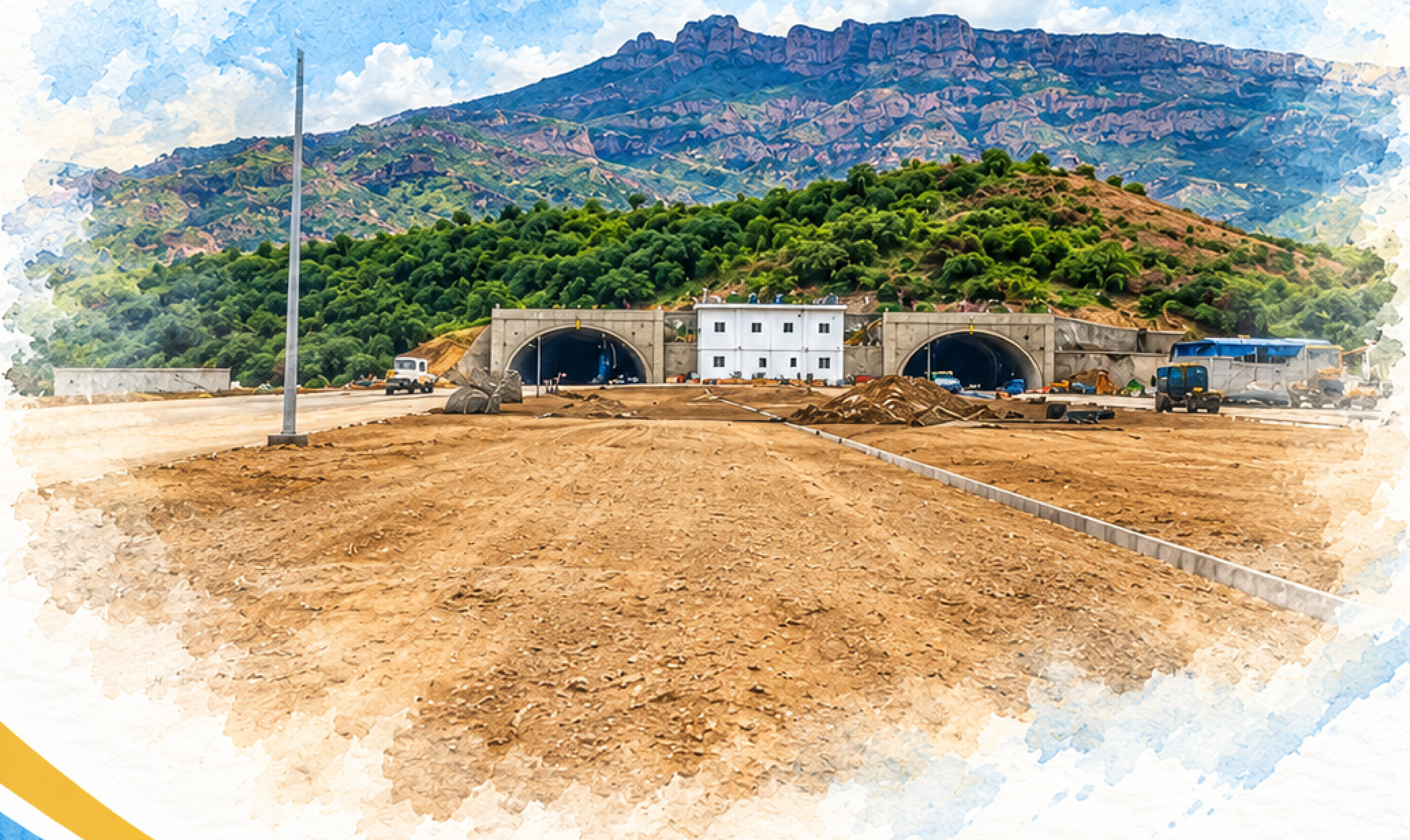
ANNUAL REPORT

FY 2025-26

IRCON BHOJ MORBE EXPRESSWAY LIMITED

(A Wholly owned subsidiary of Ircon International Limited)



CIN: U45203DL2022GO1392148

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COMPANY PROJECT

Construction of Eight Lane access-controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section - SPUR of Vadodara Mumbai Expressway) in the State of Maharashtra on Hybrid Annuity Mode under Bharatmala Pariyojana (Phase II – Pkg XVII).

