



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED

Annual Report 2020-21

Regd. Office: C-3, Sector 6, PANCHKULA –134109.

Telephone no: 0172-2563003

E-mail: adphmrtc1@gmail.com Website: www.hmrtc.org.in

CIN No. U60200HR2012SGC045471



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
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BOARD OF DIRECTORS OF HMRTC AS ON 31.03.2023

CHAIRMAN

Sh. Sanjeev Kaushal, IAS
Chief Secretary, Haryana

VICE-CHAIRMAN

Sh. Arun Kumar Gupta, IAS
Addl. Chief Secretary to Government of Haryana,
Town & Country Planning Department & Urban Local Bodies Department

DIRECTORS

Sh. Sudhir Rajpal, IAS
Chief Executive Officer,
Gurugram Metropolitan Development
Authority.

Sh. Ankur Gupta, IAS
Addl. Chief Secretary to Government of
Haryana, Public Works (B & R) Department.

Sh. Anurag Rastogi, IAS
Addl. Chief Secretary to Government of
Haryana, Finance Department.

Sh. Anand Mohan Sharan, IAS
Addl. Chief Secretary to Government of
Haryana, Industries & Commerce
Department.

Sh. Navdeep Singh Virk, IPS,
Principal Secretary to Government of
Haryana, Transport Department.

Sh. Vikas Gupta, IAS,
Managing Director, HSIIDC, Panchkula.

Sh. T.L Satyaprakash, IAS,
Director General Town & Country
Planning Department, Haryana.

Sh. Karan Singh, IRTS,
Director Operations & Business Development,
HMRTC.

Sh. Ravinder Kumar Garg,
Independent Director

Sh. Sunil Kumar,
Independent Director

MANAGING DIRECTOR

Sh. Ajit Balaji Joshi, IAS
Chief Administrator, Haryana Shehri Vikas Pradhikaran, Panchkula.

STATUTORY AUDITORS

M/s. Avnish Sharma & Associates, Chartered Accountants.

CHIEF FINANCIAL OFFICER

Sh. Chaman Lal Sharma

GENERAL MANAGER (FINANCE)

Smt. Archana Goswami

COMPANY SECRETARY

Smt. Nidhi Bansal



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NOTICE

Notice is hereby given that the 9th Adjoined Annual General Meeting of the Corporation will be held on **Friday, 31st March, 2023 at 01:00 p.m** at shorter notice at the **Registered Office of the Corporation** i.e C-3, HSVP Complex, Sector-6, Panchkula to transact the following business:-

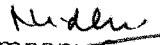
ORDINARY BUSINESS:-

1. To receive, consider and adopt the audited Statement of Accounts for the year that ended on 31st March, 2021 alongwith Auditors' and Board's report and comments of Comptroller & Auditor General of India, thereon.

The members are requested to consider and if thought fit pass with or without modification(s), the following resolution as an Ordinary Resolution:-

"RESOLVED THAT" the Audited standalone Financial Statements of the Company for the financial year 2020-21, comprising the Balance Sheet as at March 31, 2021, Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flow for the year ended on that date together with the Notes to the Financial Statements, including summary of significant accounting policies and other explanatory information appended thereto, alongwith the Independent Auditor's Reports, Directors' Report & annexures appended thereto, inter-alia, comments of the Comptroller and Auditor General of India u/s 143(6)(b) of the Companies Act, 2013 on the Annual Financial Statements be and are hereby received, noted, considered and adopted."

By order of the Board
For Haryana Mass Rapid Transport Corpn.Ltd


(Company Secretary)
For Managing Director

PLACE: PANCHKULA
Dated: 31/03/2023

To,

Distribution:

(With a request to make it convenient to attend the meeting on the above said date, time and venue.)

1. All the Shareholders of HMRTC.
2. All the Board Members of HMRTC.
3. M/s Avnish Sharma & Associates, Chartered Accountants, Statutory Auditors of HMRTC for the financial year 2020-21.



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NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and upon a poll to vote on his behalf. A proxy need not be a member of the Company. Proxies may be lodged with the company duly executed at least 48 hours before the meeting. Proxy form is attached.
2. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of total share capital of the company carrying voting rights. A member holding more than 10% of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Members are requested to bring their attendance slip along with copy of the annual report to the meeting.
4. In case of joint holders attending the meeting only such joint holder who is higher in order of names will be entitled to vote.



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DIRECTORS' REPORT

To,

**The Shareholders,
Haryana Mass Rapid Transport Corporation Limited
Panchkula.**

Dear Members,

Your Directors have pleasure in presenting the 9th Annual Report on the business and operations of the Company together with the Audited Accounts, Auditors' Report and comments of the Comptroller and Auditor General of India thereon for the financial year ended 31st March, 2021.

1. FINANCIAL HIGHLIGHTS

The financial performance of the Company for the year ended 31st March, 2021 with comparative position of the previous year is as under: -

PARTICULARS	2020-21 (in Rs.)	2019-2020 (in Rs.)
Total Income	49,59,80,959	24,04,56,768
Total Expenditure	54,36,66,196	22,98,68,023
Profit Before Tax	(47685237)	1,05,88,745
Less: Tax Expenses:		
- Current Tax	-	29,49,443
- Deferred Tax	(14,170)	(1,657)
- Mat Credit Entitlement	-	4,84,604
Other Comprehensive Income	--	--
Profit for the Year	(4,76,71,067)	71,56,356

During the year, the company has incurred loss of Rs. 4,76,71,067/-.

2. CAPITAL STRUCTURE

During the year under review, there was no change in the authorized equity share Capital and paid-up equity share capital of the Company. As on 31st March, 2021 the Authorized Share Capital of the company was Rs. 100 crore consisting of 10 crore equity shares of Rs. 10/- each. The issued & paid up share capital was Rs. 28,23,52,000/- consisting of 2,82,35,200 equity shares of Rs. 10/- each. The entire paid-up share capital is held by the State Government of Haryana and its agencies. The extent of shareholding alongwith stakeholder percentage as on 31st March, 2021 is stated as hereunder:-

S.No	Shareholder Name	No. of Shares	% age
	State Government	1,44,00,000	51%
1.	Financial Commissioner & Principal Secretary, T & C Planning Department (Nominee of State Government)	1,43,95,000 shares	
2.	Financial Commissioner & Principal Secretary, Industries & Commerce Department. (Nominee of State Government)	1000 shares	
3.	Principal Secretary (Finance), Government of Haryana. (Nominee of State Government)	1000 shares	
4.	Director General, Haryana Town & Country Planning Department. (Nominee of State Government)	1000 shares	
5.	Financial Commissioner Principal Secretary, Govt. of Haryana Public Works Department. (Nominee of State Government)	1000 shares	
6.	Principal Secretary to Govt. of Haryana, Transport Department. (Nominee of State Government)	1000 shares	
7.	Chief Administrator, Haryana Shehri Vikas Pradhikaran (HSVP)	56,46,000	20%
8.	Managing Director, Haryana State Industrial & Infrastructure Development Corporation Ltd (HSIIDC)	53,65,600	19%
9.	Chief Executive Officer, Gurugram Metropolitan Development Authority (GMDA)	28,23,600	10%
	Total	2,82,35,200	100%

During the financial year 2020-21 there has been no change in the capital structure of the company.

- **Issue of equity shares with differential rights**
Company has not issued any equity shares with differential rights during the Financial Year 2020-21.
- **Issue of sweat equity shares**
Company has not issued any Sweat equity shares during the Financial Year 2020-21.
- **Issue of employee stock options**
Company has not issued any Employee's Stock Option during the Financial Year 2020-21.
- **Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees**
Company has not created any provision for purchase of its own shares by way of "purchase by employees or by trustees for the benefit of employees" in the financial year 2020-21.

3. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint venture or associate company. Hence, the provision regarding incorporation of a separate segment for disclosure of financial positions and performance of the subsidiary, associate and joint venture companies is not applicable to the company.

4. DIVIDEND

As the company has incurred loss, therefore, no Dividend has been declared by the Company for the Financial Year 2020-21.

5. RESERVES

Loss during the year has been transferred to Reserve & Surplus for the year 2020-21.

6. REVIEW OF BUSINESS OPERATIONS AND FUTURE OUTLOOK

- Total Revenue from the operations of the Company is **NIL**. However, Company has other income amounting to Rs.49,59,80,959/- during the year ending 31.3.2021.
- Loss incurred by the Company in the Financial Year ending 31/03/2021 is Rs. 4,76,71,067/-

Status of Projects:-

i. Metro link from Sikanderpur station to NH-8, Gurugram & Metro link from Sikanderpur station to NH-56, Gurugram

- Operation & Maintenance (O&M) of Rapid Metro Gurugram has been taken over by HMRTC & handed over to DMRC as licensee on 23.10.2019. Total route length of this metro corridor is 11.6 km. During the year DMRC continued to handle the operations and maintenance of the said links as per the license agreement.
- As per the orders of Hon'ble Supreme Court, 80% of debt due amounting to Rs. 1925.92 crore has been deposited on 25.06.2021 by HSVP in the existing Escrow accounts of RMGL/RMGSL. The matter of Rapid metro is under the process of Arbitration.
- All the efforts are being done by the HMRTC to increase the ridership and revenues.

ii. Metro connectivity from HUDA City Centre -Cyber City, Gurugram:

- Council of Ministers approved the proposal of metro connectivity from HUDA City Centre-Cyber City Gurugram in its meeting held on 13.08.2020. The total length of this corridor is 28.50 km having 27 stations with the project cost of Rs. 5452.72 crores.

- DPR of the project alongwith Comprehensive Mobility Management Plan and Alternative Analysis Report for Gurugram MRTS was forwarded to Ministry of Housing and Urban Affairs, Govt. of India on 03.02.2021 for approval.
- Project has been approved by the Public Investment Board (PIB) in its meeting held on 17.11.2022 and is soon expected to be approved by Government of India.

iii. Metro rail connection for a spur connectivity from Rezangla chowk up to Sector 21, Dwarka:

- Hon'ble CM, Haryana, in a meeting held on 27.05.2019 decided that connectivity from Rezangla Chowk up to Sector 21 Dwarka may also be taken up.
- Consultant namely, M/s RITES has submitted DPR of the project on 04.08.2022. The total length of this corridor is 8.40 km having 7 stations with the completion cost of Rs. 1891.56 Crore.
- Council of Ministers approved the DPR in its meeting held on 19.10.2022.
- DPR of the project has been forwarded to MOHUA vide letter dated 10.11.2022 for consideration and approval.

A. RRTS Projects

i. Sarai Kale-Khan(SKK)- Shahjahanpur –Neemrana- Behror (SNB)- Regional Rapid Transit System (RRTS) Project

- National Capital Region Transport Corporation Limited (NCRTC) has taken up the projects of RRTS connectivity between Sarai Kale-Khan(SKK)- Shahjahanpur –Neemrana- Behror (SNB).
- The total length of this proposed RRTS corridor from Sarai-Kale-khan to SNB is 106.5 km with 16 stations (Delhi-04, Haryana-11 and Rajasthan-1) and the estimated cost is Rs. 37,987 crore with share of Haryana Govt. is Rs.6,436 crore. The DPR of the project has been approved by the Council of Ministers in its meeting held on 13.02.2019. The decision of CMM has already been conveyed to NCRTC vide letter dated 22.02.2019. DPR is under active consideration of Government of India for approval. Preconstruction activities have been started.

ii. Sarai Kale-Khan(SKK)-Panipat-Regional Rapid Transit System (RRTS) Project

- National Capital Region Transport Corporation Limited (NCRTC) has taken up the projects of RRTS connectivity between Sarai Kale Khan (SKK)-Panipat. The total length of this proposed RRTS corridor from Sarai-Kale-khan to Panipat is 103.02 km with 17 stations (Delhi-01 and Haryana-11) and the estimated cost is Rs. 29,296 crore with share of Haryana Govt. is Rs.4,699 crore. The DPR of the project has been approved by the Council of Ministers in its meeting held on 23.12.2020. The decision of CMM has already been conveyed to NCRTC. Approval of Government of NCT Delhi is awaited.

- Hon'ble Chief Minister in a meeting held on 06.01.2020 decided that Delhi-Panipat RRTS Corridor may be extended up to Karnal, Haryana. DPR is being prepared by NCRTC.

7. CHANGE IN THE NATURE OF BUSINESS IF ANY

No change occurred in the nature of business in the Financial Year 2020-21 and the Company is continuing its main objects as major business activities.

8. DEPOSITS

The Company has not accepted any deposit from the public within the purview of Section-73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. There were no outstanding deposits on the date of the Financial Statement.

9. PARTICULARS OF EMPLOYEES

The information required pursuant to Section-197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, which is exempted for Government Company, may be treated as NIL.

10. EXTRACT OF ANNUAL RETURN

In accordance with the provisions of Section-92(3) of the Companies Act 2013 read with Rule-12 of the Companies (Management & Administration) Rules, 2014, extract of Annual Return in Form MGT-9 is attached as **Annexure-I** to this report.

11. FORMAL ANNUAL EVALUATION OF BOARD, COMMITTEE AND INDIVIDUAL DIRECTOR OF THE COMPANY

HMRTC being a Government Company, the provisions of section 134(3)(p) of the Companies Act, 2013 and relevant Rules do not apply in view of the Gazette Notification dated 05.06.2015 issued by Government of India, Ministry of Corporate Affairs.

12. RELATED PARTY TRANSACTIONS

The Corporation has not entered into any contract or arrangement / transaction with related parties during the year under review hence the provisions of Section-188(1) of the Companies Act, 2013 are not applicable to the company and accordingly, the information in Form No. AOC -2 attached as **Annexure-II** to this report is NIL. The details of the transactions with related parties are also provided in the Company's Annual Financial Statement in accordance with the Accounting Standards read with Accounting Policies.

13. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT AS PER SECTION 186

There were no loans, guarantees or investments made by the Company exceeding the limits specified under Section 186 of the Companies Act, 2013 during the year under review and, hence, the said provision is not applicable.

14. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the company occurred between the end of the financial year to which the financial statements relate and the date of the report.

15. MAINTENANCE OF COST RECORDS

The Central Government has not prescribed the maintenance of cost records under Sub-Section (1) of Section-148 of the Companies Act, 2013, for the services rendered by the company.

16. STATUTORY AUDITORS

By virtue of being a Government Company, pursuant to the provisions of Section 139(5) of the Companies Act, 2013, the Statutory Auditors of the Company are appointed by the office of the Comptroller & Auditor General, India (CAG). The Comptroller and Auditor General of India had appointed M/s Avnish Sharma & Associates, Chartered Accountants, H.No. 49, Sushila Villa, Sector 7, Panchkula as the Statutory Auditors for the Financial Year 2020-21. The Statutory Auditor has given his Independent Audit Report alongwith audited financial Statements for the year ended 31 March 2021 on 10.06.2022. The Independent Auditor's Reports on the Audited Financial Statements of the Company for the financial year ended 31 March 2021 is enclosed with the Board's Report.

