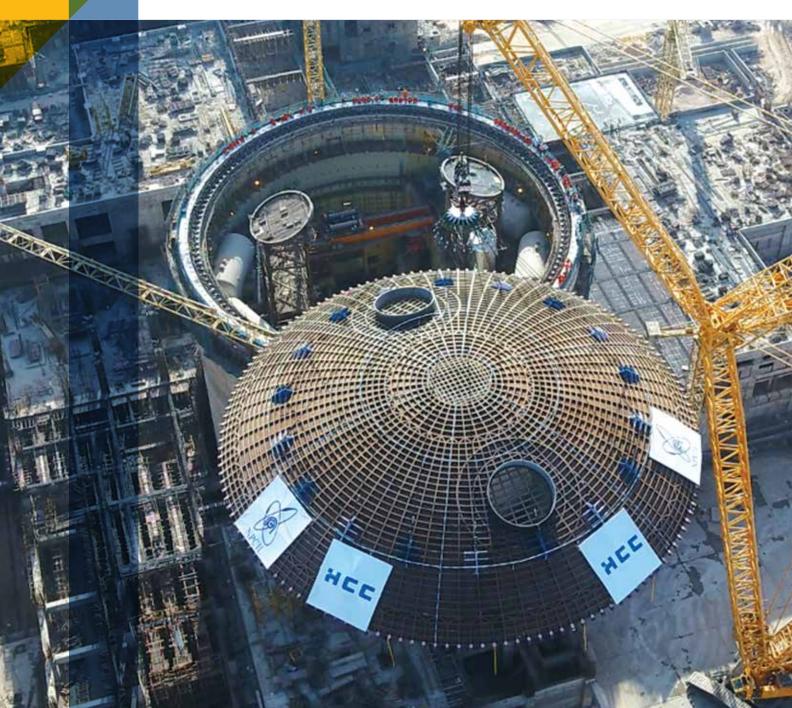
HCC



CONTENTS

CHAIRMAN'S LETTER	∠
COMPANY INFORMATION	11
MANAGEMENT DISCUSSION AND ANALYSIS	12
CORPORATE GOVERNANCE	20
SHAREHOLDER INFORMATION	26
BOARD'S REPORT	35
DIVIDEND DISTRIBUTION POLICY	63
BUSINESS RESPONSIBILITY REPORT	64
STANDALONE AUDITORS' REPORT	70
STANDALONE FINANCIAL STATEMENTS	76
CONSOLIDATED AUDITORS' REPORT	133
CONSOLIDATED FINANCIAL STATEMENTS	141
NOTICE	235

HIGHLIGHTS 2017-18

- In FY 2017-18, HCC registered turnover of ₹ 4,575.1 crore vs. ₹ 4,195.9 crore, up 9% y-o-y; and net profit of ₹ 77.5 crore vs. ₹ 59.4 crore, up 30% y-o-y
- Gross debt has reduced substantially to ₹3,725 crore as of March 31, 2018, from ₹4,397 crore as on March 31, 2017
- HCC has received ₹ 1,416 crore till date under the CCEA's initiative to release 75% of arbitral awards against bank guarantees. The company received fresh Arbitration Awards worth ₹ 977 crore in FY 2017-18
- HCC Concessions' Baharampore Farakka Highways Ltd and Farakka Raiganj Highways Ltd ended FY 2017-18 with revenues of ₹ 158 crore and ₹ 152 crore respectively, with a y-o-y growth of 24% and 124%
- Steiner AG revenue at CHF 806 million (₹ 5,395 crore) and a net profit of CHF 9.5 million (₹ 64 crore)
- Steiner AG secured fresh orders worth CHF 890 million (₹ 6,011 crore). The order backlog is CHF 1.37 billion
 (₹ 9,260 crore)

