K. Gupta & Associates

Chartered Accountants

FRN : 002128N

B.K. Gupta

Partner

M. No. 080753

Place : New Delhi

Date :

Sd/-
Sanjeeb Kumar
Director
DIN:03383641

Sd/-
Rajesh Prasad
Director
DIN:08585975

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Statement of Cash Flow for the year ended on 31st March 2020

(₹ in Lakhs)

| | | For the year ended 31st March 2020 | | For the year ended 31st March 2019 | |
|--|----------|---------------------------------------|--------|---------------------------------------|---------|
| CASH FLOW FROM OPERATING ACTIVITIES | | | | | |
| Net Profit before taxation | | 5.77 | | 4.99 | |
| Adjustment for : | | | | | |
| Depreciation, amortization and impairment | | 0.04 | | 0.04 | |
| Interest Income | | (10.59) | | (10.98) | |
| Provisions - (Additions - Write back) (Net) | | - | | - | |
| Operating Profit before working capital changes | (1) | (4.78) | | (5.95) | |
| Adjustment for : | | | | | |
| Decrease / (Increase) in Project Work in progress | | - | | - | |
| Decrease / (Increase) in Other Financial Assets | | - | | - | |
| (Decrease) / Increase in Other Financial Liabilities | | (1.17) | | (3.59) | |
| (Decrease) / Increase in Other Liabilities & Provisions | | (0.17) | | (1.00) | |
| (Decrease) / Increase in Other Current Assets | | (0.68) | | 0.43 | |
| | (2) | (2.02) | | (4.16) | |
| Cash generated from operation | (1+2) | (6.80) | | (10.11) | |
| Income Tax Paid (Net of refunds) | | 0.20 | | (1.67) | |
| NET CASH FROM OPERATING ACTIVITIES | (A) | | (6.60) | | (11.78) |
| CASH FLOW FROM INVESTING ACTIVITIES | | | | | |
| Purchase of Fixed Assets including Capital WIP | | - | | - | |
| Interest Received | | 10.59 | | 10.98 | |
| NET CASH FROM INVESTING ACTIVITIES | (B) | | 10.59 | | 10.98 |
| CASH FLOW FROM FINANCING ACTIVITIES | | | | | |
| Dividend (including Dividend Distribution Tax) paid | | - | | - | |
| NET CASH FROM FINANCING ACTIVITIES | (C) | | - | | - |
| Effect of Exchange differences on translation of Foreign Currency Cash & Cash Equivalents | (D) | | - | | - |
| NET DECREASE IN CASH & CASH EQUIVALENT | A+B+C+D) | | 3.99 | | (0.80) |
| CASH AND CASH EQUIVALENT (OPENING) | (E) | | 201.02 | | 201.82 |
| Cash Balances | | | | | - |
| Balance with Banks | | | 164.42 | | 201.82 |
| Fixed Deposits | | | 36.50 | | - |
| Short term investments | | | 0.10 | | - |
| CASH AND CASH EQUIVALENT (CLOSING) | (F) | | 205.01 | | 201.02 |
| Cash Balances | | | | | |
| Balance in Banks | | | 11.41 | | 164.42 |
| Fixed Deposits | | | 193.50 | | 36.50 |
| Imprest Account | | | 0.10 | | 0.10 |
| Short term investments | | | | | |
| NET DECREASE IN CASH & CASH EQUIVALENT | (F - E) | | 3.99 | | (0.80) |

Cash Flow Statement has been prepared under indirect method as set out in IND AS-7 (Cash Flow Statements)

For and on behalf of Board of Directors
As per our Report of even date attached

For B.K. Gupta & Associates

Chartered Accountants
FRN : 002128N

B.K. Gupta
Partner
M. No. 080753
Place : New Delhi
Date :

Sd/-
Sanjeeb Kumar
Director
DIN:03383641

Sd/-
Rajesh Prasad
Director
DIN:08585975

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Statement of changes in equity for the year ended 31st March 2020

A. Equity share capital

(₹ in Lakhs)

| Particulars | Number of Share in Lakhs | Amount |
|---|--------------------------|--------------|
| Balance as at 1st April 2018 | 1.07 | 10.74 |
| Changes in equity share capital during the year | | |
| Issue of equity shares capital during the year | - | - |
| Balance as at 31st March 2019 | 1.07 | 10.74 |
| Changes in equity share capital during the year | | |
| Issue of equity shares capital during the year | - | - |
| Balance as at 31st March 2020 | 1.07 | 10.74 |