17. COMMENTS ON THE REPORT OF THE STATUTORY AUDITORS

There are no frauds reported U/s 143(12) of the Companies Act, 2013, by the Statutory Auditors, requiring disclosure in the Directors Report or reporting to the Central Government. However, the reply of the management on the qualifications / observations made by the Statutory Auditors in their report are annexed to the Financial Statements, which form part of the Annual Report.

18. COMMENTS AND REPORT OF THE COMPTROLLER & AUDITOR GENERAL OF INDIA (C&AG)

The Comptroller & Auditor General of India have conducted Supplementary audit of the financial statements of the Corporation for the year ended 31st March, 2021 U/s 143(6) (b). The comments of Comptroller & Auditor General of India U/s 143(6) (b) have also been received vide letter No. AMG-IV/Section-1/HMRTC/BS-2020-21/2022-23/473 dated 03.03.2023 alongwith the Management Letter from the O/o Principal Accountant General (Audit), Haryana

issued vide letter No. AMG-IV/S-1/HMRTC/BS2020-21/2022-23/474 dated 03/03/2023 pointing out the deficiencies noticed during supplementary audit. The comments of C&AG as well as the Management Letter have also been annexed to the Financial Statements and form part of the Annual Report alongwith the reply / explanation by the management on the same.

19. SECRETARIAL AUDIT REPORT

HMRTC being a Company having paid up share capital less than fifty crore rupees and turnover of less than two hundred fifty crore for the financial year 2020-2021, so, the company is not mandatorily required to obtain Secretarial Audit Report. Therefore, no such report has been obtained.

20. CORPORATE GOVERNANCE CERTIFICATE

HMRTC being an unlisted Company, hence, provisions related to Corporate Governance is not applicable to the Company.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provision of Section 135 of the Companies Act-2013 regarding Corporate Social Responsibility are not applicable to the Company as the Company is not covered by any of the conditions regarding Net-Worth, Turnover & PBT (Profit Before Tax) as stipulated under Section 135 of the Companies Act, 2013. Therefore, there is no obligation for the Company regarding Corporate Social Responsibility.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The information on conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section-134(3)(m) of the Companies Act, 2013 read with Rule-8(3) of the Companies (Accounts) Rules, 2014 are as follows:-

a)	Conservation of energy: <ul style="list-style-type: none"> • Steps taken for conservation • Steps taken for utilizing alternate sources of energy • Capital investment on energy conservation equipments 	NIL
b)	Technology absorption: <ul style="list-style-type: none"> • Efforts made for technology absorption • Benefits derived • Expenditure on Research & development, if any • Details of technology imported, if any. • Year of import • Whether imported technology fully absorbed • Areas where absorption of imported technology has not taken place, if any. 	NIL
c)	Foreign Exchange Earnings / Outgo: <ul style="list-style-type: none"> • Earnings • Outgo 	NIL

23. RISK MANAGEMENT

Being a Government Company working in Transport and infrastructural industry, Company faces numerous risks relating to specific industry and government policies, of which the Board is very well aware and consistently develops various policies to cope up with the upcoming challenges.

24. BOARD OF DIRECTORS

Directors on the Board of the Company are appointed by the State Government. The composition of Board of Directors of HMRTC as on 31.03.2021 is as under: -

Sr. No.	Name of the Director	Designation	DIN	Date of appointment
1.	Sh. Vijai Vardhan, IAS	Chairperson/ Nominee Director	00989547	30.09.2020
2.	Sh. Alok Nigam, IAS	Ex-officio Director / Nominee Director	02973269	30.09.2020
3.	Sh. Siddhi Nath Roy, IAS	Ex-officio Director/ Nominee Director	02599769	27.11.2019
4.	Sh. T.V.S.N Prasad, IAS	Ex-officio Director/ Nominee Director	07043990	19.03.2018
5.	Sh. Sudhir Rajpal, IAS	Ex-officio Director/ Nominee Director	00107802	04.02.2021
6.	Sh. Shatrujeet Kapur, IPS	Ex-officio Director/ Nominee Director	07631220	26.10.2020
7.	Sh. Apoorva Kumar Singh, IAS	Vice-Chairman/Ex- officio Director/ Nominee Director	01421375	01.06.2018
8.	Sh. Anurag Agarwal, IAS	Ex-officio Director/ Nominee Director	02294055	22.01.2020
9.	Sh. Vijayendra Kumar, IAS	Ex-officio Director/ Nominee Director	00806849	04.02.2021
10.	Sh. Ajit Balaji Joshi, IAS	Ex-officio Director/ Managing Director	07577069	08.02.2021
11.	Sh. K. M. Pandurang, IAS	Ex-officio Director/ Nominee Director	08463173	20.03.2018
12.	Sh. Manoj Singhal	Independent Director	00010647	06.03.2019
13.	Sh. Ravinder Kumar Garg.	Independent Director	00206373	06.03.2019

25. CHANGES IN DIRECTORS

The composition of the Board of Directors has undergone some changes during the FY 2020-21. The following Directors / Key Managerial Personnel (KMP) have been appointed/ retired/ ceased to be Directors of the Company during the year and from April, 2021 till the date of this report: -

Sr. No.	Name of the Director	Designation	DIN	Date of Change	Nature of Change
1.	Sh. Vijai Vardhan, IAS	Chairperson / Nominee Director	00989547	30/09/2020	Appointment
2.	Sh. Alok Nigam, IAS	Nominee Director	02973269	30/09/2020	Appointment
3.	Sh. Rajeev Arora, IAS	Nominee Director	00263865	30/09/2020	Cessation
4.	Sh. Shatrujeet Kapur, IPS	Nominee Director	07631220	26/10/2020	Appointment

5.	Sh. Anurag Rastogi, IAS	Nominee Director	00124372	26/10/2020	Cessation
6.	Sh. Vinay Singh Yadav, IAS	Managing Director	07183157	29/10/2020	Appointment
7.	Sh. Pankaj Yadav, IAS	Managing Director	08861705	29/10/2020	Cessation
8.	Smt. Nidhi Bansal	Company Secretary	-NA-	01/02/2021	Appointment
9.	Sh. Sudhir Rajpal, IAS	Nominee Director	00107802	04/02/2021	Appointment
10.	Sh. Sh. Varinder Singh Kundu, IAS	Nominee Director	01653855	04/02/2021	Cessation
11.	Sh. Vijayendra Kumar, IAS	Nominee Director	00806849	04/02/2021	Appointment
12.	Sh. Vinay Singh Yadav, IAS	Managing Director	07183157	08/02/2021	Cessation
13.	Sh. Ajit Balaji Joshi, IAS	Managing Director	07577069	08/02/2021	Appointment
14.	Sh. Om Parkash	Chief Financial Officer (CFO)	-NA-	22/02/2021	Appointment
15.	Sh. Om Parkash	Chief Financial Officer (CFO)	-NA-	27/07/2021	Cessation
16.	Sh. Kanwal Jit Singh	Chief Financial Officer (CFO)	-NA-	27/07/2021	Appointment
17.	Sh. Manoj Singhal	Independent Director	00010647	31/05/2021	Cessation
18.	Sh. Sunil Kumar	Independent Director	07324517	27/08/2021	Appointment
19.	Sh. Arun Kumar Gupta, IAS	Nominee Director	05265538	01/09/2021	Appointment
20.	Sh. Siddhi Nath Roy, IAS	Nominee Director	02599769	01/09/2021	Cessation
21.	Smt. Kala Ramachandran, IPS	Nominee Director	09319842	06/09/2021	Appointment
22.	Sh. Shatrujeet Kapur, IPS	Nominee Director	07631220	06/09/2021	Cessation
23.	Sh. Vijai Vardhan, IAS	Chairperson / Nominee Director	00989547	30/11/2021	Cessation
24.	Sh. Alok Nigam, IAS	Nominee Director	02973269	30/11/2021	Cessation
25.	Sh. Apoorva Kumar Singh, IAS	Nominee Director	01421375	30/11/2021	Cessation
26.	Sh. Anurag Agarwal, IAS	Nominee Director	02294055	30/11/2021	Cessation
27.	Sh. Sanjeev Kaushal, IAS	Chairperson / Nominee Director	02297406	01/12/2021	Appointment
28.	Sh. Devender Singh, IAS	Nominee Director	01792131	01/12/2021	Appointment
29.	Sh. Anurag Rastogi, IAS	Nominee Director	00124372	01/12/2021	Appointment
30.	Sh. Vikas Gupta, IAS	Nominee Director	06680312	01/12/2021	Appointment
31.	Smt. Kala Ramachandran, IPS	Nominee Director	09319842	14/01/2022	Cessation
32.	Sh. Navdeep Singh Virk, IPS	Nominee Director	09476058	14/01/2022	Appointment
33.	Sh. Devender Singh, IAS	Nominee Director	01792131	31/07/2022	Cessation
34.	Sh. Karan Singh, IRTS	Director (Operations &	09693579	02/08/2022	Appointment

		Business Development)			
35.	Sh. T.V.S.N Prasad, IAS	Nominee Director	07043990	03/08/2022	Cessation
36.	Sh. Vijayendra Kumar, IAS	Nominee Director	00806849	03/08/2022	Cessation
37.	Sh. Ankur Gupta, IAS	Nominee Director	01892533	03/08/2022	Appointment
38.	Sh. Anand Mohan Sharan, IAS	Nominee Director	02539327	03/08/2022	Appointment
39.	Sh. Kanwal Jit Singh	Chief Financial Officer (CFO)	-NA-	03/08/2022	Cessation
40.	Sh. Chaman Lal Sharma	Chief Financial Officer (CFO)	-NA-	24/08/2022	Appointment
41.	Sh. K.M Pandurang, IAS	Nominee Director	08463173	29/08/2022	Cessation
42.	Sh.T.L Satyaprakash, IAS	Nominee Director	02964717	29/08/2022	Appointment

The Board places on record its deep sense of gratitude and appreciation to outgoing Directors for immense contribution, strategic guidance provided by them during their tenure in the Company.

26. INDEPENDENT DIRECTORS, DECLARATION BY INDEPENDENT DIRECTOR(S) AND RE- APPOINTMENT, IF ANY

As per the requirements of Companies Act, 2013; Sh. Manoj Singhal and Sh. Ravinder Kumar Garg were appointed Independent Directors of HMRTC on 06.03.2019 and they continued to be independent Directors of HMRTC during the year.

27. BOARD MEETINGS & ATTENDANCE

The Board meets at regular intervals to discuss and decide business policies and strategy apart from other businesses and matters. The notice and agenda of Board Meetings is given well in advance to all the Directors. During the FY 2020-21, due to Covid-19 pandemic and other administrative reasons, only three meetings of the Board of Directors were held as per the details given below:-

Sr. No.	Date of the meeting	Total of Directors on the date of the meeting	No. of Director attended	% of attending
1.	08/06/2020	12	8	66.67
2.	08/12/2020	12	8	66.67
3.	31/03/2021	13	7	53.85

The presence of Directors in Board Meetings is mentioned hereunder:-

Sr. No.	Name of the Director	No. of Meeting held during their tenure	No. of Meeting attended
1.	Sh. Vijai Vardhan, IAS	2	1
2.	Sh. Alok Nigam, IAS	2	1

3.	Sh. Siddhi Nath Roy, IAS	3	0
4.	Sh. T.V.S.N Prasad, IAS	3	2
5.	Sh. Sudhir Rajpal, IAS	1	1
6.	Sh. Shatrujeet Kapur, IPS	2	2
7.	Sh. Apoorva Kumar Singh, IAS	3	3
8.	Sh. Anurag Agarwal, IAS	3	0
9.	Sh. Vijayendra Kumar, IAS	1	1
10.	Sh. Ajit Balaji Joshi, IAS	1	1
11.	Sh. K. M. Pandurang, IAS	3	1
12.	Sh. Manoj Singhal	3	1
13.	Sh. Ravinder Kumar Garg.	3	3

28. RELATION BETWEEN DIRECTORS INTER-SE

None of the Directors of the Company are related to each other within the meaning of Relative as per Section-2(77) of the Companies Act, 2013.

29. KEY MANAGERIAL PERSONNEL (KMP)

Pursuant to Section-203 of the Companies Act, 2013 as on 31.03.2021, the Key Managerial Personnel (KMP) of the Company were as under :-

Name	Designation
Sh. Ajit Balaji Joshi, IAS	Managing Director
Sh. Om Parkash	Chief Financial Officer (w.e.f 22.02.2021 till 27.07.2021)
Sh. Kanwal Jit Singh	Chief Financial Officer (w.e.f 27.07.2021)
Smt. Nidhi Bansal	Company Secretary (w.e.f 01.02.2021)

30. COMMITTEES OF THE BOARD OF DIRECTORS

1. Audit Committee

In compliance with the provisions of Section-177 of the Companies Act, 2013, the Company has constituted an Audit Committee. The terms of reference of the Audit Committee are in accordance with the Section-177 of the Companies Act, 2013. During the FY 2020-21, one meeting of the Audit Committee was held on 04.12.2020 and the Audit Committee consisted of three directors with Independent Directors forming majority as under:-

1.	Chief Administrator-cum-Managing Director-HMRTC	Chairman of the Committee
2.	Sh. Ravinder Kumar Garg Independent Director	Member
3.	Sh. Manoj Singhal Independent Director	Member

2. Nomination & Remuneration Committee

As a good corporate governance practice, the Board has constituted a Nomination and Remuneration Committee in terms of the requirements of the Companies Act, 2013 read with rules made thereunder. However, being a state PSU, the criteria for qualification and remuneration of Directors and Key

Managerial Personnel is decided by the State Govt. and the Government of India, Ministry of Corporate Affairs (MCA), vide Notification GSR 463, dated 5th June, 2015 notified that sub-sections 2, 3 & 4 of Section 178 of the Companies Act, 2013 shall not apply to Govt. Companies except with regard to appointment of "Senior Management" and other employees. In view of exemption granted by MCA, the issue with respect to appointment and other matters related to Directors are no more applicable to HMRTC, since, the power to nominate / appoint the Directors vests with the State Government.

31. GENERAL MEETING OF SHAREHOLDERS

During the year, the 8th Annual General Meeting of Shareholders of the Company for the Financial Year 2019-20 was held on 31.03.2021 at the Registered Office in Panchkula, but was adjourned sine-die due to non-receipt of C&AG report. Thereafter, the adjourned Annual General Meeting for the Financial Year 2019-20 was held on 30.03.2022 and the Shareholders passed resolution related to adoption of Financial Statements, appointment of Statutory Auditors and fixing their remuneration.