BOARD OF DIRECTORS

Mr. Ajay Pal Singh, Chairman
Mr. Masood Ahmad, Director
Mr. Vinit Kumar, Director
Mr. Sanjay Bisariya, Director
Ms. Yamini Sahib, Director

STATUTORY AUDITOR

M/s Anil Khandelwal & Associates,
Chartered Accountants

COST AUDITOR

M/s R.M. Bansal & Co.,
Cost Accountants

SECRETARIAL AUDITOR

M/s Agarwal S. & Associates,
Practising Company Secretary

INTERNAL AUDITOR

M/s Singhal Sunil & Associates,
Chartered Accountants

EPC CONTRACTOR TO COMPANY

Ircon International Limited
Holding Company

REGISTERED OFFICE

C-4, District Centre
Saket, New Delhi-110017

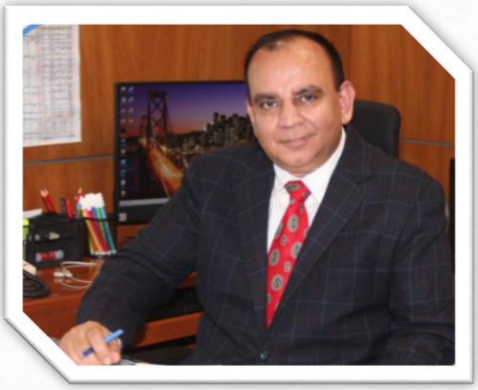
CONTACT PERSON

Ms. Sapna
Company Secretary
Email id: csirconbmel@gmail.com

BANKER OF THE COMPANY

Bank of Baroda

BOARD OF DIRECTORS



Mr. Ajay Pal Singh
Chairman

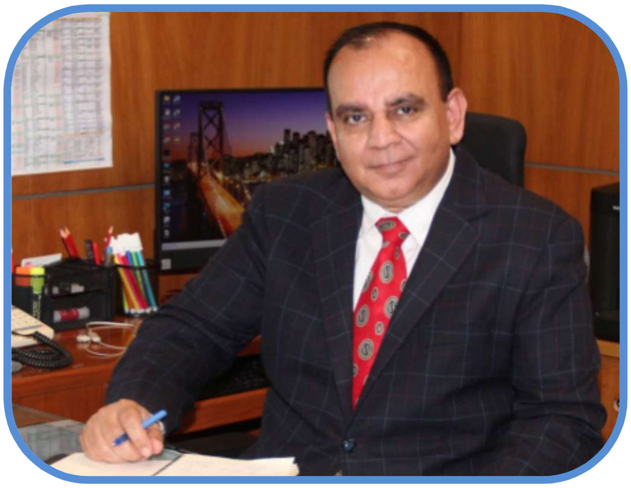
Mr. Masood Ahmad
Director

Mr. Vinit Kumar
Director

Mr. Sanjay Bisariya
Director

Ms. Yamini Sahib
Director

CHAIRMAN'S MESSAGE



Dear Shareholders, ✍

It gives me immense pleasure to welcome you all on behalf of the esteemed members of the Board to the Fourth (4^{th}) Annual General Meeting (AGM) of Ircon Bhoj Morbe Expressway Limited (IrconBMEL) and present to you the Directors' Report and the Audited Financial Statements for the financial year ended 31^{st} March, 2026. I would like to express my sincere gratitude for making it convenient for attending the AGM.

About the Company

It is my privilege to place before you, few highlights of IrconBMEL for FY 2025-26.

IrconBMEL has entered into Concession Agreement with NHAI on 18^{th} February, 2022 and the concession period of the project comprises of construction period of 910 days from the appointed date and operation period of 15 years commencing from Commercial Operation Date (COD). IRCON has been appointed as EPC Contractor in terms of technical bid submitted by IRCON to NHAI.