B. Other Equity (₹ in Lakhs)

| Particulars | Reserve & Surplus Retained Earnings | Total |
|---|-------------------------------------|---------------|
| Balance as at 1st April 2018 | (6.25) | (6.25) |
| Changes in accounting policy or prior period errors | - | - |
| Restated Balance as at 1st April 2018 | (6.25) | (6.25) |
| Profit for the year | 3.69 | 3.69 |
| Other Comprehensive Income for the year (net of income tax) | - | - |
| Total Comprehensive Income for the year | 3.69 | 3.69 |
| Dividends paid | - | - |
| Balance as at 31st March 2019 | (2.56) | (2.56) |
| Changes in accounting policy or prior period errors | - | - |
| Restated Balance as at 1st April 2019 | (2.56) | (2.56) |
| Profit for the year | 4.44 | 4.44 |
| Other Comprehensive Income for the year (net of income tax) | - | - |
| Total Comprehensive Income for the year | 4.44 | 4.44 |
| Dividends paid | - | - |
| Balance as at 31st March 2020 | 1.88 | 1.88 |

The accompanying notes are integral part of financial statements.

For and on behalf of Board of Directors
As per our Report of even date attached

For B.K. Gupta & Associates
Chartered Accountants
FRN : 002128N

B.K. Gupta
Partner
M. No. 080753
Place : New Delhi
Date :

Sd/-
Sanjeeb Kumar
Director
DIN:03383641

Sd/-
Rajesh Prasad
Director
DIN:08585975

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Notes forming Part of the Financial Statement ended 31st March 2020

Notes- 1 & 2

1. General Information

High Speed Rail Corporation of India Limited is public limited company domiciled and was incorporated in India under the Provisions of the Company Act, 1956 on July 25, 2012 with the Object of carrying out Business related to Planning, designing, development, construction, manufacturing, assembling, fabricating, processing, installing, maintenance, operation, and financing of Railway Infrastructure and related logistic support systems, including rolling stock, of all types in India and abroad of High Speed Rail Projects and other rail based traffic, as may be approved by Government of India or Rail Vikas Nigam limited or any other such Competent Authority. The registered office of the company is located at 1st Floor August Kranti Bhawan, Bhikaji Cama Place, New Delhi- 110066, India.

2.1 Basis of Preparation

a) Statement of Compliance

The financial statements as at and for the year ended 31st March, 2020 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the Companies Act, 2013 as companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

b) Basis of Measurement

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

- i. Certain financial assets and liabilities measured at fair value.

c) Use of estimates and judgement

Primary Estimates-The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of income and expenses. Examples of such estimates

includes estimates of provision for doubtful debts, future obligations under employee retirement benefit plans and estimated useful life of property, plant and equipment. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Future results could differ due to changes in these estimates and difference between the actual result and the estimates are recognised in the period in which the results are known/ materialize. All financial information presented in Indian rupees and all values are rounded to the nearest lakhs except where otherwise stated.

d) Cash flow statement

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

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

e) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates (Functional Currency). The financial statements are presented in Indian rupees, which is presentation currency of company.

f) Property, plant and equipment

- 1 Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any Cost of asset includes the following
 - i. Cost directly attributable to the acquisition of the assets
 - ii. Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

- 2- Cost of replacement, major inspection, repair of significant parts are capitalized if the recognition criteria are met.
- 3- An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from continued use of assets. Any gain or loss arising on disposal or retirement of an item of property, plant an equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in statement of profit or loss.

g) Intangible Assets

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

Intangible assets comprise of license fees, other implementation costs for system software and other application software acquired for in-house use. The costs are capitalized in the year in which the relevant software is implemented for use. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes, and any directly attributable expenditure on making the asset ready for its intended use.

h) Depreciation

- (a) Depreciation on Property, plant and Equipment is provided on Straight Line basis (SLM) over the useful life of the assets as specified in Schedule II of the Companies Act, 2013.
- (b) Each part of an item of Property, Plant and Equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.