HCC'S MAJOR PROJECTS DMRC - Vishwa Vidyalaya to ISBT T 49 Tunnel - Dharam-Qazigund Major projects completed in past Flyover linking existing Munirka Uri-II Hydro Power Project Projects completed in the year flyover to Army RR Hospital **JHARKHAND** Projects in progress Water & Sewage Treatment Plants П Chandil Dam at Okhla, Tihar Jail, Wazirabad New projects Grand Trunk Road Improvement GOA **BOT** projects Project Goa Barge Berth at Marmugoa KARNATAKA **GUJARAT** ANDHRA PRADESH Bangalore Metro Reach 5, \blacksquare Package 3 Cavern for Crude Oil Storage, Gandhinagar Cooling Towers Vishakhapatnam Cavern for Crude Oil Storage, Kachchh Branch Canal Padur Chimney at Vijayawada Kakrapar Atomic Power Project Kadra Dam Godavari Barrage at Rajahmundry Kalol Mehsana Gas Pipeline Karnataka State Highways Project Godavari Railway Bridge Mehsana to Palanpur Highway Sharavati Hydro Power Project Papavinasam Dam Pumped Water Supply Scheme Yettinahole Project from Kesaria to Sonari Polavaram - Right Main Canal Reliance J3 Refinery at Jamnagar KERALA Tata Memorial Centre, Hospital Brahmapuram Diesel Power Plant Vizag Monolith, West Wall Saurashtra Branch Canal П Protection Dam across Idamalayar Swarnim Gujarat Kutch Water Grid ARUNACHAL PRADESH Dam across Moozhiyar and Tapi Road Bridge Veluthodu Pare Hydro Power Project HARYANA Lower Periyar Hydro Power **ASSAM** Hathnikund Barrage Project Bogibeel Rail-cum-Road Bridge • Panipat Chimney Sebarigiri Dam Brahmaputra Bridge П Road Bridge at Palwai Tanker Terminal and Fertiliser IOCL Refinery at Guwahati HIMACHAL PRADESH Berth, Cochin NH-37 - Numaligarh to Jorhat Chamera Hydro Power Project, Wellington Bridge, Cochin Highway Stage I MADHYA PRADESH NH-54 - Maibang to Nirmbanglo Chamera Hydro Power Project, Bistan Lift Irrigation Scheme • Highway Stage III Road Bridge over River Indravati **BIHAR** Kashang Hydro Power Project Satpura Thermal Power Station Barauni Thermal Power Plant Nathpa Jhakri Hydro Power Tons Hydro Power Project Project Ganga Bridge at Mokameh **MAHARASHTRA** Sainj Hydro Power Project Munger Rail-cum-Road Bridge Aerated Lagoons, Mumbai Tunnels for Sawra Kuddu Hydro Muzaffarpur Thermal Power Plant Power Project Ambernath/Ulhasnagar STP Sone Barrage JAMMU & KASHMIR Bandra Effluent and Influent Sone Bridge Disposal, Mumbai Access Road Tunnel to Sawalkote **CHATTISGARH** Hydro Power Project Bandra-Worli Sea Link Bailadila Project AnjiKhad railway cable stayed BARC - Integrated Nuclear Bhilai Steel Plant bridge Recycle Plant, Tarapur DELHI Chutak Hydro Power Project BARC - Reactor, Lab & Spent Fuel ¥ Delhi Faridabad Elevated Building IRCON Tunnel T13 Project Expressway

Bhandup Water Treatment Nimoo Bazgo Hydro Power DMRC - Dwarka to Najafgarh Complex Project DMRC - Janakpuri West to Palam **Bhorghat Tunnel** Pir Panjal Tunnel Station Construction of 9 Elevated Ramban Banihal Highway DMRC - Netaji Subhash Place to