32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

No adverse orders were passed by the authorities which impacts the going concern status and company's operations during the year. Further, the status of pending litigation arising out of the termination of the Concession Contracts dated 09.12.2009 by Rapid MetroRail Gurgaon Limited ("**RMGL**") and termination of the Concession Contracts dated 03.01.2012 by Rapid MetroRail Gurgaon South Limited ("**RMGSL**") has been separately mentioned in Note No. 40 of notes forming part of financial statements. As per the orders of Hon'ble Supreme Court vide its judgment dated 26.03.2021, 80% of debt due amounting to Rs. 1925.92 cr has been deposited on 25.06.2021 by HSVP in the existing Escrow accounts of both the concessionaires i.e. RMGL and RMGSL. Further, an Arbitral Tribunal has been constituted on 09.08.2022 to adjudicate the disputes between HMRTC & RMGL/RMGSL under the chairmanship of Ms. Justice Indu Malhotra (Retd. Supreme Court Judge) and the matter is being taken-up by the Arbitral Tribunal as per schedule.

33. COMPANY CONFIRMS THE FOLLOWING :-

- a) None of the Directors is disqualified for appointment as per Section 164 of the Companies Act' 2013.
- b) Company has not issued any Equity shares with differential voting rights, Sweat Equity shares and ESOP.
- c) No Statutory Auditor resigned during the year.
- d) No relative of Director was appointed to place of profit.
- e) There is no deposit covered under Chapter V of Companies Act 2013.
- f) There is no change in the nature of business.
- g) The financial statements were prepared by the Company in accordance with applicable Indian Accounting Standards (Ind AS) and the same

together with the Auditors Report thereof form part of the Annual Report.

- h) There were no amounts lying with the Company which were required to be transferred to the Investor Education and Protection Fund.
- i) Due care has been taken by the company for complying with the provisions of applicable Secretarial Standards viz. SS-I and SS-II on meetings of the Board of Directors and General Meeting respectively issued by the Institute of Company Secretaries of India under Section-118(10) of the Companies Act, 2013.
- j) There is no such report of frauds as per Audit Report of Standalone and Consolidated in respect of frauds reported by Auditors under section 143(12) other than those which are reportable to the Central Government.
- k) Disclosure under Rule 8(5) (xi) of Companies (Accounts) Rules, 2014: There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code 2016 during the year along with their status as at the end of the financial year.
- l) Disclosure under Rule 8(5) (xii) of Companies (Accounts) Rules, 2014: No loan is taken from the Banks or Financial Institutions.

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

The Company has an adequate system of Financial Control administered by management and financial experts. The financial management is also adequate as per the statutory auditors of the Company as mentioned in their Audit Report for financial year 2020-21.

35. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company strives to provide a safe and conducive work environment and to redress complaints received regarding sexual harassment. Neither any complaint was filed nor was any complaint pending for disposal under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 against the company during the Financial Year under review.

36. VIGIL MECHANISM

The provisions of Section-177(9) of the Companies Act, 2013 regarding the development of Vigil Mechanism or Whistle Blower Policy are not applicable to the Company. Company is yet to start commercial operations. The standard operating procedures regarding the operations of the company are under process of development. However the company being the Government Company is guided by code of conduct as per Government guidelines.

37. RIGHT TO INFORMATION

In order to promote transparency and accountability, an appropriate mechanism has been set up across the Company in line with the Right to

Information Act, 2005. Company has nominated SPIOs and Appellate Authorities to provide required information under the provisions of the Act.

38. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to provisions of Section-134(5) of the Companies Act, 2013 the Directors hereby state and confirm that:


- a) In the preparation of the annual accounts for the financial year ended 31st March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The accounting policies have been applied consistently and judgments and estimates that were reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that year under review;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts for the financial year ended 31st March, 2021 have been prepared on a going concern basis;
- e) The Company has laid down internal financial controls and such internal financial controls are adequate and were operating effectively;
- f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

39. ACKNOWLEDGEMENTS

The Board places on record their appreciation for the advice, guidance and support given by the various officials of HMRTC and various Departments and agencies of Govt. of Haryana. The Board also acknowledges and extends sincere thanks to the Comptroller and Auditor General of India, Statutory Auditors and bankers for their continued support and co-operation.

For and on behalf of the Board of Directors

Place: PANUKULA
Date: 31-03-23


Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069

Annexure-I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
for the financial year ended on 31.03.2021

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

1.	CIN	U60200HR2012SGC045471
2.	Registration Date	24/03/2012
3.	Name of the Company	HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED.
4.	Category/Sub-Category of the Company	Company limited by shares/State Government Company
5.	Address of the Registered office and contact details	C-3, Sector-6, Panchkula
6.	Whether listed company	No
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable.

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)

S. No.	Name and Description of main products / services	NPCS Code of the Product/ service	% to total turnover of the company
1	RAILWAYS (METRO RAILWAYS)	99532124	NIL (the company has not started its operations)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name	Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Share s held	Applicable Section
-----NIL-----						

The company has no subsidiary as on the date of this report.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01/04/2020)				No. of Shares held at the end of the year (As on 31/03/2021)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	PROMOTER								
(1)	Indian								
a)	-	-	-	-	-	-	-	-	-
b)	-	-	-	-	-	-	-	-	-
c)	-	1,44,00,000	1,44,00,000	51	-	1,44,00,000	1,44,00,000	51	NIL
d)	-	53,65,600	53,65,600	19	-	53,65,600	53,65,600	19	NIL
e)	-	-	-	-	-	-	-	-	-
f)	-	56,46,000	56,46,000	20	-	56,46,000	56,46,000	20	NIL
g)	-	28,23,600	28,23,600	10	-	28,23,600	28,23,600	10	NIL
Sub-Total (A) (1)	-	2,82,35,200	2,82,35,200	100	-	2,82,35,200	2,82,35,200	100	-
(2)	Foreign								
a)	-	-	-	-	-	-	-	-	-
b)	-	-	-	-	-	-	-	-	-
c)	-	-	-	-	-	-	-	-	-
d)	-	-	-	-	-	-	-	-	-
e)	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter	-	2,82,35,200	2,82,35,200	100	-	2,82,35,200	2,82,35,200	100	-
(A) = (A)(1) + (A)(2)	-	2,82,35,200	2,82,35,200	100	-	2,82,35,200	2,82,35,200	100	-
B	PUBLIC SHAREHOLDING								
(1)	Institutions								
a)	-	-	-	-	-	-	-	-	-
b)	-	-	-	-	-	-	-	-	-
c)	-	-	-	-	-	-	-	-	-
d)	-	-	-	-	-	-	-	-	-
e)	-	-	-	-	-	-	-	-	-
f)	-	-	-	-	-	-	-	-	-
g)	-	-	-	-	-	-	-	-	-
h)	-	-	-	-	-	-	-	-	-
i)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
(2)	Non Institutional								
a)	Body Corporate								
i.	Indian								
ii.	Overseas								
b)	Individuals								
i.	-	-	-	-	-	-	-	-	-
ii.	-	-	-	-	-	-	-	-	-

C)	Others (specify)	-	-	-	-	-	-	-	-
Sub Total (B)(2)		-	-	-	-	-	-	-	-
Total Public Shareholding (B) = (B)(1)+(B)(2)		-	-	-	-	-	-	-	-
C	Shares held by Custodian for GDRs & ADRs= (C)	-	-	-	-	-	-	-	-
Grand Total (A)+(B)+(C)		-	2,82,35,200	2,82,35,200	100	-	2,82,35,200	2,82,35,200	100

(ii) Shareholding of Promoters

Sr No	Shareholder's Name	Shareholding at the beginning of the year (As on 01/04/2020)			Share holding at the end of the year (As on 31/03/2021)			% 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	Financial Commissioner & Principal Secretary T & C Planning Department	1,43,95,000	50.98	-	1,43,95,000	50.98	-	Nil
2	Financial Commissioner & Principal Secretary & Commerce Department	1000	0.004	-	1000	0.004	-	Nil
3	Principal Secretary (Finance) Government of Haryana	1000	0.004	-	1000	0.004	-	Nil
4	Director General, Haryana. Town & Country Planning Department	1000	0.004	-	1000	0.004	-	Nil
5	Principal Secretary, Government of Haryana, Transport Department	1000	0.004	-	1000	0.004	-	Nil
6	Chief Administrator, HSVP	56,46,000	20.00	-	56,46,000	20.00	-	Nil
7	Finance Commissioner, Principal Secretary, Govt of Haryana. Public Works Department	1000	0.004	-	1000	0.004	-	Nil
8	Managing Director, Haryana State Industrial & Infrastructure Development Limited	53,65,600	19.00	-	53,65,600	19.00	-	Nil
9	Chief Executive Officer, Gurugram Metropolitan	28,23,600	10.00	-	28,23,600	10.00	-	Nil

	Development Authority (GMDA)							
	TOTAL	2,82,35,200	100	-	2,82,35,200	100	-	0

(iii) **Change in Promoters' Shareholding (please specify, if there is no change)**

Sr. No.		Shareholding at the beginning of the year (As on 01/04/2020)		Cumulative Shareholding during the year (01/04/2020 to 31/03/2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	2,82,35,200	100%	2,82,35,200	100%
2	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):	Nil	Nil	Nil	Nil
3	At the End of the year	2,82,35,200	100%	2,82,35,200	100%

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

Sr. No.	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative shareholding during the year (01/04/2020 to 31/03/2021)	
		No. of shares at beginning (01/04/2019) at ending (31/03/2020)	% of total shareholding of the company				No. of shares	% of total shareholding of the company
-----NIL-----								

(v) **Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative shareholding during the year (01/04/2020 to 31/03/2021)	
		No. of shares at beginning (01/04/2019) at ending (31/03/2020)	% of total shareholding of the company				No. of shares	% of total shareholding of the company
-----NIL-----								

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	0	0	0	0

i)	Principal Amount	0	0	0	0
ii)	Interest due but not paid	0	0	0	0
iii)	Interest accrued but not due	0	0	0	0
	Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year					
•	Addition (loan from State Govt. & HSVP)	68,77,02,554	0	0	68,77,02,554
•	Reduction	0	0	0	0
	Net Change	68,77,02,554	0	0	68,77,02,554
Indebtedness at the end of the financial year					
i)	Principal Amount	62,45,48,263	0	0	62,45,48,263
ii)	Interest due but not paid	0	0	0	0
iii)	Interest accrued but not due	6,31,54,291	0	0	6,31,54,291
	Total (i+ii+iii)	68,77,02,554	0	0	68,77,02,554

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

Remarks: All the directors other than Independent Directors are Government employees. Their remuneration is as per Government norms and service rules.

B. Remuneration to other directors:

(Directors other than Managing Director and Whole Time Directors)

S. No	Particulars of Remuneration	Name of Director		Total Amt in Rs.
1	Independent Director	Sh. Ravinder Kumar Garg (DIN: 00206373)	Sh. Manoj Singhal (DIN: 00010647)	
	Fee for attending board / committee meetings	20,000	5,000	25,000
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)	20,000	5,000	25,000
2.	Other Non-Executive Directors	-	-	-
	Fee for attending board / committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total B= (1)+(2)	20,000	5,000	25,000
	Total Managerial Remuneration	20,000	5,000	25,000
	Overall Ceiling as per the Act	-----NA-----		

C. Remuneration To Key Managerial Personnel Other Than Managing Director/Manager/Whole Time Director


S. No	Particulars of Remuneration	Name of KMP : Nidhi Bansal Designation : Company Secretary	Total Amount (In Rs.)
1	Gross salary	1,30,000/-	1,30,000/-
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission	as % of profit	NIL
		others, specify	NIL
5.	Others, please specify	NIL	NIL
	Total	1,30,000/-	1,30,000/-

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					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place: PANMUKUL
Date: 31.03.23


Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069

Annexure - II


Form No. AOC-2

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

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

- 1. Details of contracts or arrangements or transactions not at arm's length basis: NIL**
- 2. Details of material contracts or arrangement or transactions at arm's length basis: NIL**

Place: PANCHKULA
Date: 31.03.23

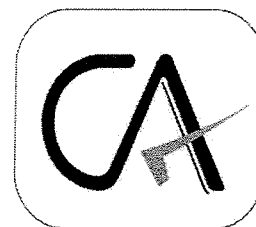

Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579

For and on behalf of the Board of Directors


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069

AVNISH SHARMA & ASSOCIATES
CHARTERED ACCOUNTANTS

#49, SUSHILA VILLA, SECTOR 7, PANCHKULA, HARYANA-134109
SCO 39, 1ST FLOOR, SECTOR 20-C, DAKSHIN MARG, CHANDIGARH-160020
Phone no. : (O) 0172-4666330, 4625749 (M) 9872980396
E-mail: avnishca@hotmail.com



INDEPENDENT AUDITOR'S REPORT

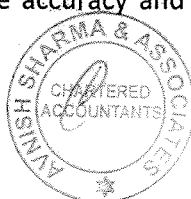
To
The Members of
Haryana Mass Rapid Transport Corporation Limited.

Report on the Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED (CIN:U60200HR2012SGC045471)**, ("the company") which comprise the Balance Sheet as at **31st March 2021**, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flow for the year that ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

Management 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, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records,



relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We conducted our audit of the standalone Ind AS financial statements in accordance with the standards on auditing specified under section 143(10) & stands issued by The Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from misstatements.

An Audit involves performing procedure to obtain audit evidence about the amounts and disclosure in the standalone Ind AS financial statements. The procedures selected depend upon auditor's judgments, including the assessment of the risk of material misstatements of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedure that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

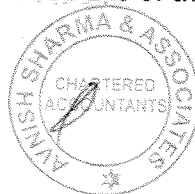
We believe that audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial Statements.

Basis for Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, subject to observation given in Annexure 'A' attached, the standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the affairs of the Company as at 31st March, 2021, its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' 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 'B' statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

1. 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.
2. 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.
3. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, and the cash flow statement & statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
4. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act.
5. On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as 31st March 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
6. 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 C".
7. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:

Subject to Observation

- a. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements.
- b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts Not Applicable Being Nil.

For Avnish Sharma & Associates
Chartered Accountants


CA Dinesh Manchanda
(Partner)

M.No. 097591

Place: Panchkula

Date: 10/06/2022

UDIN: 22097591AKSDAR9025

**Annexure 'A' to Independent Report of even date of standalone Financial Statements of
Haryana Mass Rapid Transport Corporation Limited (CIN: U60200HR2012SGC045471)**

1. The Company has failed to ensure compliance with provisions of Income Tax Act, 1961 with respect to getting its books of accounts audited u/s 44AB by an accountant before the specified date for the F.Y. 2019-20 and furnishing by that date the report of such audit in the prescribed form duly signed and verified by such accountant and setting forth such particulars as may be prescribed.

