

DHARMESH PARIKH & CO.

CHARTERED ACCOUNTANTS

303/304, "Milestone", Nr. Drive-in-Cinema, Opp. T.V.Tower, Thaltej,
Ahmedabad-380 054. **Phone: 91-79-27474466 Fax: 91-79-27479955**

INDEPENDENT AUDITOR'S REPORT

To
The Members of Mundra LNG Limited

Report on the Financial Statements

We have reviewed the accompanying standalone financial statements of Mundra LNG Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Interim 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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards 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 safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

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Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 state of affairs of the Company as at 31 March 2015 and its losses and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of the written representations received from the directors as on 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - f) 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place : Ahmedabad
Date : 11-May-2015



For **DHARMESH PARIKH & CO.**
Chartered Accountants
Firm Reg. No. 112054W

Dhawal Jani
Partner
Membership No. 129361

DHARMESH PARIKH & CO.

CHARTERED ACCOUNTANTS

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ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT RE: MUNDRA LNG LIMITED

(Referred to in Paragraph 1 of our Report of even date)

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2015, we report that

- (i) The company does not have any Fixed Assets. Accordingly, the provisions of paragraph 3 (i) (a) & (b) of the Order are not applicable.
- (ii) The Company has not carried out any commercial activities during the year ended on 31st March, 2015 and hence it does not carry any Inventory. Accordingly the provisions of paragraph 3 (ii) of the Order are not applicable.
- (iii) According to the information and explanation given to us and the records produced to us for our verification, the company has not granted loans to any body corporate or other parties covered in the register maintained under section 189 of the Companies Act, 2013 (the Act). Accordingly the provisions of paragraph 3 (iii) (a) & (b) of the Order are not applicable.
- (iv) There has been neither any purchase of inventory nor any sale of goods & services by the company. However, according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business. We have not observed any major weakness in the internal control system during the course of the audit.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not had any dues on account of provident fund, employees' state insurance, sales tax, income tax, wealth tax, service tax, duty of customs, entry tax, value added tax, cess and duty of excise.

Accordingly there were no undisputed amounts payable in respect of income tax or any other material statutory dues which were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.

- (b) According to the records of the Company and representations made by the Management, there are no statutory dues as mentioned in paragraph 3(vii)(a) which have not been deposited on account of any dispute.

- (c) According to the information and explanations given to us, there are no amounts which were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under.

- (viii) The Company has not commenced its commercial operations during the year and the accumulated loss does not exceed fifty percent of its net worth at the end of the financial year. The company has incurred cash losses during the current as well as immediately preceding financial year.
- (ix) The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year. Accordingly the provisions of paragraph 3(ix) of the Order are not applicable.

DHARMESH PARIKH & CO.

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- (x) In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xi) According to the information & explanations given to us, the Company has not taken any term loan during the year covered by our audit report. Accordingly the provisions of paragraph 3(xi) of the Order are not applicable.
- (xii) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of any such case by the management.

Place : Ahmedabad
Date : 11-May-2015



For **DHARMESH PARIKH & CO.**

Chartered Accountants

Firm Reg. No. 112054W

Dhawal Jani

Partner

Membership No. 129361

MUNDRA LNG LIMITED**Balance Sheet as at 31st March 2015****(Amount in Rupees)**

		As at 31 st March, 2015	As at 31 st March, 2014
Notes			
<u>EQUITY AND LIABILITIES</u>			
Shareholders' funds			
Share capital	3	500,000	500,000
Reserves and surplus	4	(155,284)	(121,018)
		344,716	378,982
Current liabilities			
Trade payables	5	9,099	11,445
Other current liabilities	6	11,236	11,236
Total		365,051	401,663
<u>ASSETS</u>			
Current assets			
Cash and cash equivalents	7	365,051	401,663
Total		365,051	401,663
Significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For DHARMESH PARIKH & CO.
Chartered Accountants
Firm Reg No : 112054W

Dhawal Jani

Dhawal Jani
(PARTNER)
(Membership No.129361)