Kishanganga Hydro Power Project

Salal Hydro Power Project

Mughal Road

Bhandup Pipeline

Bhama Askhed Pipeline

Line

Shalimar Bagh

DMRC - Airport Metro Express

Construction of 8 Elevated Paradip Port Road UTTAR PRADESH Stations of Pune Metro (2nd Order) Road Bridge across Mahanadi Allahabad Bypass DGNP Dry-Dock and Wharves **PUNJAB** Gomti Aqueduct Factory Civil Works for Premier 140 m High Chimney at Ropar Maneri Bhali Hydroelectric Power Automobiles Limited Project Rail Coach Factory at Kapurthala Ghatkopar High Level Water Naini Cable Stayed Bridge **RAJASTHAN** Tunnel Narora Atomic Power Project Chambal Bridge at Dholpur Koyna Hydro Power Project Stage NH - 28 - Lucknow Muzaffarpur I to IV East-West Corridor Project Highway Middle Vaitarna Water Pipeline Parwan Dam & Tunnel lackRihand Dam Rajasthan Atomic Power Project, • Mumbai Metro Line 3: UGC-02 Rihand STPP Units 1 & 2 Mumbai Metro One Sai Aqueduct Rajasthan Atomic Power Project, Mumbai-Pune Expressway Sharda and Ghogra Barrages Units 3 & 4 NH-3 MP/Maharashtra Border -Rajasthan Atomic Power Project, Varanasi Bridge Dhule Highway Units 5 & 6 Yamuna Hydro Power Project NH-4 - Satara Kolhapur Highway Rajasthan Atomic Power Project, UTTARAKHAND Nhava Sheva WTP Works, Raigadh Units 7 & 8 Tapovan Vishnugad Hydro Power • Pune Paud BOT Road TAMIL NADU Project Residential towers at Anushakti Chennai Bypass Dhauliganga Hydro Power Project Nagar Chennai Ore Berth, Jetty, Wharf Tehri Pumped Storage Project Surveillance Facility Project at Ennore Port-Rock Quarrying & Vishnugad Pipalkoti Hydroelectric Tarapur Breakwater Power Project Trombay Chimney Works Fast Reactor Fuel Cycle Facility, WEST BENGAL Vaitarna Dam \Box Kalpakkam Elevated Road from Park Circus to • Water Supply Tunnel from High rise buildings at DAE E.M. Bypass, Kolkata Bhandup to Charkop, Mumbai Anupuram Farakka Barrage Water Treatment Plant, Pune IGCAR's Fast Reactor Fuel Cycle Golden Quadrilateral Road Project Water Tunnel between E Moses Facility at Kalpakkam - Kolaghat to Kharagpur Road and Ruparel College, П Kadamparai Pumped Storage Mumbai Haldia Docks Project Project Water Tunnel between Sewri and П Kalyani Bridge Kudankulam Nuclear Power Futka Kolkata Metro Project, Units 1 & 2 Water Tunnel from Maroshi to Mahananda Barrage Lower Mettur Hydro Power Ruparel College, Mumbai Project ¥ NH-34 - Bahrampore - Farakka MANIPUR Highway Navamalai Irrigation Tunnel Imphal Kangchup Tamenglong ¥ NH-34 - Farakka - Raiganj Highway Tirupur Water Supply Project Purulia Pumped Storage Project Upper Nirar Irrigation Tunnel Parallel safety tunnel of T-12 Teesta Barrage TELANGANA Railway Tunnel No.1 between Teesta Low Dam Hydro Power JCR Devadula Lift Irrigation Jiribam and Tupul Project Stage IV Scheme Phase I Railway Tunnel No. 3 between **BHUTAN** JCR Devadula Lift Irrigation Jiribam and Tupul Scheme Phase II Dagachhu Hydro Power Project Railway Tunnel No. 10 between JCR Devadula Lift Irrigation Jiribam and Tupul Kurichhu Hydro Power Project Scheme Phase III Railway Tunnel No. 12 between Nikachhu Hydro Power Project North-South Corridor NHDP Phase Jiribam and Tupul Punatsangchhu Hydro Power II Package AP-8 Project Railway Tunnel No. 12 between Pranahita Chevella Lift Irrigation Tupul and Imphal Tala Hydro Power Project ORISSA Rajiv Dummugudem Lift Irrigation Aditya Aluminium Project Scheme Dam at Upper Kolab Ramagundam Thermal Power Naraj Barrage, New Cuttack Project