Further the corporation has not filed the income tax return for the FY 2019-20.

2. Revenue and expenditure of DMRC has been booked in the accounts of HMRTC on the basis of 'Certificate of Revenue and expenditure' received for the FY 2020-21 by DMRC and the same has been certified by the KPMR & Associates.

**For Avnish Sharma & Associates
Chartered Accountants**


**CA Dinesh Manchanda
(Partner)**

M. No. 097591

Place: Panchkula

Date: 10/06/2022

UDIN: 22097591AKSDAR9025

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

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

(1) In Respect of Fixed Assets

(a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) No Substantial part of fixed assets has been disposed off during the year.

(2) In Respect of Inventory

(a) The Company does not hold any inventory during the year. Hence, this clause is not applicable.

(3) Loans given by the Company

(a) The Company has not granted any loans, secured or unsecured, to Companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Therefore, the provisions of clause (iii) (a) and (b) of Paragraph 3 of the said Order are not applicable to the Company.

(4) Internal Control in reference to Purchase of Inventory and Fixed Assets and whether there is continue failure of Internal control

In our opinion and according to the information and explanations given to us there are adequate internal control systems commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of audit we have not observed continuing failure to correct major weaknesses in internal control system.

(5) Rules followed while accepting Deposits

No deposits within the meaning of Sections 73 to 76 or any other relevant provision of the Act and rules framed there under have been accepted by the Company.

(6) Maintenance of cost records

According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under sub-section (l) of section 148 of the Companies Act. Therefore, this clause is not applicable.

(7) According to the information and explanations given to us in respect of statutory dues

(a) Subject to observation regarding compliances in statutory liabilities, the company is regular in depositing all the statutory dues applicable to it & if any delays same has been deposited with penalties or interest.

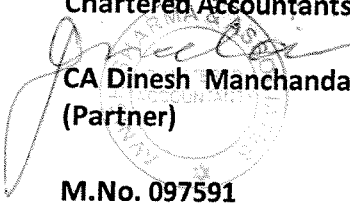


	(b) Not Applicable
	(c) Not Applicable
(8)	Default in Repayment of Loans taken from Bank or Financial Institutions
	According to records of the Company examined by us and the information and explanation given to us, the company has not defaulted in repayment of dues to financial institution or bank.
(9)	Utilization of IPO and Further Public Offer
	The Company has not raised any money from IPO and Further Public Offer. Hence, this clause is not applicable.
(10)	Reporting of Fraud During the Year Nature and Amount
	According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.
(11)	Approval of Managerial Remuneration
	The Company has paid/ provided managerial remuneration in accordance with requisite approvals mandated by the provision of Section 197 read with Schedule v of the Companies Act, 2013.
(12)	Nidhi Company
	As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to it.
(13)	Related Party Transactions
	The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the standalone Ind AS financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
(14)	Private Placement of Preferential Issues
	According to records of the Company examined by us and the information and explanation given to us, the company has not made preferential allotment of shares during the year under review.
(15)	Non Cash Transactions
	According to records of the Company examined by us and the information and explanation given to us, the Company has not entered into any non-cash transactions with its Directors or persons connected with him/her. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
(16)	Register under RBI Act, 1934
	Whether the company is required to be registered under Section 45 IA of Reserve Bank of India



Act, 1934 and if so, whether the registration has been obtained. : Not Applicable to Company

For Avnish Sharma & Associates
Chartered Accountants


CA Dinesh Manchanda
(Partner)

M.No. 097591

Place: Panchkula

Date: 10/06/2022

UDIN: 22097591AKSDAR9025

Annexure 'C' to the Independent Auditor's Report of even date on the Standalone Ind AS Financial Statements of 'Haryana Mass Rapid Transport Corporation Limited (CIN: U60200HR2012SGC045471)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") In conjunction with our audit of the standalone Ind AS financial statements of the Company as of and for the year ended 31st March, 2021, we have audited the internal financial controls over financial reporting of 'HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED' which incorporated in India, as of that date.

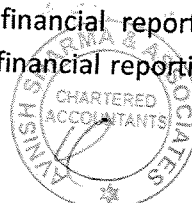
Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company, which incorporated in India, are 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 ("the Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company, which incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing



the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

Meaning of Internal Financial Controls Over Financial Reporting

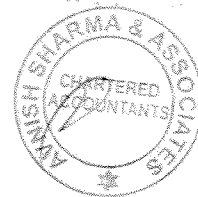
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial reporting were operating effectively as at 31st March, 2021.



Emphasis of Matter:

We draw attention to

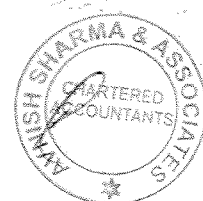
- a. Non-compliance that has been noticed by the previous statutory auditor has been complied with in current financial year and the same has been checked by us except compliance with point no. 1. Mentioned in Annexure A of the Independent Audit Report.
- b. Corporation in financial year 2019-20 has entered in License Agreement between the Corporation (HMRTC), Haryana ShekariVikasPradhikaran(HSPV)& Delhi Metro Rail Corporation Limited (DMRC) regarding Operation & Maintenance of Metro Lines. As contracts between Haryana ShehriVikasPradhikaran Nigam Ltd (Formerly Known as Haryana Urban Development Authority).

Concession Contracts between Rapid Metro Rail Gurgaon Limited & Rapid metro Rail Gurgaon South Limited & HSVP has been under disputes and terminated by the both parties. Vide order of Hon'ble Punjab Haryana High Court operation & Maintenance of Rapid Metro Gurugram has been handed over to HMRTC & which further handed over O & M to DMRC as Licensee.

Other cases are under arbitration as HMRTC has filed application for arbitration process and also filed application in NCLAT & NCLT. Now matter is under Arbitration Court and NCLAT.

Revenue and related expenditure has been treated as part offinancial statements of corporation (HMRTC) according to terms & conditions oflicense agreement executed on 16-09-2019 between DMRC and HMRTC/HSVP.

- c. During the FY 2019-20, Corporation hadreceived funds of 35.00 Crores from Government of Haryana for payment of refundable seed money of Rs. 25.00 Crores, Support Fees Rs. 2.75 Crores and Contingency Fund of Rs. 7.25 Crores totaling Rs. 35.00 Crores to DMRC. As per explanation of management no specific term & Condition including repayment period has been mentioned in sanction Letter. As such management has treated the loan amount as non-currentliability's as per Ind As-1 and treated fair value for Initial recognition and the difference between transaction value and fair value due to benefit of a government loan at below market rate of interest is treated as a government grant which shall be recognized profit or loss on SLM basis over period of Loan to the extent of Seed Money and for support fees and Contingencyfees payable to DMRC.



- d. During the FY 2021-22, Finance department has treated funds given for seed money and support fees as loan to HMRTC and specified terms and conditions with retrospective effect. Accordingly rectified entries for the FY 2019-20 (in which it was treated as Government Grant) have been made during the current financial year 2020-2021. Interest Expenditure has been booked @ 9.25% p.a. for the funds of Rs. 35 crores received during the year 2019-20 along with 25 crores received during the year 2020-21.
- e. Request has been made by HMRTC to the finance department to reduce rate of interest from 9.25% to market rate of interest but proper documents has not been provided for the same as according to respective designated authority respective file has been submitted to Finance Department.

**For Avnish Sharma & Associates
Chartered Accountants**


**CA Dinesh Manchanda
(Partner)**

M.No. 097591

Place : Panchkula

Date: 10/06/2022


UDIN: 22097591AKSDAR9025

Reply of the Management on the observations as contained in the Annexure of the Independent Auditors Report on the accounts of the Corporation for the year ended 31st March, 2021.

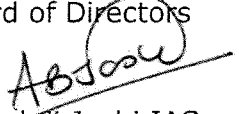
Sr. No.	Auditors Observations	Reply of the Management.
	EMPHASIS OF THE MATTER	
a.	<p>Non-compliance that has been noticed by the previous statutory auditor has complied with in the current financial year and the same has been checked by us except compliance with point no.1 mentioned in Annexure A of the Independent Audit Report. Point No.1 of Annexure A is as under:-</p> <p>1. The Company has failed to ensure compliance with provisions of Income Tax Act, 1961 with respect to getting its books of accounts audited u/s 44AB by an accountant before the specified date for the F.Y 2019-20 and furnishing by that date the report of such audit in the prescribed form duly signed and verified by such accountant and setting forth such particulars as may be prescribed.</p> <p>Further the Corporation has not filed the income tax return for the F.Y 2019-20.</p>	<p>The report of the Statutory Auditor for the F.Y 2019-20 was received on 24.08.2021 i.e. after the due date of filing Tax Audit Report and Income Tax Return. Hence, the tax audit u/s 44AB of Income Tax Act could not be carried out by the specified date. However, HMRTC has already filed Tax Audit Report and Income Tax Return for the F.Y 2018-19 as well as 2020-21. However, application is being prepared for seeking condonation of delay in filing of Income Tax Return and would be filed shortly with Income Tax Department.</p>
b.	<p>Corporation in the financial year 2019-20 has entered in License Agreement between the Corporation (HMRTC), Haryana Shehari Vikas Pradhikaran (HSVP) & Delhi Metro rail Corporation Limited (DMRC) regarding Operation & maintenance of Metro Lines. As contracts between Haryana Shehri Vikas Pradhikaran Nigam Ltd (Formerly Known as Haryana Urban Development Authority). Concession Contract between Rapid Metro Rail Gurugram Limited & Rapid Metro Rail Gurugram South Limited & HSVP has been under disputes and terminated by the both parties. Vide order of Hon'ble Punjab Haryana High Court operation & maintenance of rapid Metro Gurugram has been handed over to HMRTC & which further handed over O & M to DMRC as Licensee.</p> <p>Other cases are under arbitration as HMRTC has filed application for arbitration process and also filed application in NCLAT & NCLT. Now matter is under Arbitration Court and NCLAT.</p> <p>Revenue and related expenditure has been treated as part of financial statements of</p>	Needs no reply.

	corporation (HMRTC) according to terms & conditions of license agreement executed on 16-09-2019 between DMRC and HMRTC/HSVP.	
c.	During the FY 2019-20, Corporation had received funds of 35.00 Crores from Government of Haryana for payment of refundable seed money of Rs. 25.00 Crores, Support Fees Rs. 2.75 Crores and Contingency Fund of Rs. 7.25 Crores totaling Rs.35.00 Crores to DMRC. As per explanation of management no specific term & Condition including repayment period has been mentioned in sanction Letter. As such management has treated the loan amount as non-current liability's as per Ind As-1 and treated fair value for Initial recognition and the difference between transaction value and fair value due to benefit of a government loan at below market rate of interest is treated as a government grant which shall be recognized profit or loss on SLM basis over period of Loan to the extent of Seed Money and for support fees and Contingency fees payable to DMRC.	Needs no reply.
d.	During the FY 2021-22, Finance department has treated funds given for seed money and support fees as loan to HMRTC and specified terms and conditions with retrospective effect. Accordingly rectified entries for the FY 2019-20 (in which it was treated as Government Grant) have been made during the current financial year 2020-2021. Interest Expenditure has been booked @ 9.25% p.a. for the funds of Rs. 35 crores received during the year 2019-20 along with 25 crores received during the year 2020-21.	Needs no reply.
e.	Request has been made by HMRTC to the finance department to reduce rate of interest from 9.25% to market rate of interest but proper documents has not been provided for the same as according to respective designated authority respective file has been submitted to Finance Department	Needs no reply.

Place: PANCHKULA
Date: 31.03.23


Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579

For and on behalf of the Board of Directors


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069

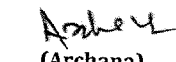
HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Balance Sheet as at March 31, 2021

	Note No.	As at March 31, 2021	As at March 31, 2020
I. ASSETS			
Non-current Assets			
(a) Property, plant and equipment	3	9,48,321.40	2,30,215.00
(b) Deferred tax assets (net)	4	35,365.95	21,193.92
(c) Other non-current assets	5	25,00,00,000.00	25,00,00,000.00
Total Non-current assets		25,09,83,687.35	25,02,51,408.92
Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	6	13,19,24,020.92	1,35,33,57,562.93
(ii) Bank balances other than (ii) above	7	24,34,11,129.00	9,80,11,129.00
(iii) Other financial assets	8	89,36,143.86	85,61,445.98
(c) Current tax assets (net)	9	39,82,999.19	52,47,635.00
(d) Other current assets	10	19,80,33,59,877.00	3,69,55,551.00
Total Current assets		20,19,16,14,169.97	1,50,21,33,323.91
Total Assets		20,44,25,97,857.32	1,75,23,84,732.83
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	11	28,23,52,000.00	28,23,52,000.00
(b) Other equity	12	(3,74,72,853.28)	1,03,27,882.00
(c) Other Reserves		1,87,24,561.00	1,87,24,561.00
Total Equity		26,36,03,707.72	31,14,04,443.00
Liabilities			
Non-current Liabilities			
Financial Liabilities			
(i) Borrowings	13	68,77,02,554.00	29,27,31,206.00
Total Non-current liabilities		68,77,02,554.00	29,27,31,206.00
Current Liabilities			
(a) Other current liabilities	14	19,49,12,91,595.60	1,14,82,49,083.83
Total Current liabilities		19,49,12,91,595.60	1,14,82,49,083.83
TOTAL EQUITY AND LIABILITIES		20,44,25,97,857.32	1,75,23,84,732.83


See accompanying notes to the financial 1-40

For and on behalf of the Board of directors


(Nidhi Bansal)
 Company
 Secretary

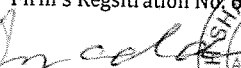

(Archana)
 General Manager
 (Finance)

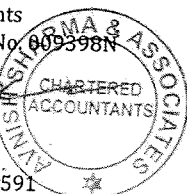

(Kanwaljeet Singh)
 Chief Financial Officer


(Ajit Balaji Joshi)
 Managing Director
 DIN: 07577069


(Devender Singh)
 Vice Chairman
 DIN: 01792131

In terms of our report attached
 For Avnish Sharma & Associates
 Chartered Accountants
 Firm's Registration No. 009398N


Dinesh Manchanda
 Partner
 Membership No: 097591
 Place: Panchkula
 Dated: 10/06/2022



UDIN: 22097591 AKSDAR9025

HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Statement of Profit and Loss for the year ended March 31, 2021

(Amount in ₹)