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

| Particulars | Useful Life (years) |
|-------------------|---------------------|
| Office Equipments | 5 |

- (c) Depreciation methods, useful lives and residual values are reviewed at each reporting date, with the effect of change in estimate accounted for on a prospective basis.

i) Provisions

Provision is recognised when:

- i) The Company has a present obligation as a result of a past event,
- ii) A probable outflow of resources is expected to settle the obligation and iii) A reliable estimate of the amount of the obligation can be made. Reimbursement of the expenditure required to settle a provision is recognised as per contract provisions or when it is virtually certain that reimbursement will be received.

Provisions are reviewed at each Balance Sheet date.

Provision which expected to be settled beyond 12 months are measured at the present value by using pre-tax discount rate that reflects the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expenses.

j) Revenue Recognition

a) Revenue from Contracts with Customers

Company recognises revenue when it satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset. At the contract inception company determines for each performance obligations whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. If the performance obligation does not satisfies at over time, the performance obligation is satisfied at a point in time.

b) Other Revenue Recognition

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

k) Impairment of non-financial assets

In accordance with Indian Accounting Standard-36 Impairment of Assets, the carrying amounts of Company's assets are reviewed at each Balance

Sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated as the higher of the net selling price or the value in use. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount.

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

l) Taxes.

a) Current income tax

- i. Taxes including current income-tax are computed using the applicable tax rates and tax laws.
- ii. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.
- iii. Current income tax assets and liabilities for current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities, liability for additional taxes if any, is provided / paid as and when assessments are completed.
- iv. Current tax related to OCI Item are recognized in Other Comprehensive Income (OCI).

b) Deferred tax

- i. Deferred income tax is recognized using balance sheet approach.
- ii. Deferred income tax assets and liabilities are recognized for temporary differences which is computed using the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.
- iii. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.
- iv. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred

income tax asset to be utilized.

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

m) Earnings Per Share.

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

n) Contingent Liabilities and contingent Assets

- (a) Contingent Liabilities are disclosed in either of the following case
 - i) A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation; or
 - ii) A reliable estimate of the present obligation cannot be made; or
 - iii) A possible obligation, unless the probability of outflow of resource is remote.
- (b) Contingent assets is disclosed where an inflow of economic benefits is probable.
- (c) Contingent Liability and Provisions needed against Contingent Liability and Contingent Assets are reviewed at each Reporting date.
- (d) Contingent Liability is net of estimated provisions considering possible outflow on settlement.

o) Fair Value Measurement

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

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

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

p) Financial instruments

“Initial recognition and measurement Financial Instruments recognized at its fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial instruments.

a. Subsequent measurement

Financial Assets financial assets are classified in following categories:

- a) At Amortised Cost
- b) Fair value through Other Comprehensive Income.
- c) Fair value through Profit and loss account.
- b. Debt instrument at Amortised Cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets measured at amortised cost using effective interest rate method less impairment if any. The EIR amortisation is included in finance income in the statement of profit and loss.
- c. Debt instrument at FVTOCI
A ‘debt instrument’ is classified as at the FVTOCI if both of the following criteria are met:
 - The objective of the business model is achieved both by collecting contractual

cash flows and selling the financial assets, and

- The asset’s contractual cash flows represent SPPI. Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned is recognised using the EIR method.

- d. Debt instrument at FVTPL FVTPL is a residual category for financial Assets.

Any financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the company may elect to designate financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. If doing so reduces or eliminates a measurement or recognition inconsistency. The company has not designated any financial asset as at FVTPL. Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Financial liabilities

- a) Financial liabilities at Amortised Cost
Financial liabilities at amortised cost represented by trade and other payables, security deposits and retention money are initially recognized at fair value and subsequently carried at amortized cost using the effective interest rate method.
- b) Financial liabilities at FVTPL The company has not designated any financial liabilities at FVTPL.

e. Derecognition

Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial

assets) is derecognized only when the contractual rights to the cash flows from the asset expires or it transfers the financial assets and substantially all risks and rewards of the ownership of the asset.

Financial Liability

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

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

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

g) Project Transfer

MoR Funded Projects through RVNL: PWIP of MoR funded projects are adjusted against fund received from MoR through RVNL. The amount of expenditure incurred on projects recognised during the period including opening balance of PWIP for MoR funded projects are being adjusted as at 31.03.2018 from the fund received from MoR through RVNL and from subsequent year adjustment are carried out on annually basis.

h) The Accounting Policies that are currently not relevant to the company have not been disclosed, when such accounting policies become relevant, the same shall be disclosed.