For and on behalf of the board
Mundra LNG Limited

Sudipta Bhattacharya
Sudipta Bhattacharya
 Director
 (DIN : 06817333)

J. R. Jalundhwale
Jatinkumar Jalundhwale
 Director
 (DIN : 00137888)

Place : Ahmedabad
 Date : 11th May, 2015

Place : Ahmedabad
 Date : 11th May, 2015

MUNDRA LNG LIMITED

Statement of Profit and Loss for the year ended on 31st March, 2015

		(Amount in Rupees)	
	Notes	For the year ended on 31 st March 2015	For the year ended on 31 st March 2014
Income		-	-
Expenditure			
Other expenses	8	34,266	22,681
Total expenses		34,266	22,681
Profit / (Loss) before tax		(34,266)	(22,681)
Tax expenses		-	-
Profit / (Loss) for the year		(34,266)	(22,681)
Earning per equity share (nominal value of share Rs.10)	10		
Basic & Diluted		(0.69)	(0.45)
Significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For DHARMESH PARIKH & CO.
 Chartered Accountants
 Firm Reg No : 112054W

Dhawal Jani

Dhawal Jani
 (PARTNER)
 (Membership No.129361)



For and on behalf of the board
Mundra LNG Limited

Sudipta Bhattacharya
Sudipta Bhattacharya
 Director
 (DIN : 06817333)

J. R. Jalundhwale
Jatinkumar Jalundhwale
 Director
 (DIN : 00137888)

Place : Ahmedabad
 Date : 11th May, 2015

Place : Ahmedabad
 Date : 11th May, 2015

MUNDRA LNG LIMITED

Cash flow statement for the year ended as at 31st March, 2015

Particulars	(Amount in Rupees)	
	For the year ended on 31 st March 2015	For the year ended on 31 st March 2014
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	(34,266)	(22,681)
<u>Adjustments for :</u>		
Non-cash adjustments to reconcile net cash flows	-	-
Investing and financing activities	-	-
Operating Profit / (Loss) before working capital changes	(34,266)	(22,681)
<u>Movements in working capital :</u>		
Decrease / (increase) in current assets	-	-
Increase / (decrease) in current liabilities	(2,346)	989
Cash generated from operations	(36,612)	(21,692)
Less : Direct taxes paid	-	-
Net cash flow from operating activities	(36,612)	(21,692)
B CASH FLOW FROM INVESTING ACTIVITIES	-	-
C CASH FLOW FROM FINANCING ACTIVITIES	-	-
Net increase / (decrease) in cash & cash equivalents (A+B+C)	(36,612)	(21,692)
Cash & cash equivalents at the beginning of the year	401,663	423,355
Cash & cash equivalents at the end of the year	365,051	401,663

Note :

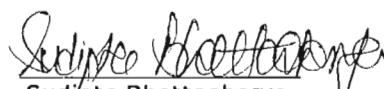
Cash and cash equivalents above comprises only of balances held with banks.

As per our report of even date
For DHARMESH PARIKH & CO.
Chartered Accountants
Firm Reg No : 112054W


Dhawal Jani
(PARTNER)
(Membership No.129361)



For and on behalf of the board
Mundra LNG Limited


Sudipta Bhattacharya
Director
(DIN : 06817333)


Jatinkumar Jalundhwala
Director
(DIN : 00137888)

Place : Ahmedabad
Date : 11th May, 2015

Place : Ahmedabad
Date : 11th May, 2015

1 Corporate Information

The company has been incorporated on 28th August, 2010 under the companies act 1956 for the development, operation & maintenance of infrastructure facilities i.e. LNG Terminal, storage & Re-gasification facilities. The company has already received the Co Developer status from the Ministry of Commerce & Industry (GOI) towards providing infrastructure facilities in the multi product SEZ at Mundra, Kutch, Gujarat and currently evaluating a project opportunity & viability study. Accordingly the financial accounts are prepared on going concern basis.

2 Summary of Significant Accounting Policies

a) Basis of Preparation of Financial Statement

- i) The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under section 211(3C) of the Companies Act, 1956 ("the 1956 Act") (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and the relevant provisions of the 1956 Act / 2013 Act, as applicable.