As per Concession Agreement, the Bid Project Cost is Rs.1,436.00 crore plus GST (excluding escalation). The 40% of the project bid cost shall be reimbursed by NHAI during construction phase and balance 60% will be receivable after construction in the form of Annuity. The company will finance the cost of project by way of debt of Rs.823.39 crore & equity/quasi equity of Rs. 205.85 crore. In respect of debt, Bank of Baroda (BOB) has sanctioned the term loan of Rs. 823.39 crore. During the financial year, total equity/ quasi equity of Rs. 54.98 crore has been infused by Ircon International Limited, holding company.

IRCON has been appointed as EPC Contractor for execution of the project work including O&M for five (05) years at EPC price of Rs.1,321.25 crores plus applicable GST. Presently, the construction activities at project has started from the appointed date of 19^{th} January, 2023 and the works are progressing on the available front.

The Company has entered in to a facility agreement on 19^{th} September, 2022 with Bank of Baroda (BOB) on for availing loan/ financial assistance of upto Rs. 823.39 crore to finance the project for its execution and as at 31^{st} March, 2026, the Company has availed a loan of Rs. 563.50 crore.

This project required construction of twin tunnel of 4.16 km long in Matheran Eco Sensitive Zone of 4 lane each. Out of which, the breakthrough of this challenging work of a gargantuan cross-sectional area of 205 square meters LHS-Tunnel Tube has been successfully done in record time of 15 months on August 28, 2024 with complete precision & safety.

The Significant breakthrough of LHS Tunnel Tube has been recognized & appreciated by Hon'ble Minister Shri Nitin Gadkari Ji and has also been recognized by NHAI and various media including times of India.

Also, the significant breakthrough of another 4.16 km long RHS-Tube Tunnel, with a gargantuan cross- sectional area of 205 square meters, has been successfully done in time of 18 months on 16th October, 2024 with complete precision & safety.

Financial Performance

As on 31st March, 2026, Net Worth of your Company is Rs.15,169.61 Lakhs, Total Income is Rs.30,590.01 Lakhs and Loss After Tax is Rs.1,747.90 Lakhs as compared to Net Worth of Rs.11,419.99 Lakhs, Total Income of Rs.66,027.61 Lakhs and Profit After Tax of Rs.1,148.33 Lakhs as on 31st March, 2025.

Corporate Governance

Compliances and Disclosures under the Companies Act, 2013 and rules thereunder are being fully adhered to by your Company. As per Office Memorandum dated 10th July 2014 and 11th July 2019 issued by Department of Public Enterprises (DPE), CPSEs constituted as Special Purpose Vehicle (SPV) are exempted from compliance of the DPE Guidelines on Corporate Governance for CPSEs. Hence, these are not applicable on your company.

Acknowledgements

I, on behalf of Board of Directors, express my heartfelt thanks for the valuable assistance and co-operation extended to the Company by MoRTH, NHAI, Ircon International Limited, Auditors of the Company and all those who have supported and guided us during the year. I express my deep gratitude to employees for their dedication, intellect, hard work. And last, but not least, I would like to thank my colleagues on the Board for their guidance and continuous support.

We look forward to your continued support in our journey ahead.

For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited

Sd/-
(Ajay Pal Singh)
Chairman
DIN: 07315969

Date: 28th July, 2026
Place: New Delhi

DIRECTORS' REPORT

Dear Members,

Your Directors have immense pleasure in presenting the **4th Annual Report** of **Ircon Bhoj Morbe Expressway Limited (IrconBMEL)** together with the Audited Financial Statements of the Company and Auditor's Report for the financial year ended 31st March, 2026.