CHAIRMAN'S LETTER



Dear Shareholder,

While we have still some way to go, your Company has weathered the financial storm that beset it over the last three years, and is now set on a path of profitable growth. Here are the key financials on a standalone basis for 2017-18:

- Though it has been very careful in choosing what it bids for, HCC has increased the order book of its construction business to ₹ 19,188 crore as on 31 March 2018. This includes ₹ 2,277 crore of new orders received in the course of 2017-18.
- Total income increased by 8% to ₹ 4,826 crore.
- However, given a change in your Company's project-mix, operating margins (EBITDA margins, excluding other income) reduced from 17.9% in 2016-17 to 14.1% in 2017-18. EBITDA in 2017-18 was ₹ 644 crore.
- With reduction in overall debt levels, your Company's finance costs reduced by 14.5% to ₹ 660 crore in 2017-18.
- Profit after tax (PAT) increased by 30.5% to ₹ 78 crore in 2017-18. However, after accounting for loss on fair valuation of equity instruments represented in other comprehensive income, total post-tax comprehensive income reduced to ₹ 66 crore.

As I have been sharing with you in my earlier letters, the last three years of the UPA-2 government saw policy paralysis leading to a terrible legacy of stalled infrastructure projects. We are now seeing some progress on this front. Projects that are unviable

and beyond redemption are now being scrapped; while many of those that are potentially viable are being nudged along to their completion.

Even so, the size of the problem remains vast. As on January 2018, some 925 projects with a reported investment of over ₹ 13 lakh crore still carry the tag of 'implementation stalled'.

If you will recall, I had written last year that these stalled projects played a significant role in severely damaging the financial viability of infrastructure developers and engineering and construction (E&C) companies. Enterprises that had spent sizeable working capital to mobilise labour and deploy expensive plant and machinery at various project sites were faced with stalling and inordinate delays — which led to huge cost over-runs and consequential financial strains.

But that was not all. More often than not, government agencies, and by this I mean Government departments, authorities and public sector undertakings, held back payments against contractor claims. Even when independent arbitrators in dispute resolution found in favour of the E&C companies, the clients delayed payments by appealing to a higher court of law.

The outcome has been devastating. All major E&C companies in the infrastructure sector have suffered from massive receivables on their balance sheets, inadequate cash inflows to support their operations while making good the burgeoning interest payments on large working capital exposures.

Though government sector clients still hold back on payments and on making good cost overruns that have occurred for no fault of the contractors, there has been some improvement thanks to a few key initiatives taken by the current NDA government. Let me briefly outline two of these.

- The new Arbitration and Conciliation (Amendment) Act, 2015, which facilitates faster and time bound decision making in arbitration.
- Where public sector undertakings (PSUs) or government departments have challenged any arbitration award that has gone in favour of a contractor, 75% of the award amount to be paid to the contractor or concessionaire against a marginfree bank guarantee.

As on 31 March 2018, your Company has won arbitration claims amounting to \ref{thms} 4,823 crore. Of these, for \ref{thms} 2,744 crore worth of claims, HCC has received letters for 75% payment. That amounted to \ref{thms} 2,046 crore, of which HCC has collected \ref{thms} 1,416 crore.

This money went directly to reducing your Company's corporate debt. That is why there has been a 19.4% reduction in HCC's total non-current borrowings as on 31 March 2018. Thus, finance costs have fallen by 14.5% to ₹ 660 crore.

Moreover, a better balance sheet position on account of payment of these arbitration dues has led to increased allocation of limits from your Company's banks. Here, though, lies a caveat. Given the tightening of credit by banks on account of their NPA overhang, a delay occurred in the sanction of increased limits by the consortium of bankers.