The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

ii) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

iii) Current & Non-Current Classification

All the assets and liabilities have been classified as current or non-current as per the company's normal operating cycle and other criteria set out in Revised Schedule III to the Companies Act, 2013. Based on the nature of activities and time between the activities performed and their subsequent realisation in cash or cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

b) Cash Flow Statement

i) Cash & Cash Equivalents (for purpose of cash flow statement)

Cash comprises cash on hand and demand deposit with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

ii) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

c) Related Party Transactions

Disclosure of transactions with Related Parties, as required by Accounting Standard 18 "Related Party Disclosures" as specified in the Companies (Accounting Standard) Rules 2006 (as amended), has been set out in a separate statement annexed to this note. Related parties as defined under clause 3 of the Accounting Standard 18 have been identified on the basis of representations made by the management and information available with the Company.



MUNDRA LNG LIMITED**Notes to financial statements for the year ended 31st March 2015****d) Earnings Per Share**

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 prescribed under The Companies (Accounting Standards) Rules, 2006 (as amended). The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

e) Taxes on Income

In absence of taxable income in the current year, provision for taxation has not been made.

Deferred tax resulting from timing differences between book and tax profits is not accounted for, considering para 15 & 17 of AS 22 i.e. Accounting for taxes on income, issued by virtue of the Companies (accounting standards) Rules (as amended) 2006.

f) Provisions, Contingent Liabilities & Contingent Assets

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

- g) Though other Accounting Standards also apply to the company by virtue of the Companies (accounting standards) Rules (as amended) 2006, no disclosure for the same being made as the company has not done any transaction to which the said Accounting Standards apply.

3 Share Capital

	Amount in Rupees As at 31st March, 2015	Amount in Rupees As at 31st March, 2014
Authorised shares		
50,000 Equity shares of Rs. 10/- each	500,000	500,000
Issued, subscribed fully paid-up shares		
50,000 Equity shares of Rs. 10/- each fully paid	500,000	500,000
Total issued, subscribed and fully paid-up share capital	500,000	500,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the year

	As at 31st March, 2015	
	Numbers	Amount in Rupees
Equity shares		
At the beginning of the year	50,000	500,000
Issued during the year	-	-
Outstanding at the end of the year	50,000	500,000

	As at 31st March, 2014	
	Numbers	Amount in Rupees
Equity shares		
At the beginning of the year	50,000	500,000
Issued during the year	-	-
Outstanding at the end of the year	50,000	500,000

b. Terms / rights attached to equity shares

Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the of the ensuing Annual General Meeting. In the event of liquidation, the liquidator may divide amongst the members, in piece or kind, the whole or any part of the assets of the company.

MUNDRA LNG LIMITED
Notes to financial statements for the year ended 31st March 2015
c. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

Out of equity shares issued by the company, shares held by its holding company together with its nominees are as below :

	As at 31st March, 2015	
	Numbers	Amount in Rupees
Equity Shares		
Adani Enterprises Limited	50,000	500,000
(Holding Company)		
	50,000	500,000

	As at 31st March, 2014	
	Numbers	Amount in Rupees
Equity Shares		
Adani Enterprises Limited	50,000	500,000
(Holding Company)		
	50,000	500,000

d. Details of shareholders holding more than 5% shares in the company

	As at 31st March, 2015	
	Numbers	% holding in the class
Equity Shares		
Adani Enterprises Limited (Holding Company)	50,000	100%
(together with its nominees)		
	50,000	100%

	As at 31st March, 2014	
	Numbers	% holding in the class
Equity Shares		
Adani Enterprises Limited (Holding Company)	50,000	100%
(together with its nominees)		
	50,000	100%

4 Reserves and surplus

	Amount in Rupees As at 31st March, 2015	Amount in Rupees As at 31st March, 2014
Surplus / (deficit) in the Statement of Profit & Loss		
Balance as per last financial statements	(121,018)	(98,337)
(Loss) for the year	(34,266)	(22,681)
Net surplus/(deficit) in the Statement of Profit & Loss	(155,284)	(121,018)
Total reserves and surplus	(155,284)	(121,018)