Particulars	Note No.	For the year ended March 31, 2021	For the year ended March 31, 2020
I. Revenue from operations		-	-
II. Other income	15	49,59,80,959.22	24,04,56,768.18
III. Total Income (I+II)		49,59,80,959.22	24,04,56,768.18
IV. Expenses :			
Employee benefits expense	16	33,48,606.00	34,24,031.00
Finance costs	17	6,46,15,144.00	77,37,997.00
Depreciation and amortisation expense	3	1,50,832.95	46,801.00
Other expenses	18	47,55,51,613.25	21,86,59,193.70
Total expenses (IV)		54,36,66,196.20	22,98,68,022.70
V. Profit before exceptional items and tax (III-IV)		(4,76,85,236.98)	1,05,88,745.48
VI. Exceptional Items			
VII. Profit before tax (V-VI)		(4,76,85,236.98)	1,05,88,745.48
VIII. Tax Expense:			
Current Tax & Earlier Year Income Tax		-	29,49,443.00
Deferred Tax		(14,169.95)	(1,657.00)
MAT Credit Entitlement		-	4,84,604.00
Total tax expense (VIII)		(14,169.95)	34,32,390.00
IX. Profit for the year (VII-VIII)		(4,76,71,067.03)	71,56,355.48
X. Other Comprehensive Income			
(A) Items that will not be reclassified to profit or loss		-	-
(B) Items that will be reclassified to profit or loss		-	-
Total Other comprehensive income (X)		-	-
XI. Total Comprehensive Income for the year (IX+X)		(4,76,71,067.03)	71,56,355.48
XII. Earnings per equity share of ₹ 10 each	19		
- Basic		(1.69)	0.35
- Diluted		(1.69)	0.35
See accompanying notes to the financial statements	1-40		

Nidhi Bansal
(Nidhi Bansal)
 Company Secretary

Archana
(Archana)
 General Manager
 (Finance)

Kanwaljeet Singh
(Kanwaljeet Singh)
 Chief Financial
 Officer

AB Joshi
(Ajit Balaji Joshi)
 Managing Director
 DIN: 07577069

Devender Singh
(Devender Singh)
 Vice- Chairman
 DIN: 01792131

**In terms of our report attached
 For Avnish Sharma & Associates
 Chartered Accountants**

Firm's Registration No. 009398N

Dinesh Manchanda
Dinesh Manchanda
 Partner
 Membership No: 097591

Place: Panchkula

Dated: 10/06/2022

UDIN: 22097591AKS DAR 9025

HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Cash flow statement for the year ended March 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021		For the year ended March 31, 2020	
A. Cash flow from operating activities				
Profit before tax	-4,76,85,237		1,05,88,745	
Adjustments for				
Depreciation	1,50,833		46,801	
Interest Income	(2,77,11,954)		(3,00,06,862)	
Operating profit before working capital changes				
Adjustments for:-				
(Increase)/ Decrease in other non current assets	-		(25,00,00,000)	
(Increase)/ Decrease in other financial assets	(3,74,698)		38,78,845	
(Increase)/ Decrease in current tax assets (net)	12,64,636		(20,98,960)	
(Increase)/ Decrease in other current assets	(19,76,64,04,326)		(2,06,30,002)	
Increase/ (Decrease) in other current liabilities	18,34,30,42,512		90,48,90,244	
Cash generated from operations	(1,49,77,18,235)		61,66,68,811	
Income tax paid	-		-	
Net cash inflow/(outflow) from operating activities		(1,49,77,18,235)		61,66,68,811
B. Cash flow from investing activities				
Dispose off of Fixed Assets	-		11347	
Acquisition of Property, plant and equipments	(8,68,939)		-	
Interest received	2,77,11,954		3,00,06,862	
Cash inflow from investing activities		2,68,43,015		3,00,18,209
C. Cash flow from financing activities				
Proceeds for Share Capital	-		18618804	
Increase /(Decrease) in Long-Term Borrowings	39,49,71,348		292731206	
Increase /(Decrease) in Short-Term Borrowings	-		0	
Interest paid	-		0	
Reserve & Surplus revalued	-1,29,668		-	
Net cash inflow / (outflow) used in financing activities		39,48,41,680		31,13,50,010
Net changes in cash and cash equivalents		(1,07,60,33,540)		95,80,37,030
Opening Cash and cash equivalents		1,45,13,68,692		49,33,31,662
Closing Cash and cash equivalents		37,53,35,152		1,45,13,68,692

Components of Cash and Cash equivalent

Balances with banks	13,19,24,021	1,35,33,57,563
In term deposit accounts	24,34,11,129	9,80,11,129
	37,53,35,150	1,45,13,68,692

Nidhi Bansal
(Nidhi Bansal)
Company
Secretary

Archana
(Archana)
General
Manager(Finance)

Kanwaljeet Singh
(Kanwaljeet Singh)
Chief Financial
Officer

Ajit Balaji Joshi
(Ajit Balaji Joshi)
Managing Director
DIN: 07577069

Devender Singh
(Devender Singh)
Vice-Chairman
DIN: 01792131

In terms of our report attached
For Avnish Sharma & Associates
Chartered Accountants
Firm's Registration No. 009398N

Dinesh Manchanda
Dinesh Manchanda

Partner

Membership No: 097591

Place: Panchkula

Dated: 10/06/2022

U01N122097591AKSDAR9025

HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Statement of changes in equity for the year ended March 31, 2021

A. Equity Share Capital

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the reporting period	28,23,52,000	28,23,52,000
Changes in the equity share capital during the year	-	-
Balance at the closing of the reported period	28,23,52,000	28,23,52,000

B. Other Equity

(Amount in ₹)

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Retained Earnings			
Balance as at April 1, 2019	31,71,526		-	31,71,526
Profit for the year			-	-
Other comprehensive income for the year (net of income tax)	71,56,356		-	71,56,356
Balance as at March 31, 2020	1,03,27,882		-	1,03,27,882
Balance as at April 1, 2020	1,03,27,882		-	1,03,27,882
Profit for the year			-	-
Other comprehensive income for the year (net of income tax)	(4,76,71,067)		-	(4,76,71,067)
Reserve and surplus revalued	(1,29,668)		-	(1,29,668)
Balance as at March 31, 2021	(3,74,72,853)		-	(3,74,72,853)

See accompanying notes to the financial statements

1-40

Nidhi Bansal
(Nidhi Bansal)
 Company Secretary

Archana
(Archana)
 General Manager
 (Finance)

Kanwaljeet Singh
(Kanwaljeet Singh)
 Chief Financial
 Officer

Ajit Balaji Joshi
(Ajit Balaji Joshi)
 Managing Director
 DIN: 07577069

Devender Singh
(Devender Singh)
 Vice- Chairman
 DIN: 01792131

In terms of our report attached
 For Avnish Sharma & Associates
 Chartered Accountants
 Firm's Registration No. 009398N

Dinesh Manchanda
Dinesh Manchanda

Partner
 Membership No: 097591

Place: Panchkula

Dated: 10/06/2022

UDIN: 22097591A KSDAR9025

Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

1. CORPORATE FINANCIAL INFORMATION

Haryana Mass Rapid Transport Corporation Limited ("company") CIN No: U60200HR2012SGC045471 is a Government Company (as defined under section 617 of the Companies Act, 1956) domiciled in India and incorporated on 24th March, 2012 under the provisions of the Companies Act, 1956 having its registered office at C-3 Sector-6 Panchkula, Haryana - 134109 India. The company is engaged in the business of transportation.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation and measurement

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standard) Rules, 2015 (as amended) by the Ministry of Corporate Affairs on 16 February 2015 and presentational requirements of Division II of Schedule III of the Companies Act, 2013 (Ind-AS compliant Schedule III), as applicable to the financial statements of the Company.

For the year upto and including the year ending on 31 March 2021, the Company prepared its financial statements in accordance with the Indian Generally Accepted Accounting Principles (IGAAP), including accounting standards notified under Section 133 of the Companies Act, 2013 read with paragraph 7 of the Companies (Accounts) Rules, 2014. The transition from IGAAP to Ind AS has been accounted for in accordance with Ind AS 101 "First time Adaptation of Indian Accounting Standards" with 1 April 2015, as the transition date. Information on how the Company has adopted Ind-AS and a reconciliation and description of how the same has affected the Company's financial position, financial performance and cash flows is provided in Note 27.

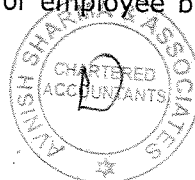
The financial statements have been prepared on accrual basis and under the historical cost convention with exception of certain assets and liabilities that are required to be carried at fair value by Ind AS.

2.2 Use Of Estimates and Critical Accounting Judgments

In preparation of the financial statements, the company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources, the estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Significant judgments and estimates relating to the carrying amounts of assets and liabilities include useful lives of tangible and intangible assets, impairment of tangible assets and intangible assets, provision for employee benefits and other



Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

provisions, recoverability of deferred tax assets and commitments and contingencies

2.3 Property, plant and equipment

An item of property, plant and equipment is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is de-recognized. Where a tangible fixed asset comprises major components having different useful lives, these components are accounted for separate items.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs during the period of construction is added to the cost of eligible tangible assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognized in the statement of profit and loss.

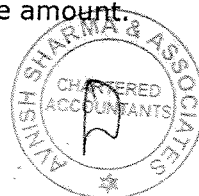
2.4 DEPRECIATION ON PROPERTY, PLANT AND EQUIPMENT

Depreciation on tangible fixed assets is calculated on the basis of straight line method as per the useful life prescribed in schedule II of the Companies Act, 2013 . Assets whose useful life as per schedule II of the Companies Act, 2013 is over has been written off during the year.

2.5 Impairment

At each balance sheet date, the company reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that the carrying amount of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any) .Where the asset does not generate cash flows that are Independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognized in the statement of profit and loss as and when the carrying amount of an asset exceeds its recoverable amount.



Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years . A reversal of an impairment loss is recognized in the statement of profit and loss immediately

2.6 Foreign currency transactions and translation

The financial statement of the Company is presented in INR, which are the functional currency of the company and the presentation currency for the financial statement.

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

2.7 Financial assets

a) Cash and bank balances

Cash and bank balances consist of:

i) **Cash and cash equivalents**- which include cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

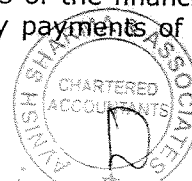
ii) **Other bank balances**- which include balances and deposits with banks that is restricted for withdrawal and usage.

b) Financial assets at amortized cost

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

c) Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of Principal and interest on the principal amount outstanding.



Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

d) Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognizes life time expected credit losses for all trade receivables that do not constitute a financing transaction.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve Months expected credit losses is recognized. Loss allowance equal to the life time expected credit losses is recognized if the credit risk on the financial instruments has significantly increased since initial recognition.

e) De-recognition of financial assets

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it Transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the Transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amount sit may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.8 Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

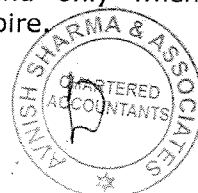
Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost, using the effective interest rate method where the time value of money is significant.

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortized cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognized over the term of the borrowings in the statement of profit and loss.

De-recognition of financial liabilities

The company derecognizes financial liabilities when, and only when, the company's obligations are discharged, cancelled or they expire.



Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

2.9 Revenue

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking in to account contractually defined terms and excluding taxes or duties collected on behalf of the government.

a) Services

Revenue from services rendered is recognized as the service is performed based on agreements/arrangements with the concerned customers. Revenue exclude service tax/GST collected from customers.

b) Interest

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

2.10 Income taxes

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates and tax laws enacted as applicable to the relevant reporting period.

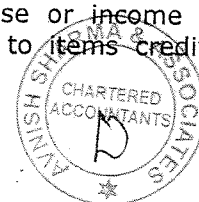
Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences. In contrast, deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to be applicable for the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to cover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are off set to the extent that they relate to taxes levied by the same' tax authority.

Current and deferred tax are recognized as an expense or income in the statement of profit and loss, except when they relate to items credited or



Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

debited either in other Comprehensive income or directly in equity, in which case the tax is also recognized in other comprehensive income or directly in equity.

2.11 Provisions and contingent Liabilities

Provisions are recognized in the balance sheet when the company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis.

Constructive obligation is an obligation that derives from an entity's actions where:

- (a) By an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities And
- (b) As a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or nonoccurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements

2.12 Employee benefits

Defined contribution plans

Payments to defined contribution plans are charged as an expense as they fall due. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the company's obligations under the schemes are equivalent to those arising in a defined contribution retirement benefit scheme.

2.13 Earnings Per Share (EPS)

The earnings considered in ascertaining the company's EPS comprise the Net Profit or Loss for the period after tax. The basic EPS is computed on the basis of weighted average number of equity shares outstanding during the year. The number of shares for computation of diluted EPS comprises of weighted average numbers of equity shares considered for deriving basic EPS and also the weighted average numbers of equity shares, which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year unless they are issued at a later date. The diluted potential equity shares are adjusted for the proceeds

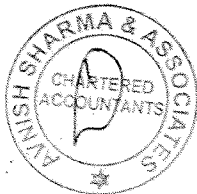


Haryana Mass Rapid Transport Corporation Limited
Significant Accounting Policies
(Forming part of Financial Statements for the year ended March 31, 2021)

receivable assuming that the shares are actually issued at fair value. The number of shares and potentially dilutive shares are adjusted for share splits/reverse share splits (consolidation of shares) and bonus shares, as appropriate.