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
Notes forming Part of the Financial Statement ended 31st March 2020

Note -3

Property, Plant and equipment

| | (₹ in Lakhs) | |
|---|-------------------|-------------|
| | Office Equipments | Total |
| <u>Cost or valuation</u> | | |
| As at 1st April 2018 | 0.22 | 0.22 |
| Additions | - | - |
| Disposals/Adjustments | - | - |
| As at 31st March 2019 | 0.22 | 0.22 |
| Additions | - | - |
| Disposals/Adjustments | - | - |
| As at 31st March 2020 | 0.22 | 0.22 |
| <u>Depreciation and impairment</u> | | |
| As at 1st April 2018 | 0.12 | 0.12 |
| Depreciation charge for the year | 0.04 | 0.04 |
| Disposals/Adjustments | - | - |
| As at 31st March 2019 | 0.16 | 0.16 |
| Depreciation charge for the year | 0.04 | 0.04 |
| Disposals/Adjustments | - | - |
| As at 31st March 2020 | 0.20 | 0.20 |
| <u>Net book value</u> | | |
| As at 31st March 2020 | 0.02 | 0.02 |
| As at 31st March 2019 | 0.06 | 0.06 |

Note: - 4

Financial Assets

Cash and cash equivalents

| | (₹ in Lakhs) | |
|-------------------------|-----------------------|-----------------------|
| Particulars | As at 31st March 2020 | As at 31st March 2019 |
| Balances with banks: | | |
| – On Current accounts | 11.41 | 164.42 |
| – Flexi Accounts | 193.50 | 36.50 |
| Other Advance (Imprest) | 0.10 | 0.10 |
| | 205.01 | 201.02 |

Amount of ₹ 0.10 Lakhs represents Imprest Balance

Note:- 4.1

Other financial assets

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|------------------------------------|-----------------------|-----------------------|
| i) Accrued Interest | | |
| Accrued Interest on Flexi deposits | - | - |
| | - | - |

Note:- 5

Project work in Progress

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|--|-----------------------|-----------------------|
| PPE (Incidental Expenses) | - | - |
| Preliminary Project Expenditure | | 861.07 |
| Less: | | |
| Sale of Tender | - | - |
| Liquidated Damages | - | - |
| | - | 861.07 |
| Less: Project Transferred to RVNL [refer note. 12 (1) (a)] | - | 861.07 |
| | - | - |

Note:- 6

Other current assets

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---------------------|-----------------------|-----------------------|
| Input Credit of GST | 0.68 | - |
| | 0.68 | - |

Note: - 7

Equity Share capital

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|--|-----------------------|-----------------------|
| Authorised share capital | | |
| March 31, 2020 50,00,000 (March 31, 2019: 50,00,000 Equity share of ₹10 each | 500.00 | 500.00 |
| | 500.00 | 500.00 |
| Issued/Subscribed and Paid up Capital | | |
| March 31, 2020 1,07,411 (March 31, 2019: 1,07,411) Equity share of ₹10 each | 10.74 | 10.74 |
| | 10.74 | 10.74 |

Note 7.1 Reconciliation of the number of equity shares and share capital

| Particulars | As at 31st March 2020 | | As at 31st March 2019 | |
|---|-----------------------|--------------|-----------------------|--------------|
| | No of shares | (₹ in Lakhs) | No of shares | (₹ in Lakhs) |
| Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year | 1.07 | 10.74 | 1.07 | 10.74 |
| Add: Shares Issued during the year | - | - | - | - |
| Issued/Subscribed and Paid up equity Capital outstanding at the end of the year | 1.07 | 10.74 | 1.07 | 10.74 |

Terms/Rights attached to Equity Shares

The Company has only one class of equity shares referred to as equity shares having at par value of ₹ 10/-. Each holder of one equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares shall be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts.

Shares held by Holding Company

The Company is a 100% Wholly Owned Subsidiary of Rail Vikas Nigam Limited (along with 4 Nominees of Holding Company). Rail Vikas Nigam Limited holds 1,07,405 shares & its Nominee holds 6 shares, Face value of share is ₹ 10 each.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| Name of the shareholder | As at 31st March 2020 | | As at 31st March 2019 | |
|---|-----------------------|------------------------|-----------------------|------------------------|
| | No of shares | % holding in the class | No of shares | % holding in the class |
| Rail Vikas Nigam Limited (along with 6 Nominees) -Holding Company (1,07,411 shares fully paid up @ ₹ 10/- per share) | 1.07 | 100.00% | 1.07 | 100.00% |
| Total | 1.07 | 100.00% | 1.07 | 100.00% |