1. BUSINESS OPERATIONAL HIGHLIGHTS & PRESENT STATE OF COMPANY'S AFFAIRS

IrconBMEL, a wholly owned subsidiary of Ircon International Limited (IRCON) was incorporated on 06th January, 2022 as a Special Purpose Vehicle (SPV) with the main object to carry the business of Construction of Eight Lane Access Controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section - SPUR of Vadodara Mumbai Expressway) ('the Project') in the State of Maharashtra under Bharatmala Pariyojana (Phase II – Pkg XVII) by National Highway Authority of India (NHAI).

IrconBMEL has entered into Concession Agreement with NHAI on 18th February, 2022 and the concession period of the project comprises of construction period of 910 days from the appointed date and operation period of 15 years commencing from Commercial Operation Date (COD). IRCON has been appointed as EPC Contractor in terms of technical bid submitted by IRCON to NHAI.

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2. FINANCIAL HIGHLIGHTS

In pursuance of the provisions enumerated under Companies (Indian Accounting Standards) Rules, 2015, the Company, has prepared its annual financial statements for the financial year 2025-26 as per Indian Accounting Standards (IND-AS).

Financial performance indicators as on 31st March 2026:

(Rs. in Lakhs)

Sl. No.	Particulars	For the Financial Year Ended 31.03.2026	For the Financial Year Ended 31.03.2025
1.	Equity Share Capital	2,058.00	1,060.00
2.	Other Equity (includes Reserves and Surplus)	13,111.61	10,359.99
3.	Net Worth	15,169.61	11,419.99
4.	Borrowings (including current maturities)	56,350.00	31,135.00
5.	**Total Assets and Liabilities**	**91,624.93**	**68,769.92**
6.	Revenue from Operations	30,551.49	66,007.18
7.	Other Income	38.52	20.43
8.	**Total Income (6) + (7)**	**30,590.01**	**66,027.61**
9.	**Profit Before Tax**	(2,329.05)	1,540.51
10.	**Profit After Tax**	**(1,747.90)**	**1,148.33**
11.	Earnings Per Equity Share (on face value of Rs.10/- per share) (i) Basic (ii) Diluted	 (12.70) (12.70)	 15.67 15.67

3. DIVIDEND & APPROPRIATION TO RESERVE

The Board of Directors does not recommend any dividend for the financial year 2025-26.

As per the applicability of IND AS, Reserves are reflected as Retained Earnings under the head 'Other Equity' in Financial Statements and your Company has a balance of Rs. 470.11 Lakhs in Retained Earnings as on 31st March, 2026.

4. CREDIT RATING

During the FY 2025-26, Infomerics Valuation & Ratings Limited has provided IVR AA; Stable rating for the long-term bank facilities of Rs. 823.39 Crore to your Company.

5. SHARE CAPITAL/ DEMATERIALISATION

During the year, the Company has increased its Paid-up Share Capital from Rs.10.60 Crores to Rs.20.58 crores by allotting 99,80,000 equity shares of Rs. 10/- each to Ircon International Limited (IRCON) by way of right issue.

At the end of the FY 2025-26, the Authorized Share Capital and the Paid-up Share Capital of the Company stands at Rs.21 Crores comprising of 2,10,00,000 Equity Shares of Rs.10/- each and Rs.20.58 Crores comprising of 2,05,80,000 Equity Shares of Rs.10/- each respectively. Ircon International Limited (IRCON) continues to hold 100% paid-up share capital of IrconBMEL.

As per Rule 9A of the Companies (Prospectus and Allotment of Securities) Amendment Rules, 2019 dated 22nd January, 2019, the Company being a wholly owned subsidiary (WoS) is not required to get its securities in dematerialised form.

6. CASH FLOWS FROM THE PROJECT

As the Company is in construction phase, it is having a negative Cash Flows from operating activities of Rs. 27,825.75 Lakhs for the financial year ended 31st March, 2026.

7. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

For the period under review, there was no Subsidiary/ Joint Ventures/ Associate Companies of the Company.

8. BOARD OF DIRECTORS & KEY MANAGEMENT PERSONNEL

Board of Directors:

CATEGORY & NAME OF THE DIRECTORS WITH DESIGNATION DURING THE FINANCIAL YEAR 2025-26

As per Articles of Association of the Company, the Directors on the Board of the Company are appointed by the holding company (IRCON).