2.14 Cash Flow Statement

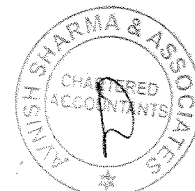
Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Notes forming part of the financial statements for the year ended March 31, 2021

Note No. 3 - Property, plant and equipments

Particulars	Computer & Printers	Furniture and Fixtures	Office Equipments	Books & Periodicals	Car	Total
Gross carrying amount						
As at April 1, 2015	2,53,102	4,36,579	1,22,328	-	-	8,12,009
Additions	-	18,113	-	-	-	18,113
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2016	2,53,102	4,54,692	1,22,328	-	-	8,30,122
Additions	-	-	-	350	-	350
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2017	2,53,102	4,54,692	1,22,328	350	-	8,30,472
Accumulated Depreciation						
As at April 1, 2015	67,692	39,406	18,010	-	-	1,25,107
Depreciation for the year	80,149	42,899	23,242	-	-	1,46,290
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2016	1,47,840	82,305	41,252	-	-	2,71,397
Depreciation for the year	80,149	43,206	23,242	36	-	1,46,634
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2017	2,27,989	1,25,511	64,495	36	-	4,18,031
As at April 1, 2017	25,113	3,29,181	57,833	314	-	4,12,441
Depreciation for the year	12,458	43,206	23,243	111	-	79,018
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2018	37,571	3,72,387	81,076	425	-	4,91,459
As at April 1, 2018	12,458	2,85,975	34,590	203	-	3,33,226
Additions	-	37,842	-	-	-	37,842
Depreciation for the year	-	46,801	23,243	-	-	70,044
Disposal/Adjustments	12,458	-	-	203	-	12,661
As at March 31, 2019	-	3,70,618	57,833	-	-	4,28,451
As at April 1, 2019	-	2,77,016	11,347	-	-	2,88,363
Additions	-	-	-	-	-	-
Depreciation for the year	-	46,801	-	-	-	46,801
Disposal/Adjustments	-	-	11,347	-	-	11,347
As at March 31, 2020	-	3,23,817	-	-	-	3,23,817
As at April 1, 2020	-	2,30,215.00	-	-	-	2,30,215.00
Additions	21,656.00	1,44,870.00	-	-	7,02,413.35	8,68,939.35
Depreciation for the year	6,857.73	60,563.64	-	-	83,411.58	1,50,832.95
Disposal/Adjustments	-	-	-	-	-	-
As at March 31, 2021	28,513.73	4,35,648.64	-	-	7,85,824.93	12,49,987.30
Net Carrying amount						
As at March 31, 2020	-	2,30,215.00	-	-	-	2,30,215.00
As at March 31, 2021	14,798.27	3,14,521.36	-	-	6,19,001.77	9,48,321.40



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Notes forming part of the financial statements for the year ended March 31, 2021

4 Deferred tax assets (net)

Particulars	As at March 31, 2021	As at March 31, 2020
(A) Deferred tax assets		
Brought forward loss	-	-
Total deferred tax assets	-	-
(B) Deferred tax liabilities		
Difference between book & tax base related to property, plant & equipment	(35,364)	(21,194)
Total deferred tax liabilities	(35,364)	(21,194)
(C) Deferred tax assets (net) (A-B)	35,364	21,194
(D) MAT credit entitlement	-	-
Net Deferred tax assets (net) (C+D)	35,364	21,194

5 Other non-current assets

Particulars	As at March 31, 2021	As at March 31, 2020
Refundable Deposit-Seed Money (DMRC)	25,00,00,000	25,00,00,000
Total	25,00,00,000	25,00,00,000

6 Cash and cash equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks - in current accounts	13,19,24,021	1,35,33,57,563
Total	13,19,24,021	1,35,33,57,563

7 Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
In term deposit accounts - with maturity more than 3 months but less than 12 months	24,34,11,129	9,80,11,129
Total	24,34,11,129	9,80,11,129

8 Other current financial assets

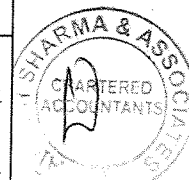
Particulars	As at March 31, 2021	As at March 31, 2020
Accrued interest	89,36,144	85,61,446
Accrued income from postal orders	-	-
Total	89,36,144	85,61,446

9 Current tax assets(net)

Particulars	As at March 31, 2021	As at March 31, 2020
Advance tax including TDS receivable	39,82,999	52,47,635
Total	39,82,999	52,47,635

10 Other current assets

Particulars	As at March 31, 2021	As at March 31, 2020
Advances other capital advances - Advances for expenses	1,155	2,121
Receivable From GoH	48,50,03,000	-
Receivable from GoH for debt due RMGL/RMGSL	19,25,92,00,000	-
Prepaid Insurance	-	4,18,981
Prepaid Support Fee	-	1,54,00,000
DTCP recoverable	5,91,55,722	2,11,34,449
Total	19,80,33,59,877	3,69,55,551



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED

Notes forming part of the financial statements for the year ended March 31, 2021

11 Equity Share Capital

(Amount in ₹)

Particulars	As at	As at
	March 31, 2021	March 31, 2020
Authorised		
10,00,00,000 (previous year : 10,00,00,000) Equity shares of Rs.10 each	1,00,00,00,000	1,00,00,00,000
Total	1,00,00,00,000	1,00,00,00,000
Issued, subscribed and paid up 2,82,35,200 Equity shares of Rs. 10 each	28,23,52,000	28,23,52,000
Total	28,23,52,000	28,23,52,000

(a) Reconciliation of the number of Shares outstanding at the beginning and at the end of the reporting period :

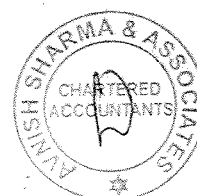
Particulars	As at	As at
	March 31, 2021	March 31, 2020
	Numbers	Numbers
Shares at the beginning of the year	2,82,35,200	2,82,35,200
Add: Shares issued during the year	-	-
Shares outstanding at the end of the year	2,82,35,200	2,82,35,200

(b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity share having a par value of Rs. 10 per share.

(c) Detail of shareholders holding more than 5% shares in the Company

Particulars	As at		As at	
	March 31, 2021		March 31, 2020	
	No. of Shares held	% holding	No. of Shares held	% holding
HSVP	56,46,000	20%	56,46,000	20%
HSIIDC	53,65,600	19%	53,65,600	19%
Govt. of Haryana	1,44,00,000	51%	1,44,00,000	51%
GMDA	28,23,600	10%	28,23,600	10%
Total	2,82,35,200	100%	2,82,35,200	100%



12 Reserves and Surplus

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Retained Earnings		
Balance at the beginning of the year	1,03,27,882	31,71,526
Add/(less): Profit for the year	-4,76,71,067	71,56,356
Add/(less): Refund not receivable adjusted	-1,29,668	-
Balance at the end of the year	(3,74,72,853)	1,03,27,882

13 Non-current liabilities

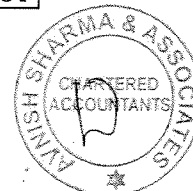
(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Loan for Seed Money	66,31,54,291	17,24,33,603
Loan for Support Fees & Contingency Fund	-	4,41,92,000
HUDA (For Expenses)	19306768	0
HUDA (For Preliminary Expenses)	5241495	0
Government Grant	-	7,61,05,603
Total	68,77,02,554	29,27,31,206

14 Other current liabilities

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Statutory dues payable	3,67,938	2,79,022
Employee related payable	4,65,287	1,17,845
Expenses payable	4,154	9,015
Sundry Creditors	0	-
-DMRC	16,30,58,000	3,87,58,000
-Others	31,89,918	1,73,396
Other payables		
-HUDA (For Preliminary Expenses)	-	5241495
- HUDA (For Expenses)	-	19306768
- DMRC (Faridabad Project)	2,33,80,486	2,87,80,760
- DMRC (Old Gurgaon)	69,74,862	1,01,84,462
- MMTC	28,03,680	35,04,600
-Estate Officer (Faridabad)	2,47,39,919	-
-DMRC (Badsa to Dawarka)	16,03,320	76,02,840
-DMRC (Bahadurgarh to Sampla)	12,98,360	19,44,640
-DMRC (SPR)	12,56,228	43,96,798
-RRTS Project	-	1,02,50,00,000
Income Tax Provision	29,49,443	29,49,443
Provision of Debt Due payable to RMGL/RMGSL	19,25,92,00,000	-
Total	19,49,12,91,596	1,14,82,49,084



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Notes forming part of the financial statements for the year ended March 31, 2021

15 Other Income

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest on FDR	17,66,459	1,48,21,832
Interest on HARCO Bank FDR	10,76,096	5,43,822
Interest on Indusind FDR	32,71,221	7,77,046
Interest on OBC FDR	-	11,660
Interest on YES Bank FDR	24,01,760	3,48,393
Interest on Flexi Account		
-Oriental Bank of Commerce	-	1,90,277
-Punjab National Bank	-	9,12,433
-HDFC Bank	1,91,46,566	1,24,01,399
Interest on Income tax refund	49,853	-
Income from Postal orders (RTI)	-	240
Income from Government Grant	-	91,56,966
Interest Income-Rapid Metro (DMRC)	-	79,85,000
Licensee fee income from GoH	37,81,00,000	3,87,58,000
Other Income-Rapid Metro (DMRC)	94,37,000	5,83,000
Revenue from Operations-Rapid Metro (DMRC)	2,95,87,000	13,68,99,000
Support Fees Income	5,10,95,000	1,70,50,000
Revision in consultancy charges	50,000	17,700
Round Off	5	-
Total	49,59,80,959	24,04,56,768

16 Employee benefit expenses

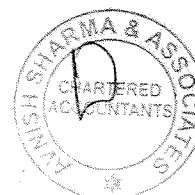
(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Salary, Wages including allowances	33,48,606	34,24,031
Total	33,48,606	34,24,031

17 Finance costs

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Bank Charges	59	41,825
Interest expenses on loan for Seed Money/Support Fees	6,46,15,085	-
Interest expenses on Governemnt grant	-	76,96,172
Total	6,46,15,144	77,37,997



18 Other expenses

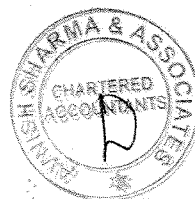
(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Logo Design Exp.	-	60,000
Interest on TDS paid	5,426	7,178
Legal & Filing Fee	51,750	1,28,000
Office Expenses	24,863	24,245
Postage Charges	3,627	5,528
Printing & Stationery	1,52,344	87,456
Professional Fee	61,16,046	1,24,61,156
Repair & Maintanance	25,994	33,550
Staff Welfare Expenses	29,913	38,450
Statutory Audit Fee	11,800	29,500
Tour & Travelling Expenses	3,959	1,65,613
TA/DA	-	9,600
Advertisement Expenses	42,036	54,038
Reimbursement of Insurance expenses	4,18,981	42,26,259
Sitting Fee	25,000	20,000
Telephone exp.	22,797	22,274
Local Convenyence	2,660	-
Freight Expenses	5,500	-
Fixed Assets write off	-	11,347
Prior Period adjustment	3,89,917	-
Employee Benefit Expenses-Rapid Metro (DMRC)	10,18,56,000	4,70,80,000
Maintenance & Operational Cost-Rapid Metro (DMRC)	25,67,38,000	9,91,49,000
Power & Tracation Expenses-Rapid Metro (DMRC)	5,85,30,000	3,79,96,000
Support Fees-Rapid Metro (DMRC)	5,10,95,000	1,70,50,000
Total	47,55,51,613	21,86,59,194

* Payment to auditor includes

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
As a statutory auditor - Audit fee	11,800	29,500
Total	11,800	29,500



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED

Notes forming part of the financial statements for the year ended March 31, 2021

19 Earnings per share

The calculation of Earning Per Share (EPS) as disclosed in the statement of profit and loss has been made in accordance

Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020
Profit/(Loss) attributable to equity shareholders (₹) (A)	-4,76,71,067	71,56,355
Weighted average number of outstanding equity shares (B)	2,82,35,200	2,06,78,714
Nominal value per equity share (₹)	10	10
Basic EPS (Amount in ₹) (A/B)	(1.69)	0.35
Diluted EPS (Amount in ₹) (A/B)	(1.69)	0.35

20 Contingent liabilities and commitments

(Amount in ₹)

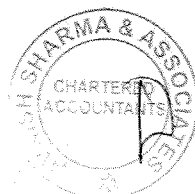
Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020
(i) Contingent liabilities		
a) Claims against the company not acknowledged as debt	-	-
b) Guarantees excluding financial guarantees	-	-
c) Other money for which the company is contingently liable	-	-
(ii) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for;	-	-

21 Based on the intimation received from supplier regarding their status under the Micro, Small and

(Amount in ₹)

S.N.	Particulars	For the year ended	For the year ended
		March 31, 2021	March 31, 2020
1	Principal amount due outstanding	-	-
2	Interest due on (1) above and unpaid	-	-
3	Interest paid to the supplier	-	-
4	Payments made to the supplier beyond the appointed day during the year	-	-
5	Interest due and payable for the period of delay	-	-
6	Interest accrued and remaining unpaid	-	-
7	Amount of further interest remaining due and payable in succeeding year	-	-

* to the extent information available with the Company



22 a) Income tax expense

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Current tax	-	29,49,443
Deferred tax	(14,170)	(1,657)
MAT Credit entitlement	-	4,84,604
Total	(14,170)	34,32,390

b) Reconciliation of tax expense

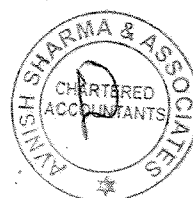
(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit/(loss) before tax (A)	-4,76,85,237	1,05,88,745
Enacted tax rate in India (B) (27.82%/15%)		
Expected income tax expense at statutory tax rate (A*B)	-	29,49,443
Difference in depreciation	(14,170)	(1,657)
Minimum Alternate Tax (MAT) Entitlement	-	4,84,604
Deferred tax Impact of carried forward tax losses	-	-
Deferred tax of earlier years	-	-
Tax expense	-14,170	34,32,390

c) Deferred tax

The significant component of deferred tax assets / (liabilities) and movement during the year are as under:

Particulars	For the year ended March 31, 2020	Recognised/ (reversed) in profit & loss	For the year ended March 31, 2021
Property, plant and equipment	21,194	14,170	35,364
Carried forward business loss	-	-	-
MAT Credit entitlement	-	-	-
Total	21,194	14,170	35,364



23 Segment Information as required by Ind AS - 108 'Operating Segments'

The Company is in the business of transportation having similar economic characteristics which is regularly reviewed by the Chief Operating Decision Maker for assessment of Company's performance and resource allocation. Hence, the Company has only one reportable segment under Ind-AS 108 'Operating Segments' i.e. "TRANSPORTATION SERVICES".