Aggregate no. of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

| Particulars | 31st March 2020 | 31st March 2019 | 31st March 2018 | 31st March 2017 | 31st March 2016 |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|
| | Number | Number | Number | Number | Number |
| Equity shares allotted other than cash | - | - | - | - | - |
| Equity shares issue as bonus | - | - | - | - | - |
| Total | - | - | - | - | - |

Note: - 8

Other Equity

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---------------------------------|-----------------------|-----------------------|
| (a) Retained Earnings | | |
| Opening Balance | (2.56) | (6.24) |
| Add: Profit/(Loss) for the Year | 4.44 | 3.69 |
| Closing Balance | 1.88 | (2.56) |

Note: - 9

Other financial liabilities

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|--------------------------------------|-----------------------|-----------------------|
| (i) Other Financial Liability | | |
| Other Payables | 192.80 | 193.97 |
| Total | 192.80 | 193.97 |

Note: - 10

Other current liabilities

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---|-----------------------|-----------------------|
| i) Other Advances | | |
| Advance from Ministry of Railways for Project feasibility study | - | - |
| Less: | | |
| Advance transferred to RVNL | - | - |
| ii) Others | | |
| Statutory Liabilities | | |
| Tax Deducted at Source | 0.32 | 0.49 |
| GST | - | - |
| Total | 0.32 | 0.49 |

Note:-11

Current Tax

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|--|-----------------------|-----------------------|
| Current Tax Assets/ (Liabilities) | | |
| Income Tax refundable | | 1.19 |
| Prepaid taxes | 1.36 | 1.67 |
| Provision for Current Tax | (1.33) | (1.30) |
| Total | 0.03 | 1.56 |
| Net Current Assets/ (Liabilities) | 0.03 | 1.56 |

Note: - 12

Revenue from Operation

(₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---|---------------------------------------|---------------------------------------|
| Revenue from transfer Projects to RVNL. | | 861.07 |
| | - | 861.07 |

Note (1) : Operating Income:

- (a). Project expenditure amounting to Nil Lakhs (Previous Year : ₹ 861.07 lakhs) incurred on MoR funded projects through RVNL are transferred to RVNL and recognised as revenue.
- (b). High Speed Rail Corporation of India Limited (HSRCL) is anticipating earnings on account of D & G charges from MoR through RVNL on transfer of Projects. Amount of D&G charges is yet to be approved by Railways Board (MoR). Hence, the revenue on account of D&G charges has not been recognised.

Note: - 13

Other Income

(₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|-------------------------------|---------------------------------------|---------------------------------------|
| Interest on Flexi Account | 10.49 | 10.98 |
| Interest on Income Tax Refund | 0.10 | - |
| | 10.59 | 10.98 |

Note:- 14

Expenses on Operation (₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---------------------------------|---------------------------------------|---------------------------------------|
| Expense on transfer of Projects | | 861.07 |
| Total | - | 861.07 |

Note:- Project expenditure amounting to Nil Lakhs (Previous Year ₹ 861.07 lakhs) incurred on MoR funded projects through RVNL and recognised as expenditure .

Note:- 15

Finance costs

(₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---------------------------------|---------------------------------------|---------------------------------------|
| Interest Expenses on Income tax | 0.01 | - |
| Total | 0.01 | - |

Note:- 16

Depreciation and amortization expenses

(₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|------------------------------|---------------------------------------|---------------------------------------|
| Property Plant and equipment | 0.04 | 0.04 |
| Total | 0.04 | 0.04 |

Note:- 17

Other expenses

(₹ in Lakhs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|-------------------------------|---------------------------------------|---------------------------------------|
| Legal & Professional Fees | 1.54 | 1.46 |
| Office Expenses | 1.20 | 1.44 |
| Payment to Auditors: | | |
| As Auditors - Statutory Audit | 1.20 | 1.70 |
| Tax Audit | - | 0.50 |
| GST Audit | 0.20 | 0.40 |
| Out of pocket Expenses | - | - |
| Website Maintenance charges | 0.44 | 0.44 |
| ROC Fee Expenses | 0.19 | 0.01 |
| Total | 4.77 | 5.95 |