As on 31st March, 2026, the Board comprised of five (5) Directors including Chairman i.e. Shri Ajay Pal Singh, (Chairman), Shri Masood Ahmad, Shri Vinit Kumar, Shri Sanjay Bisariya and Ms. Yamini Sahib, Non-Executive (Nominee) Directors.

Details of Directors along with change in the composition of the Board of Directors during the year are as follows:

Category, Name & Designation	DIN	Appointment or Cessation (during the FY, if any)
Shri Ajay Pal Singh, Chairman	07315969	Appointed as Additional Part-time (Nominee) Director w.e.f. 1st November, 2025
Shri Yogesh Kumar Misra, Chairman	07654014	Ceased to be a Director of the Company w.e.f. 31st October, 2025
Shri Masood Ahmad, Director	09008553	-
Shri Vinit Kumar, Director	10845770	Regularised as Part-time (Nominee) Director in the last Annual General Meeting held on 29th August, 2025 after his appointment as Additional Part-time (Nominee) Director w.e.f. 21st November, 2024
Shri Sanjay Bisariya, Director	11291128	Appointed as Additional Part-time (Nominee) Director w.e.f. 10th September, 2025
Ms. Yamini Sahib, Director	10686600	-

Further, there was no change in the composition of the Board of Directors after the closure of the financial year.

Shri Ajay Pal Singh and Shri Sanjay Bisariya were nominated by IRCON as Additional Part-time (Nominee) Director of the Company w.e.f. 1st November, 2025 and 10th September, 2025, respectively, who shall hold office upto the date of the ensuing Annual General Meeting. The Company has received notices under section 160 of the Companies Act, 2013 from Shri Ajay Pal Singh and Shri Sanjay Bisariya giving their candidature for appointment as Directors, liable to retire by rotation, in the ensuing Annual General Meeting (AGM). Their appointment as Directors by Shareholders is included in the notice of the AGM.

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Shri Masood Ahmad shall retire by rotation at the ensuing Annual General Meeting of your Company and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment as Director and his brief resume is annexed to the Notice of the Annual General Meeting.

None of the Directors is disqualified from being appointed/ re-appointed as Director.

Key Managerial Personnel:

Pursuant to Section 203 of the Companies Act, 2013, the Board of Directors of the Company has designated the Chief Executive Officer (CEO), Chief Financial Officer (CFO) and Company Secretary (CS) as the Key Managerial Personnel (KMP) of the Company. The details of KMPs as at 31st March, 2026 are as follows:

Name	Date of Appointment	Designation
Shri Santosh Kumar	9th September, 2025	Chief Executive Officer
Shri Sudhanshu Agarwal	29th April, 2025	Chief Financial Officer
Ms. Sapna	12th August, 2025	Company Secretary

During the financial year 2025-26, Shri Anil Kumar Singh was appointed as Chief Executive Officer w.e.f. 29th April, 2025 pursuant to nomination by Holding Company, IRCON, who ceased to be Chief Executive Officer w.e.f. 1st August, 2025. Subsequently, Shri Santosh Kumar was appointed as Chief Executive Officer w.e.f. 9th September, 2025 pursuant to nomination by Holding Company, IRCON.

During the period under review, Shri Sudhanshu Agarwal was appointed as Chief Financial Officer of the Company w.e.f. 29th April, 2025 pursuant to nomination by Holding Company, IRCON.

During the period under review, Ms. Sapna was appointed as Company Secretary on contract basis from 8th April, 2025 till 6th August, 2025 and later she was appointed as Company Secretary w.e.f. 12th August, 2025 pursuant to nomination by Holding Company, IRCON.