24 Related party Disclosures as required by Ind AS - 24 "Related Party"

a) List of related parties

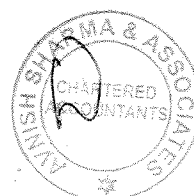
Name of the related party	Nature of relationship
HSVP	Shareholder
HSIIDC	Shareholder
Govt. of Haryana	Shareholder
GMDA	Shareholder
Sh. Ajit Balaji Joshi (Managing Director)	Key Managerial Person
Sh. Kanwaljeet Singh (Chief Financial Officer)	Key Managerial Person
Smt. Nidhi Bansal (Company Secretary)	Key Managerial Person

b) Transactions during the year

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<u>Managerial Remuneration</u>		
Sh. Ajit Balaji Joshi (Managing Director)	-	-
Sh. Kanwaljeet Singh (Chief Financial Officer)	-	-
Smt. Nidhi Bansal (Company Secretary)	1,30,000	-
<u>Reimbursement of expenses</u>		

c) Balances outstanding at the year end

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Payables		
HSVP	2,45,48,263	2,45,48,263



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED

Notes forming part of the financial statements for the year ended March 31, 2021

25 a) Exemptions availed on first time adoption of Ind-AS 101

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has, accordingly, applied following exemptions:

- (i) The Company has elected to consider carrying amount of all items of property, plant and equipments measured as per Indian GAAP as recognized in the financial statements as at the date of transition, as deemed cost at the date of transition.
- (ii) The Company has availed the exemption of fair value measurement of financial assets or liabilities at initial recognition and accordingly will apply fair value measurement of financial assets or liabilities at initial recognition prospectively to transactions entered into on or after April 1, 2015.
- (iii) The estimates at 1st April 2015 and at 31st March, 2016 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items under Indian GAAP did not require estimation:
- Fair values of Financial Assets & Financial Liabilities
 - Impairment of financial assets based on expected credit loss model

26 Financial Instruments by Category

The carrying value and fair value of financial instruments at the end of each reporting period is as follows:
As at March 31, 2021

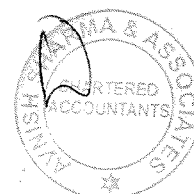
(Amount in ₹)

Particulars	At Amortised Cost	At Fair Value through OCI	At Fair Value through Profit & Loss	Total Carrying Value
Cash and cash equivalents	13,19,24,021	-	-	13,19,24,021
Other bank balances	24,34,11,129	-	-	24,34,11,129
Other financial assets	89,36,144	-	-	89,36,144
Total	38,42,71,294	-	-	38,42,71,294

As at March 31, 2020

(Amount in ₹)

Particulars	At Amortised Cost	At Fair Value through OCI	At Fair Value through Profit & Loss	Total Carrying Value
Cash and cash equivalents	1,35,33,57,563	-	-	1,35,33,57,563
Other bank balances	9,80,11,129	-	-	9,80,11,129
Other financial assets	85,61,446	-	-	85,61,446
Total	1,45,99,30,138	-	-	1,45,99,30,138



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Notes forming part of the financial statements for the year ended March 31,
2021

27 Financial Risk Management

The principal financial assets of the Company mainly include cash and bank balances that derive directly from its operations. There are no significant principal financial liabilities of the company and other payables are the main purpose of other liabilities which is to finance the day to day operations of the company.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and that advises on financial risks and the appropriate financial risk governance framework for the Company. This note explains the risks which the company is exposed to and policies and framework adopted by the company to manage these risks:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: foreign currency risk, interest rate risk, Liquidity risk.

b) Currency Risk

Since the Company has no exposure to foreign currency receivables and payables, the Company has no currency risk based on the financial statements for the year ended March 31, 2021.

c) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's does not possess exposure to the risk of changes in market interest rates as there are no financial liabilities as at March 31, 2021 and March 31, 2020 respectively.

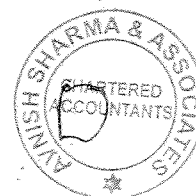
d) Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

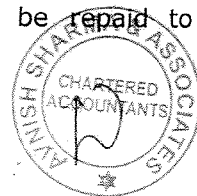
e) Liquidity risk

The Company's approach in managing liquidity risk is to ensure that , as far as possible, it will have sufficient liquidity to meet its liabilities as and when they fall due under both normal and stressed conditions, without incurring unacceptable losses or risking damage to company's reputation.

- 28 In the opinion of the management, trade receivables and loans & advances have a value on realization in the ordinary course of business, at least equal to the amount at which they are stated in the balance sheet and provisions for all known liabilities have been made.
- 29 In the absence of confirmation from various parties, closing balance of loans & advances and trade payables are as per the books of accounts and subject to reconciliation and confirmations.
- 30 Previous year figures have been regrouped/rearranged, wherever considered necessary to conform to current year's classification.
- 31 The financial statements for the FY 2020-21 have been approved by the Board of Directors in its 48th Board Meeting held on 30.03.2022.



- 32 HMRTC has received Rs. 81.67 crores during the financial year from Government of Haryana. Rs. 56.67 crore was for the payment of land compensation payable to land owners whose land has been utilised for the metro projects. The same has been transferred to Estate Officer, HSVP Faridabad during the year. Balance Rs. 25 crore was for the seed money payable to DMRC for operation and maintenance of Rapid Metro. Out of which funds of Rs. 3.05 crore are outstanding at the end of the financial year.
- 33 Tax Deducted at Source Refund receivable of Rs. 1,29,670/- for the FY14-15 & FY17-18 were shown in the Current Assets. The same has been set off with the Reserve and Surplus in the Current FY.
- 34 Total funds outstanding at the end of the financial year 2020-21 from HSVP (Key Managerial Person) amounts to Rs. 2.45 crore were received in the earlier years for the incorporation and day to day operations. There are no terms and conditions determined regarding the interest and repayment of such amount.
- 35 In compliance of observation of CAG, funds of Rs. 1,87,24560/- shown under 'Specific Funds' has been shown as 'Other Reserves' in current financial year. These funds are the funds reserved for the enhancement of share capital of HMRTC. These funds could be converted into equity only after specific approval from the State Government. The same has been utilised for the allotment of shares to the State Government as per decision taken in the 45th Board Meeting of the Company held on 23.06.2021 and accordingly the share capital has been enhanced.
- 36 On the directions of Hon'ble Punjab & Haryana High Court vide order dated 09.09.2019, HMRTC has reimbursed Rs. 46.45 lakhs insurance charges for the period of September 2019, to September 2020 to RMGL/RMGSL. Out of which Rs. 42.26 lakh relates to FY 2019-20 and Rs. 4.19 lakh relates to FY 20-21. Operation & Maintenance of the said metro projects has been taken over by HMRTC from 22/23.10.2019. Relevant entries for this expenditure have been done in the books of accounts.
- 37 The Operation and Maintenance of metro links developed by Rapid MetroRail Gurgaon Ltd.(RMGL)/Rapid MetroRail Gurgaon South Ltd.(RMGSL) from Sikanderpur Metro Station to NH-8 and Sikanderpur Metro Station to Sector-56, Gurugram have been taken over on 22.10.2019 (night) by HMRTC and handed over to Delhi Metro Rail Corporation Ld. (DMRC). Since that date, DMRC is operating the metro links as licensee of HMRTC as per the License agreement executed on 16.09.2019. Revenue generated & expenses incurred by DMRC as Licensee of HMRTC has been recorded in the books of HMRTC based on the "Certificate of Revenue & Expenditure" received for the period submitted by DMRC.
As per of Revenue & Expenditure received from DMRC, there is deficit of Rs. 3781 lakhs incurred by DMRC on operation and maintenance of Rapid metro for the FY 2020-21. The same has been recouped from 'Refundable seed money'.
- 38 As per the License Agreement dated 16.02.2019, HMRTC has to deposit Rs. 25 crore as seed money and annual 2.75 crore plus GST as Support Fees to DMRC. Thereafter, funds of 35.00 Crores were received from Government of Haryana for refundable seed money of Rs. 25.00 Crores, Support Fees Rs. 2.75 Crores and Contingency Fund of Rs. 7.25 Crores on 17.09.2019. As per Sanction Letter funds were released to HMRTC under the scheme P-01-14-4217-60-051-89-51 (renamed as Mangal Nagar Vikas Yojna) as a loan to be repaid to state



government on standard terms and conditions and no standard terms & conditions were mentioned. Accordingly, accounting entries were done as per IND As-1. The funds were treated fair value for initial recognition and the difference between transaction value & fair value due to benefit of a government loan at below market rate of interest, is treated as a government grant, which shall be recognized profit or loss on SLM basis over period of Loan to the extent of Seed Money and for support fees and contingency fees payable to DMRC and recoverable from GOH.


During the Financial year 2021-22, Finance Department has treated funds given for seed money and support fees as loan to HMRTC and specified terms and conditions with retrospective effect. Accordingly, rectified entries for the FY 2019-20 have been made during the current financial years. Interest expenditure has been booked @ 9.25% p.a. for the funds of Rs. 25 crore received in the FY 2020-21 alongwith the funds of Rs. 35 crore received in the FY 2019-20.

- 39 Income tax refund for the FY 16-17 amounting to Rs. 3,89,917/-received in the FY 2019-20 was inadvertently shown as the income for the FY 2019-20. Rectification entry showing 'past period adjustments' in the expenses has been done in the current year.
- 40 Pending Litigation:
- i. Hon'ble Punjab and Haryana High Court vide order dated 20.09.2019 appointed two retired judges of the Hon'ble High Court to supervise the transfer of operation and maintenance (O&M) of the metro links developed by RMGL/RMGSL. *"The Hon'ble Court also ordered CAG to appoint a team of auditors for the financial audit of debt due of RMGL/RMGSL in terms of the Concession agreements and to determine amount of the debt due. It is further directed that amount of 80% of the debt due, determined in terms of the audit report of the CAG, shall be deposited by the HSVP in the Escrow account which shall be subject to any order passed by the NCLAT or any other competent statutory authority, within a period of 30 days after the receipt of the audit report"*. The audit report dated 23.06.2020 was submitted by CAG to the Hon'ble High Court on 28.09.2020.
 - ii. However, while the matter was still pending for final decision in Hon'ble Punjab & Haryana High Court, Rapid MetroRail Gurgaon Limited (RMGL) and Rapid MetroRail Gurgaon South Limited (RMGSL) filed SLP no. 1832 & 1833 of 2021 titled as RMGL/RMGSL Vs. HMRTC & HSVP in the Hon'ble Supreme Court of India. The Hon'ble Court disposed of both the above mentioned SLPs vide orders dated 26.03.2021 and ordered that "HSVP shall within a period of three months from the date of the present judgment deposit into the Escrow Account 80 per cent of the debt due as determined in the reports of the auditors dated 23 June 2020, in the case of RMGL and RMGSL respectively". In compliance of directions of Hon'ble Supreme Court, 80% of debt due amounting to Rs. 1925.92 crore has been deposited on 25.06.2021 by HSVP in the existing Escrow accounts of RMGL/RMGSL.
 - iii. The Hon'ble Supreme Court of India has further ordered that (i) *"the deposit into the Escrow Account shall continue to be maintained in Escrow, subject to any order that may be passed by NCLAT or any competent statutory authority, and shall not be appropriated by the Escrow Bank without specific permission; (ii)RMGL and RMGSL on the one hand, and HSVP on the other, are at liberty to pursue their rights and remedies in pursuance of the arbitration clause contained in the Concession Agreements on all matters falling within the ambit of the arbitration agreement, including the validity of the notices of termination, any past or future inter se claims and liabilities as*



envisaged in the order of the High Court dated 20 September 2019, as modified on 4 October 2019 and 15 October 2019; In terms of clause (v) of the order of the High Court dated 20 September 2019, in the event of any dispute arising about the correctness of the CAG report, in regard to the determination of the debt due, any of the parties would be at liberty to raise a dispute in the course of arbitral proceedings;


- iv. Accordingly, HMRTC has filed application for arbitration process and also filed application in National Company Law Appellate Tribunal (NCLAT) & National Company Law Tribunal (NCLT). Now, matter is under Arbitration Court and National Capital Law Appellate Tribunal (NCLAT).


(Nidhi
Bansal)

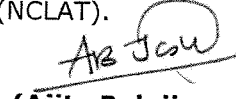
Company
Secretary


(Archana)


General Manager
(Finance)


(Kanwaljeet
Singh)

Chief Financial
Officer


(Ajit Balaji
Joshi)

Managing
Director
DIN: 07577069


(Devender
Singh)

Vice- Chairman
DIN: 01792131

In terms of our Audit Report attached

**For Avnish Sharma & Associates
Chartered Accountants
Firm Registration No. 009398N**




Dinesh Manchanda
Partner
Membership No. 097591

Place: Panchkula

Date: 10/06/2022

UDIN: 22097591AKSDAR9025

पञ्चकुला

 सत्यमेव जयते	कार्यालय प्रधान महालेखाकार (लेखापरीक्षा) हरियाणा प्लॉट नं. 5, सेक्टर 33-बी, दक्षिण मार्ग, चण्डीगढ़ - 160020 OFFICE OF THE PRINCIPAL ACCOUNTANT GENERAL (AUDIT) HARYANA, PLOT NO.5, SECTOR 33-B, DAKSHIN MARG, CHANDIGARH-160020 No. AMG-IV/ Section-1/HMRTC/BS-2020-21/2022-23/ 473 दिनांक 3/3/23	
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सेवा में,

प्रबन्ध निदेशक,
हरियाणा मास रैपिड ट्रांसपोर्ट कारपोरेशन लिमिटेड,
C-3, HSVP Office Complex, सेक्टर 6,
पंचकुला- 134109

विषय : कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अंतर्गत हरियाणा मास रैपिड ट्रांसपोर्ट कारपोरेशन लिमिटेड, पंचकुला के 31 मार्च 2021 को समाप्त हुये वर्ष के वार्षिक लेखों पर भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियां एवं प्रबंधन पत्र ।


महोदय,

मैं इसके साथ कम्पनी अधिनियम 2013 की धारा 143 (6)(b) के अंतर्गत हरियाणा मास रैपिड ट्रांसपोर्ट कारपोरेशन लिमिटेड, पंचकुला के 31 मार्च 2021 को समाप्त हुये वर्ष के वार्षिक लेखों पर भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियां एवं प्रबंधन पत्र संलग्न करता हूँ।

टिप्पणियों को कंपनी की वार्षिक महासभा (ए.जी.एम.) में प्रस्तुत करने की तिथि एवं समय इस कार्यालय को सूचित किया जाये ।

भवदीय,

संलग्न: उपरोक्त


वरिष्ठ उप-महालेखाकार
(AMG-IV)

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL
STATEMENTS OF HARYANA MASS RAPID TRANSPORT CORPORATION
LIMITED, PANCHKULA FOR THE YEAR ENDED 31 MARCH 2021.**

The preparation of financial statements of Haryana Mass Rapid Transport Corporation Limited for the year ended 31 March 2021 in accordance with financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the Company. The statutory auditors 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 10 June 2022.

I, on behalf of the Comptroller and Auditor General of India, have conducted a Supplementary audit of the financial statements of Haryana Mass Rapid Transport Corporation Limited for the year ended 31 March 2021 under section 143(6)(a) of the Act. This Supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

Based on my supplementary audit, I would like to highlight the following significant matters under section 143(6) (b) of the Act which have come to my attention and which in my view are necessary for enabling a better understanding of the financial statements and related audit report:

A Balance Sheet

Assets

A.1 Current Assets

Financial Assets-Bank balances other than cash and cash equivalents

Above includes ₹ 5.97 crore being the amount of three term deposits of ₹ 1.99 crore each having maturity period of more than one year which should have been classified under non-current assets. Their depiction in current assets has resulted in overstatement of current assets and understatement of non-current assets by ₹ 5.97 crore.