Note: - 18

Tax Expense

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|--|-----------------------|-----------------------|
| Current income tax: | | |
| Current income tax charge | 1.33 | 1.30 |
| Adjustments in respect of current income tax of previous year | - | - |
| Deferred tax: | | |
| Relating to origination and reversal of temporary differences | - | - |
| Income tax expense reported in the statement of profit or loss | 1.33 | 1.30 |

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for period ended 31st March 2020

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---|-----------------------|-----------------------|
| Accounting profit before tax from continuing operations | 5.77 | 4.99 |
| Profit/(loss) before tax from a discontinued operation | | |
| Accounting profit before income tax | 5.77 | 4.99 |
| At India's statutory income tax rate of 22.88% (31st March 2019: 26%) | 1.32 | 1.30 |
| Adjustments in respect of current income tax of previous years | - | - |
| Expenses Not deductible for Income Tax Purpose | 0.01 | 0.01 |
| Income Tax expenses reported in Statement of profit and loss | 1.33 | 1.30 |
| Effective tax Rate | 22.97% | 26.10% |
| Income tax expense reported in the statement of profit and loss | 1.33 | 1.30 |
| Income tax attributable to a discontinued operation | - | - |
| | 1.33 | 1.30 |

Note: - 19

Earnings per share (EPS)

(₹ per share)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|------------------------------|------------------------------------|------------------------------------|
| Basic EPS | | |
| From continuing operation | 4.15 | 3.43 |
| From discontinuing operation | - | - |
| Diluted EPS | | |
| From continuing operation | 4.15 | 3.43 |
| From discontinuing operation | - | - |

28.1 Basic Earning per Share

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

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

(₹ per share)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---|------------------------------------|------------------------------------|
| Profit attributable to equity holders of the company: | | |
| Continuing operations | 4.44 | 3.69 |
| Discontinuing operations | | |
| Earnings used in calculation of Basic Earning Per Share | 4.44 | 3.69 |
| Weighted average number of shares for the purpose of basic earnings per share | 1.07 | 1.07 |

28.2 Diluted Earning per Share

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

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|--|---------------------------------------|---------------------------------------|
| Profit attributable to equity holders of the company: | | |
| Continuing operations | 4.44 | 3.69 |
| Discontinuing operations | | |
| Earnings used in calculation of diluted Earning Per Share from continuing operations | 4.44 | 3.69 |

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

(₹ per share)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|--|---------------------------------------|---------------------------------------|
| Weighted average number of Equity shares used in calculation of basic earnings per share | 1.07 | 1.07 |
| Effect of dilution: | | |
| Share Options | - | - |
| Weighted average number of Equity shares used in calculation of diluted earnings per share | 1.07 | 1.07 |

Note-20

Related Party Disclosures:

a) Parent Company

- (i) Rail Vikas Nigam Limited

b) Key Managerial personnel of the entity

- (i) Pradeep Gaur : Director
- (ii) Vijay Anand : (Director upto 12th September 2019)
- (iii) Arun Kumar : (Director upto 3rd March 2020)
- (iv) Ashok Kumar Choudhary : (Director upto 30th June 2020)
- (v) Rajesh Prasad : Director
- (vi) Vinay Singh : Director
- (vii) Sanjeeb Kumar : Director

c) Disclosure of transactions with related parties:

(₹ in Lakhs)

| Particulars | Transactions during the year 2019-20 | Transactions during the year 2018-19 | Particulars of contracts/Arrangements |
|---|--------------------------------------|--------------------------------------|---|
| | | | Nature of Transaction |
| 1. Transactions with Rail Vikas Nigam Limited | - | 1,011.00 | Advance received from RVNL (Net) |
| | - | 861.07 | Project expenditure incurred transferred to RVNL. |

d) Amount of outstanding balance

(₹ in Lakhs)

| Particulars | Amount outstanding as at 31st March 2020 | Amount outstanding as at 31st March 2019 |
|--------------------------|--|--|
| Rail Vikas Nigam Limited | 189.77 | 189.77 |

The amount outstanding are unsecured and will be settled in cash. There have been no guarantees provided or received for any related party receivable or payable.

Sub-contract work have been received from Ministry of railways which has been made at the price prevailing in market.