9. BOARD MEETINGS

During the financial year 2025-26, the Board met nine (9) times on 02-05-2025, 25-06-2025, 29-07-2025, 13-08-2025, 16-09-2025, 30-10-2025, 30-01-2026, 09-03-2026 and 23-03-2026. The interval between two Board Meetings were within the period prescribed under the Companies Act, 2013. The attendance detail of the Board Meetings is as follows:

Number of the Meeting	Date of the Meeting	Board Strength	No. of Directors Present
19	02-05-2025	4	3
20	25-06-2025	4	4
21	29-07-2025	4	4
22	13-08-2025	4	4
23	16-09-2025	5	4
24	30-10-2025	5	4
25	30-01-2026	5	4
26	09-03-2026	5	5
27	23-03-2026	5	5

The table below shows attendance of the Board members at the Board Meetings held during the financial year 2025-26 and their attendance in the last Annual General Meeting (AGM):

Name of Director	Meeting Date									Whether attended last AGM held on 29-08-2025	Total Board Meetings entitled to attend during financial year 2025-26	No. of Board Meetings attended during financial year 2025-26	% of Attendance
	02-05-2025	25-06-2025	29-07-2025	13-08-2025	16-09-2025	30-10-2025	30-01-2026	09-03-2026	23-03-2026				
Shri Ajay Pal Singh (w.e.f. 01.11.2025)	NA	NA	NA	NA	NA	NA	✓	✓	✓	NA	3	3	100
Shri Yogesh Kumar Misra (upto 31.10.2025)	✓	✓	✓	✓	✓	✓	NA	NA	NA	Y	6	6	100
Shri Masood Ahmad	✓	✓	✓	✓	×	×	✓	✓	✓	Y	9	7	77.78
Shri Vinit Kumar	×	✓	✓	✓	✓	✓	✓	✓	✓	Y	9	8	88.89
Shri Sanjay Bisariya (w.e.f. 10.09.2025)	NA	NA	NA	NA	✓	✓	×	✓	✓	NA	5	4	80
Ms. Yamini Sahib	✓	✓	✓	✓	✓	✓	✓	✓	✓	Y	9	9	100

10. INDEPENDENT DIRECTORS & BOARD COMMITTEES & CORPORATE GOVERNANCE GUIDELINES ISSUED BY DPE

In terms of provisions of section 149(4) of the Companies Act, 2013 read with rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, unlisted public companies, which are wholly owned subsidiaries are exempted from the requirement of appointing Independent Directors on their Board.

Also, read with the provisions of section 177(1), 178(1) and rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the requirement of constitution of 'Audit Committee' and 'Nomination and Remuneration Committee', is not applicable on such companies.

Further, in terms of Department of Public Enterprises (DPE) OM dated July 8-10, 2014 read with OM dated July 11, 2019, the CPSE’s constituted as Special Purpose Vehicle (SPV) are exempted from compliance with the DPE Guidelines on Corporate Governance for CPSEs.

Accordingly, IrconBMEL, an unlisted public company and a wholly-owned subsidiary company of IRCON, is not required to appoint Independent Directors on its Board, and the declaration by the Independent Directors is also not applicable. Further, the constitution of Audit Committee and Nomination & Remuneration Committee of the Board is also not applicable. Also, Corporate Governance Guidelines of DPE are not applicable on IrconBMEL.

11. DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of the Company confirms:

a) that in the preparation of the annual financial statements for the financial year ended 31st March, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year i.e. 31st March, 2026 and of the Profit & Loss of the Company for that period;

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) that the annual financial statements have been prepared on a going concern basis;

e) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. DIRECTOR'S OBSERVATION AND COMMENTS FOR FINANCIAL STATEMENTS (EXPLANATION FOR ANY COMMENTS MADE BY AUDITORS IN THEIR REPORT)

The Notes to Accounts forming part of the financial statements are self-explanatory and need no further explanation.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation.

13. AUDITORS

Statutory Auditor

M/s Anil Khandelwal & Associates, Chartered Accountants, had been appointed as Statutory Auditors for the financial year 2025-26 vide C&AG letter No. CA. V/COY/ Central Government, IRCBME(1)/1693 dated 12th September, 2025. They have confirmed by way of a written consent and certificate as required under Section 139(1) of the Companies Act, 2013.