Furthermore, the decision making process of some banks has slowed down for fear of consequences and despite their best intentions to expedite them. A successful navigation of these challenges will unshackle HCC's ability to finance its existing projects and future growth.

Another positive development for your Company as well as the E&C industry as a whole is the present government's clear commitment to infrastructure. In the Union Budget for 2018-19, the Government of India increased budgetary and extra budgetary expenditure on infrastructure by around 20% to ₹ 5.97 lakh crore, with a focus on roads and highways, railways, urban development and airports.

In roads, capital expenditure of $\ref{thmostate}$ 1.22 lakh crore has been earmarked for expansion of National Highways. Connectivity with the interior, backward and border areas is being sought to be achieved under the Bharatmala Pariyojana programme.

For railways, capital expenditure of ₹ 1.49 lakh crore has been earmarked for doubling of tracks, gauge conversions, track renewals and additional rolling stock. In addition, ₹ 16,800 crore has been allotted for metro rail projects.

If implemented, these will create large opportunities for the E&C players in India. To profitably leverage these prospects, each company must strike a right balance between two goals. The first is to steadily deleverage balance sheets, prune fixed costs and monetise non-core activities in a manner that gives comfort to the banks. The second is to grow their businesses and focus on execution notwithstanding the current liquidity crunch. These are not easy tasks, and not all E&C companies will necessarily be successful. However, given the determined manner in which it has gone about its business in 2017-18, I believe that HCC will succeed.

HCC is a company of firsts and over our nearly 100 year history, we have established many landmark projects across India. Our subsidiary Lavasa is also a first of its kind project – unfortunately, stress there continues. Lack of cooperation among lenders, financial stress in the banking system and constantly changing banking regulations has made financial resolution difficult and tardy. Our focus remains on a resolution in the interest of all stakeholders, and particularly our customers.

The investment climate remains lukewarm with private investment yet to take off. The stressed situation of the banks stems their ability to lend to new investment opportunities.

Rising oil prices portend that there will be serious challenges to containing the fiscal deficit. The constantly changing and sometimes unstable regulatory environment is unsettling and leads to unintended consequences. These, along with the disruption caused by slew of new and yet untested laws, add to economic uncertainties.

Many rules, regulations and laws intended for creating a predictable environment for business and meant to be prospective in nature when brought in at a time of stress, in practice become retrospective in effect and intensify the stress and unpredictability of doing business.

The government must take note that the economy needs serious attention and act to speed up the reforming of administrative processes of decision making. Only this will help the country return to virtuous cycle of investment and growth.

Your Company has effectively dealt with the financial problems of the recent past. Today, with the spirit of determination, which is at the heart of all things HCC, I am confident of an early return to robust growth.

Thank you for your support.

Yours,

Ajit Gulabchand
Chairman & Managing Director





PROJECTS

POWER

- Kishanganga Hydro Power Project, J&K: Hon'ble Prime Minister of India Narendra Modi inaugurated the strategically important and ambitious project on May 19, 2018. This being the first major EPC project of NHPC, HCC has been involved in the whole lifecycle of the project from design through construction and ongoing O&M support.
- 2. Powerhouse of Kishanganga HEP



UPDATE

3&4. Sainj HEP & Kashang HEP

in Himachal Pradesh were inaugurated by Himachal Chief Minister on September 11 and 12, 2017







TRANSPORTATION

- 1. DMRC CC30: The commercial operations of DMRC CC30 package started on March 14, 2018. The Shalimar Baug station constructed in this package was bestowed with the best station awarded by DMRC
- **2. Bogibeel Rail-cum-Road Bridge** is nearing completion



WATER & MARINE PROJECTS

1. Kachchh Branch Canal:

Mr. Narendra Modi, Hon'ble Prime Minister of India inaugurated Kachchh Branch Canal of Narmada project on May 22, 2017

2. **DGNP Dry Dock** in Mumbai is in the final stages of completion