Note:- 21

Fair Value measurements

(i) Financial Instruments by Category

(₹ in Lakhs)

| Particulars | As at 31st March 2020 | | | As at 31st March 2019 | | |
|-----------------------------|-----------------------|--------|----------------|-----------------------|--------|----------------|
| | FVTPL | FVTOCI | Amortised Cost | FVTPL | FVTOCI | Amortised Cost |
| Financial Assets | | | | | | |
| Cash and Cash Equivalents | | | 205.01 | | | 201.02 |
| Others | | | - | | | - |
| Total Financial Assets | - | - | 205.01 | - | - | 201.02 |
| Financial Liabilities | FVTOCI | FVTOCI | Amortised Cost | FVTPL | FVTOCI | Amortised Cost |
| Other Payables | | | 192.80 | | | 193.97 |
| Total Financial Liabilities | - | - | 192.80 | - | - | 193.97 |

Financial risk management

The Company's principal financial liabilities comprise other payables. The main purpose of these financial liabilities is to finance the company's operations. The Company's principal financial assets include cash. The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. Company has not hedged its Financial risks. All risks are Uncovered risk.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises from cash held with banks and financial institutions. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The Company take care for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

Financial instruments and cash deposits

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

d) Liquidity risk

Ultimate responsibility for liquidity risk management rest with the board of directors the company manages maintaining adequate banking facilities and reserves borrowing facilities by continuously monitoring forecast and actual cash flows and by matching the maturities of financial liabilities

Note 22: Previous Year figures has been rearranged, reclassified and regrouped wherever necessary to make them confirmatory with current year figures

Note 23:- There are no leases in company accordingly due to Ind AS 116 (leases) there is no impact on Financial Statements.

Note 24:- COVID-19 impacts on the Financial statements The pandemic of COVID-19 has not result in any material impact of the Company's financial statements at year ended 2020. Since March 2020, the consequences of the COVID-19 outspread have disrupted the work of the Company however Management is having a reasonable assurance that these uncertainties do not cast significant doubt on the Company's ability to continue as a going concern.

Note 25: Approval of Financial Statements

The financial statements were approved for issue by the Board of Directors on

INDEPENDENT AUDITORS' REPORT

To

The Members' of High Speed Rail Corporation of India Limited

Report on the Audit of the standalone Financial Statements

We have audited the accompanying standalone financial statements of High Speed Rail Corporation of India Limited ("the Company"), which comprises the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Financial Statements give the information required by the Companies Act 2013 (The Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles, generally accepted in India, of the State of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting standards (Ind AS) prescribed under Section of 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the financial statements by the Directors of the Company, as aforesaid.

In preparing the financial statements, the Board of Directors of the Company is responsible for assessing the Company's ability to continue as going concern, disclosing, as applicable, matters related to going

concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('The Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. **As required by Section 143(3) of the Act, based on our audit we report that :**
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the Directors of the Company as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'.
 - (g) With respect to the other matters to be included in Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i The Company does not have any pending litigations which would impact its financial position;
 - ii The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii There were no amounts which were required to be transferred to the Investor Education and Protection fund by the Company.
3. **Assessment of COVID-19 Impact:**

We draw attention to Note No. 24, which describes the uncertainty arising from Covid-19 Pandemic and impacting of the Company's operation as going concern and assurance that these uncertainties do not cast of the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.
4. As required by the directions issued by the Comptroller and Auditor General of India, in terms of sub-section(5) of section 143 of the Act, we give the compliance report in 'Annexure C'

For B. K. Gupta & Associates
Chartered Accountants
FRN: 002128N

Sd/-
CA B. K. Gupta
Partner
M. No.: 080753

Place: Delhi
Date: 27.07.2020

TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of High Speed Rail Corporation of India Limited ('the Company')

- (i) In respect of the Company's property, plant and equipment:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for the physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company doesn't own any immovable property.
- (ii) The Company doesn't have any inventory, thus paragraph (ii) of the Order is not applicable to the Company.
- (iii) The Company has not granted any loans, secured or unsecured, to Companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, the requirement of clause 3(iii) (a), (b) and (c) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (iv) The Company does not have any loans, investments, guarantees and security referred to in section 185 and 186 of the Companies Act 2013. Accordingly, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3(v) of the Order is not applicable to the Company.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section(1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) According to information and explanations given to us, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods & Service Tax, Service Tax, Value Added Tax, duty of Customs, duty of Excise, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods & Service Tax, duty of Customs, duty of Excise, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term Loans and hence reporting under clause 3(ix) of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) As per notification no. GSR 463(e) dated 5th June 2015 issued by Ministry of Corporate Affairs, Government of India, Section 197 of the Companies Act, 2013 is not applicable to the Government Companies. Accordingly, the provisions of clause 3(xi) of the Order are not applicable to the Company.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with sections 177 and 188 of the Act, where applicable, for all transactions with related parties and details of related party transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its Directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable. The Company is not a non banking financial company, hence registration under Section 45-I A of the Reserve Bank of India Act, 1934 does not arise.