5 Trade Payables

	Amount in Rupees As at 31st March, 2015	Amount in Rupees As at 31st March, 2014
Expenses Payable	9,099	11,445
	9,099	11,445

6 Other current liabilities

	Amount in Rupees As at 31st March, 2015	Amount in Rupees As at 31st March, 2014
Audit fees payable	11,236	11,236
	11,236	11,236



MUNDRA LNG LIMITED
Notes to financial statements for the year ended 31st March 2015

7 Cash and cash equivalents	Amount in Rupees As at 31st March, 2015	Amount in Rupees As at 31st March, 2014
Balance with banks		
In current accouts	365,051	401,663
	365,051	401,663
8 Other expenses (as disclosed in Statement of Profit and Loss)	Amount in Rupees For the year ended on 31 March 2015	Amount in Rupees For the year ended on 31 March 2014
Payment to auditors		
- statutory audit fees	11,236	11,236
- other matters	10,571	10,456
Legal and professional fees	12,459	989
	34,266	22,681

9 Contingent liabilities & Commitments (to the extent not provided for)
a) Contingent liabilities

Contingent Liabilities not provided for : NIL (P.Y. NIL)

b) Commitments

Estimated amounts of contracts remaining to be executed and not provided for : NIL (P.Y. NIL)

10 Earning Per Share
(Amount in Rupees)

Particulars	For the year ended on 31 March 2015	For the year ended on 31 March 2014
Net Profit/(Loss) after tax availbale for equity shareholders	(34,266)	(22,681)
Weighted average no. of Equity Shares	50000	50000
Face Value of Equity Shares	10	10
Basic & Diluted Earning Per Share	(0.69)	(0.45)

11 Segment information

The company's activities during the year revolve around setting up LNG Terminal. Considering the nature of Company's business and operations, there is no reportable segments (business and/or geographical) in accordance with the requirements of Accounting Standard 17- 'Segment Reporting'.

12 Related party disclosure

As per Accounting Standard 18, disclosure of transactions with related parties (As identified by the Management), as defined in Accounting Standard are given below:

Holding Company	:	Adani Enterprises Limited
Fellow Subsidiaries	:	There are no transactions with Fellow Subsidiaries. Hence, not disclosed.
Associates	:	There are no transactions with Associates. Hence, not disclosed.
Key Management Personnel	:	Shri Jatinkumar Jalundhwala Shri Rajeev Sharma Shri Sudipta Bhattacharya (w.e.f. 5th June, 2014) Shri Dr. Malay R. Mahadevia (upto 5th June, 2014)

Nature and Volume of Transactions with Related Parties
(Amount in Rupees)

Particulars	For the year ended on 31 March 2015	For the year ended on 31 March 2014
Transactions during the year		
Adani Enterprises Limited	-	-
Balance Outstanding		
Adani Enterprises Limited	-	-



MUNDRA LNG LIMITED**Notes to financial statements for the year ended 31st March 2015****13 Disclosure under MSMED Act**

There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

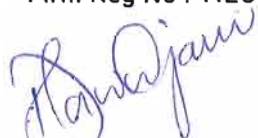
14 Other Statutory information:

Particulars	(Amount in Rupees)	
	For the year ended on 31 March 2015	For the year ended on 31 March 2014
Expenditure in foreign currency	Nil	Nil
Earning in foreign currency	Nil	Nil

15 Previous year Comparatives

Figures for the previous year have been regrouped/ rearranged, wherever necessary to confirm to this year's classification/ disclosure.

As per our report of even date
For **DHARMESH PARIKH & CO.**
Chartered Accountants
Firm Reg No : 112054W



Dhawal Jani
(PARTNER)
(Membership No.129361)



For and on behalf of the board
Mundra LNG Limited



Sudipta Bhattacharya
Director
(DIN : 06817333)



Jatinkumar Jalundhwala
Director
(DIN : 00137888)

Place : Ahmedabad
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