Place: Chandigarh

Date:

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


(Navneet Gupta)


Principal Accountant General (Audit)

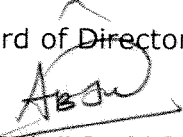
Haryana

Reply of the Management on the Comments of the Comptroller and Auditor General of India under section 143(6)(b) of the Companies Act, 2013 on the Financial Statements of Haryana Mass Rapid Transport Corporation Limited for the year ended 31st March, 2021.



S.No	CAG Comments	Reply of the Management
A.	Balance Sheet	
	Assets	
A.1	Current Assets	
	Financial Assets-Bank balances other than cash and cash equivalents	
	Above includes Rs. 5.97 crore being the amount of three term deposits of Rs. 1.996 crore each having maturity period of more than one year which should have been classified under non-current assets. Their depiction in current assets has resulted in overstatement of current assets and understatement of non-current assets by Rs. 5.97 crore.	The said deficiency has been noted for compliance in Financial year 2021-22.

Place: PANUKULA
Date: 31.03.23


For and on behalf of the Board of Directors
Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069

पंजीकृत

 सत्यमेव जयते	कार्यालय प्रधान महालेखाकार (लेखापरीक्षा) हरियाणा प्लॉट नं. 5 सेक्टर 33-बी, दक्षिण मार्ग, चण्डीगढ़-160020 OFFICE OF THE PRINCIPAL ACCOUNTANT GENERAL (AUDIT) HARYANA, PLOT NO.5, SECTOR 33-B, DAKSHIN MARG, CHANDIGARH-160020 No. AMG-IV/S-I/ HMRTC/BS 2020-21/ 2022-23/ 474 दिनांक 3/3/23	
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To

Managing Director,
Haryana Mass Rapid Transport Corporation Limited,
C-3, HSVP Office Complex, Sector-6,
Panchkula-134109

Subject: Management Letter.

Sir,

During the Supplementary Audit of Annual Accounts of Haryana Mass Rapid Transport Corporation Limited for the year 2020-21 following points were noticed as stated below:

Comments on financial position

Liabilities

Current Liabilities

1. Other current liabilities (Note no. 14): ₹ 1949.13 crore

The Govt. of Haryana entered into a Memorandum of understanding (MOU) with Union Govt. (Ministry of Urban Development, National Capital Region Planning Board (NCRPB), State Government of Delhi, Rajasthan and UP for implementation of commuters Transit Project in National Capital Region (NCR) and a new venture namely National Capital Region Transport Corporation (NCRTC) was established for this purpose. As per MOU, Government of Haryana (GOH) was to contribute its share. As per present arrangement, GOH contributes its share of funds to NCRTC through HMRTC (the Company).

The Finance Department, Govt. of Haryana observed that some Corporations/Bodies might be carrying out works for other departments and in this process large amounts of money from Consolidated Funds are transferred to these corporations/Bodies and the same remains with them till utilization. Due to time lag the funds remain idle with such Corporations/Bodies and are normally kept in fixed deposits. Since these Corporations/Bodies are taxable entities and subject to direct tax, so tax @ 30% is paid by these entities on such interest income. Even if such entities

are in losses, they might have to pay presumptive tax (Minimum Alternative Tax) although at a lesser rate. Hence, there is net outflow of the money from State Govt.

In view of above, it was decided (March 2011) by the GoH that all such Boards/Corporations/Societies, to whom various departments provide funds for works/purchases will pay an interest @ 6% per annum to such departments on half yearly basis, till the funds are actually utilized by them. A margin of 2 weeks between date of receipt of fund and date of utilization can be allowed as interest free period.

The Company received (18.02.2020) an amount of ₹102.50 crore from Govt. of Haryana against the demand raised for ₹ 215 crore (Nov. 2019). However, the Company transferred Rs.102.50 crore to NCRTC on 26.05.2020 after delay of 3 months. Although, the delay includes Covid-19 lockdown period, but there was procedural delay also from 18.02.2020 to 19.03.2020. The Company has neither paid nor made a provision for interest liability toward Government of Haryana on this account.

Assets

Non-current Assets

2. Property, plant and equipment (Note no. 3) – ₹ 0.09 crore

Para 73 of IND AS 16 - Property, Plant and Equipment states that 'the financial statements shall disclose, for each class of property, plant and equipment: the gross carrying amount and accumulated depreciation at the beginning and end of the period'. Above note includes separate columns for Computer & Printers, Furniture and Fixtures, Office Equipments, Books & Periodicals and Car. The gross carrying amount of assets and accumulated depreciation as on 31st March 2017 has been disclosed. Thereafter, the amount as on 31st March/1st April does not state the name of the head i.e. head does not state whether it pertains to gross carrying amount of fixed assets or accumulated depreciation/current year depreciation or net carrying amount. The closing balances of gross carrying amount of a year as on 31st March does not match with the balance as on 1st April of that year. Note no.-3 is deficient to that extent.

Current Assets

3. Financial Assets (a)

(i) Cash and cash equivalents (Note no. 6) – Rs. 1319.24 lakh

Above denotes the balance held in current accounts. However, this account maintained by company is a saving account in nature. Thus, the head 'Cash and cash equivalents' (note no. 6) is deficient to that extent.

(ii) Bank balances other than (i) above (Note no. 7) – Rs. 2434.11 lakh

Above denotes the balance with banks other than point no. (i). However, the point no. (ii) has not been depicted in the financial statement. Also, there is no point 'b' in the details. The depiction of subheadings is incorrect to that extent.

Comments on Profitability

4. Other Expenses (note no. 18)- Rs. 4755.52 lakh

The above include ₹ 11,800 towards statutory audit fee for the year 2020-21. The Board of Directors of HMRTC, while approving (30 March 2022) the financial statements of the year 2020-21 approved the enhancement of audit fee from Rs. 10,000 to 25,000 plus taxes subject to ratification by the shareholders in the AGM. Thus, the company should have made a provision for the enhanced audit fee in its accounts. This has resulted in understatement of other expenses and loss for the year and current liabilities by Rs. 17,700.

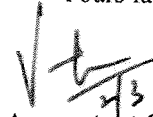
General

5. Related party Disclosures (Note no. 24)

Ind AS 24, Related Party Disclosures, Para 18 provides that 'if an entity has had related party transactions during the periods covered by the financial statements, it shall disclose the nature of the related party relationship as well as information about those transactions and outstanding balances, including commitments, necessary for users to understand the potential effect of the relationship on the financial statements. At a minimum, disclosures shall include: (a) the amount of the transactions: (b) the amount of outstanding balances, including commitments and: (i) their terms and conditions, including whether they are secured, and the nature of the consideration to be provided in settlement: and (ii) details of any guarantees given or received.'

The above note only provides the amount of balances outstanding at the year end from HSVP but does not provide the information on the terms and conditions and the purpose of these advances as required under Ind AS 24. The above note is deficient to that extent.

Yours faithfully,



**Sr. Deputy Accountant General
(AMG-IV)**


Reply of the Management on the observations / deficiencies pointed out in Management Letter of the Principal Accountant General (Audit) Haryana on the Accounts of the Corporation for the year ended 31st March, 2021.

S.No	Comments	Reply of the Management
	Comments on financial position	
	Liabilities	
	Current Liabilities	
1.	<p>Other current liabilities (Note no. 14): Rs. 1949.13 crore</p> <p>The Govt. of Haryana entered into a Memorandum of undertaking (MOU) with Union Govt. (Ministry of Urban Development, National Capital Region Planning Board (NCRPB), State Government of Delhi, Rajasthan and UP for implementation of commuters Transit Project in National Capital Region (NCR) and a new venture namely National Capital Region Transport Corporation (NCRTC) was established for this purpose. As per MOU, GOH was to contribute its share. As per present arrangement, GOH contributes its share of funds to NCRTC through HMRTC (the Company).</p> <p>The Finance Department, Govt. of Haryana observed that some Corporations/Bodies might be carrying out works for other departments and in this process large amounts of money from Consolidated Funds are transferred to these corporations/Bodies and the same remains with them till utilization. Due to time lag the funds remain idle with such Corporations/Bodies and are normally kept in fixed deposits. Since these Corporations/Bodies are taxable entities and subject to direct tax, so tax@30% is paid by these entities on such interest income. Even if such entities are in losses, they might have to pay presumptive tax (Minimum Alternative Tax) although at a lesser rate. Hence, there is net outflow of the money from State Govt.</p> <p>In view of above, it was decided (March 2011) by the GoH that all such Boards /Corporations/ Societies, to whom various departments provide funds for works/purchases will pay an interest@6% per annum to such departments on half yearly basis, till the funds are actually utilized by them. A margin of 2 weeks between date of receipt of fund and date of utilization can be allowed as interest free period.</p> <p>The Company received (18.02.2020) an amount of Rs.102.50 crore from Govt. of Haryana against the demand raised (Nov. 2019). However, the Company transferred the amount of Rs.102.50 crore to NCRTC on 26.05.2020 after delay of 3 months. Although the delay includes Covid-19 lockdown period, but there was procedural delay also from 18.02.2020 to 19.03.2020. The Company has neither paid nor</p>	<p>HMRTC ideally transfer funds to the respective parties timely after the approvals of higher authorities. This case was exception due to Covid-19 lockdown period.</p> <p>Due care shall be taken in future.</p>

	made a provision for interest liability towards Government of Haryana on this account.	
	Assets	
	Non-current Assets	
2.	Property, plant and equipment (note no. 3)- Rs. 0.09 crore As per IND AS 16 "the financial statements shall disclose, for each class of property, plant and equipment: the gross carrying amount and accumulated depreciation at the beginning and end of the period. Above note of Balance Sheet includes separate columns for Computer & Printers, Furniture and Fixtures, Office Equipments, Books & Periodicals and Car. The gross value of assets and accumulated depreciation has been disclosed upto 31 March 2017 only. However, the figures as on 31 March/1 April does not state the name of the head i.e. head does not state whether it pertains to Gross carrying amount or accumulated depreciation/current year depreciation or net carrying amount. The balances of gross carrying amount as on 31s March do not match with the balance as on 1" April. Note no. 3 is deficient to that extent.	Note no. 3 is merely part of disclosure. The said deficiency has been noted for compliance in financial year 2021-22.
	Current Assets	
3.	Financial Assets (a)	
(i)	Cash and cash equivalents (Note no.6)- Rs.1319.24 lakh. The above denotes the balance held in current accounts. However, this account maintained by company is a saving account in nature. Thus, the head 'Cash and cash equivalents' (note no. 6) is deficient to that extent.	It has been inadvertently written as "in current account" in place of "in saving account". The said deficiency has been noted for compliance in financial year 2021-22.
(ii)	Bank balances other than (ii) above (Note no. 7)- Rs. 2434.11 lakh. The above denotes the balance with banks other than point no. (i). However, the point no. (ii) has not been depicted in the financial statement. Also, there is no point 'b' in the details. The depiction of subheadings is incorrect to that extent.	This is typing error. The said deficiency has been noted for compliance in financial year 2021-22.
	Comments on Profitability	
4.	Other Expenses (note no. 18)-Rs.4755.52 lakh The above include Rs. 11,800 towards statutory audit fee for the year 2020-21. The Board of Directors of HMRTC, while approving (30 March 2022) the financial statements of the year 2020-21 approved the enhancement of audit fee from Rs. 10,000 to 25,000 plus taxes subject to ratification by the shareholders in the AGM. Thus, the company should have made a provision for the enhanced audit fee in its	Approvals regarding enhancement of audit fee were granted after the finalization of accounts for the year 2020-21. Due care shall be taken in future.

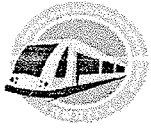
	accounts. This has resulted in understatement of other expenses and loss for the year and current liabilities by Rs. 17,700.	
	General	
5.	<p>Related party Disclosures (Note no. 24)</p> <p>Ind AS 24, Related Party Disclosures, Para 18 provides that 'if an entity has had related party transactions during the periods covered by the financial statements, it shall disclose the nature of the related party relationship as well as information about those transactions and outstanding balances including commitments, necessary for users to understand the potential effect of the relationship on the financial statements. At a minimum, disclosures shall include: (a) the amount of the transactions: (b) the amount of outstanding balances, including commitments and: (i) their terms and conditions, including whether they are secured, and the nature of the consideration to be provided in settlement: and (ii) details of any guarantees given or received.'</p> <p>The above note provides only the amount of balances outstanding at the year end from HSVP but does not provide the information on the terms and conditions and the purpose of these advances as required under Ind AS 24. The above note is deficient to that extent.</p>	The said deficiency has been noted for compliance in financial year 2021-22.

Place: PANAJI
Date: 31-03-23


Karan Singh,
Director (O & BD)-HMRTC
DIN: 09693579

For and on behalf of the Board of Directors


Ajit Balaji Joshi, IAS
Managing Director
DIN: 07577069



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
 Regd. office: C-3, HSVP Complex, Sector 6, Panchkula

Telephone no: 0172-2563003
 CIN No. U60200HR2012SGC045471

E-mail: adphmrtc1@gmail.com
 Website: www.hmrtc.org.in

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:
 Name of the company:
 Registered office:

Name of the member (s):
 Registered address:
 E-mail Id:
 Folio No/ Client Id:
 DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:
 E-mail Id:
 Signature:....., or failing him

2. Name:

Address:
 E-mail Id:
 Signature:.....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the _____ At ___ A.M / P.M. at Registered Office at _____ and at any adjournment thereof in respect of such resolutions as are indicated below:

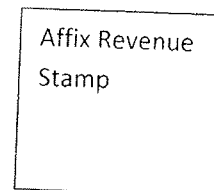
Resolution No.

- 1.....
- 2.....
- 3.....
- 4.....
- 5.....

Signed this..... day of..... 2023

Signature of shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



HARYANA MASS RAPID TRANSPORT CORPORATION LIMITED
Regd. office: C-3, HSVP Complex, Sector 6, Panchkula

Telephone no: 0172-2563003
CIN No. U60200HR2012SGC045471

E-mail: adphmrtc1@gmail.com
Website: www.hmrtc.org.in

ATTENDANCE SLIP

Please complete this Attendance Slip and handover at the entrance of the Meeting Hall (Folio No./ DPID/ Client ID Name and Address of the Member/ Joint holder(s) in BLOCK LETTERS to be furnished below)

FOLIO NO./ DPID/ CLIENT ID: _____ NO. OF SHARES: _____ NAME
OF MEMBER: _____

ADDRESS _____

I hereby record my presence at the Annual General Meeting of the Company held
on _____ at _____ (Address of Company).

Signature of the Member or Proxy

Note:

- i) Member(s)/Proxy(ies) are requested to bring the Attendance Slip duly signed and filled in at the Meeting and hand it over at the gate.
- ii) Members attending the Meeting are requested to carry their copy of the Notice.