For B. K. Gupta & Associates
Chartered Accountants
FRN: 002128N

Sd/-
CA B. K. Gupta
Partner
M. No.: 080753

Place: Delhi
Date: 27.07.2020

TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of High Speed Rail Corporation of India Limited

We have audited the internal financial controls over financial reporting of **HIGH SPEED RAIL CORPORATION OF INDIA LIMITED** ("the Company"), as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the effectiveness of the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for

external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over financial reporting issued by the ICAI.

For B. K. Gupta & Associates
Chartered Accountants
FRN: 002128N

Sd/-
CA B. K. Gupta
Partner
M. No.: 080753

Place: Delhi
Date: 27.07.2020

‘ANNEXURE C’ TO THE INDEPENDENT AUDITOR’S REPORT

Annexure to the Independent Auditor’s Report referred in paragraph 3 of our report of even date relating to the directions issued by Comptroller and Auditor General of India, in terms of sub-section (5) of section 143 of the Act on the financial statements of High Speed Rail Corporation of India Limited (HSRCIL) for the year ended 31st March 2020.

| Sl. No. | Directions | Auditor’s Replies |
|---------|--|--|
| (i) | Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated. | The company has system in place to process all the accounting transaction through IT system. All accounting transactions are accounted for through IT system and there is no financial implication on the integrity of the accounts. |
| (ii) | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts /loans/ interest etc. made by a lender to the company due to the company’s inability to repay the loan? If yes, the financial impact may be stated. | There is no case of restructuring, waiver or write off of debt or loan or interest etc. |
| (iii) | Whether funds received/receivable for specific schemes from central/ state agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation. | There are no funds received / receivable for any schemes from Central/State agencies. Therefore Not Applicable. |

For B. K. Gupta & Associates
Chartered Accountants
FRN: 002128N

Sd/-
CA B. K. Gupta
Partner
M. No.: 080753

Place: Delhi
Date: 27.07.2020



भारतीय लेखापरीक्षा एवं लेखा विभाग
कार्यालय प्रधान निदेशक लेखापरीक्षा
रेलवे वाणिज्यक, नई दिल्ली
INDIAN AUDIT AND ACCOUNTS DEPARTMENT
OFFICE OF THE PRINCIPAL DIRECTOR OF AUDIT
RAILWAY-COMMERCIAL, NEW DELHI



संख्या: पी.डी.ए./आर. सी./Acs.Audit-HSRCL/13-48/2020-21/158

दिनांक: 16.09.2020

सेवा में,

प्रबंध निदेशक,
हाई स्पीड रेल कारपोरेशन ऑफ़ इंडिया लिमिटेड
नई दिल्ली।

विषय: 31 मार्च 2020 को समाप्त वर्ष के लिए हाई स्पीड रेल कारपोरेशन ऑफ़ इंडिया लिमिटेड के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, हाई स्पीड रेल कारपोरेशन ऑफ़ इंडिया लिमिटेड के 31 मार्च 2020 को समाप्त वर्ष के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ अद्योषित कर रहा हूँ।

कृपया इस पत्र की संलग्नको सहित प्राप्ति की पावती भेजी जाए।

भवदीय,

(के. एस. रामवालिया)
प्रधान निदेशक (रेलवे वाणिज्यक)

संलग्न: यथोपरी

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143 (6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF HIGH SPEED RAIL CORPORATION OF INDIA LIMITED FOR THE YEAR ENDED 31 MARCH 2020.

The preparation of financial statements of **HIGH SPEED RAIL CORPORATION OF INDIA LIMITED** for the period ended 31st March 2020 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The Statutory Auditor appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 27.07.2020.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of **HIGH SPEED RAIL CORPORATION OF INDIA LIMITED** for the period ended 31st March 2020 under section 143(6)(a) of the Act.

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



(K.S. Ramuwallia)
Principal Director of Audit
Railway Commercial, New Delhi

Place: New Delhi
Dated: 16.09.2020