Cost Auditor

The Board of Directors appointed M/s R.M. Bansal & Co., Cost Accountants, as Cost Auditor of the Company for the financial year 2025-26 for conducting the audit of cost records maintained by the Company as per the applicable Rules/ Guidance Note, etc.

In accordance with the provisions of Section 148(1) of the Act, read with Companies (Cost Records and Audit Rules), 2014, the Company has maintained cost accounts and records.

Secretarial Auditor

The Board of Directors appointed M/s. Agarwal S. & Associates, Practising Company Secretary, as Secretarial Auditor of the Company for the financial year 2025-26 for conducting Secretarial Audit of the Company in accordance with the provision of Section 204 of Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Internal Auditor

The Board of Directors appointed M/s Singhal Sunil & Associates, Chartered Accountants as Internal Auditors for the financial year 2025-26, for conducting Internal Audit of the Company.

14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There are no transactions of loans, guarantees and investments as covered under the provisions of Section 186 of the Companies Act, 2013, during the financial year under review.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2025-26, the related party transactions with the holding company, IRCON were in the ordinary course of business and on an arm's length basis and approved in terms of the Companies Act, 2013. The details of the related party transactions in form AOC-2 are enclosed to this report as **Annexure–A.**

16. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY AFTER THE CLOSURE OF THE FINANCIAL YEAR

No material changes and commitments have occurred which affect the financial position of the Company between the end of the financial year and the date of this report.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are set out hereunder:

A. Conservation of energy:

i. the steps taken or impact on conservation of energy – Nil
ii. the steps taken by the Company for utilizing alternate sources of energy – Nil
iii. the capital investment on energy conservation equipment – Nil

B. Technology absorption:

i. the efforts made towards technology absorption: Not Applicable
ii. the benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable

iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not Applicable
    a. the details of technology imported;
    b. the year of import;
    c. whether the technology been fully absorbed;
    d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

iv. the expenditure incurred on Research and Development: Not Applicable

C. Foreign exchange earnings and Outgo:

There was no Foreign Exchange Earnings and Foreign Exchange Outgo during the financial year 2025-26.

18. RISK MANAGEMENT

The Board of Directors of the Company has approved Risk Management Policy of the Company and the same is being implemented/ monitored through a structured framework to identify, assess, monitor, and mitigate key construction, O&M, financial, insurance, claim and compliance risks that may threaten the existence or growth of the Company. During the financial year under review, no elements of risk have been identified which, in the opinion of the Board, may threaten the existence of the Company.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Every company having net worth of Rs. 500 crore or more or turnover of Rs. 1000 crore or more or a net profit of Rs. 5 crore or more during the immediately preceding financial year is required to spend in every financial year, at least 2% of average net profits of the company made during the immediately three preceding financial years.

Since, the net profit (PBT) of the Company for the financial year ended 31st March, 2025 was Rs. 15.41 Crore which exceeds the above-mentioned threshold limit, therefore, the provision of Corporate Social Responsibility (CSR) under Section 135 of the Companies Act, 2013 was applicable to the Company for the financial year 2025-26.

Your Company is committed to compliance with the requirement of all applicable laws, rules, regulations and ensure transparency while conducting the business in an ethical manner.

During the financial year 2025-26, your company has spent total CSR Budget of Rs. 19.99 lakh, on CSR activities. The Annual Report on CSR activities required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is set out as **Annexure-B** forming part of this report.

Corporate Social Responsibility (CSR) Committee:

As on 31st March, 2026, Corporate Social Responsibility (CSR) Committee comprised of Shri Masood Ahmad as Chairman and Ms. Yamini Sahib as member of the Committee.

During the financial year 2025-26, the CSR Committee met Two (2) times on 29-07-2025 and 30-01-2026.

The details of Members including change, if any, in their tenure, No. of Meetings held during the year and attendance of the Members are as under:

S. No.	Name of Member	Designation of Member	Tenure of Member		No. of Meetings	
			From	To	Held during the year	Attended during respective tenure
1.	Shri Yogesh Kumar Mishra	Chairman	02.05.2025	31.10.2025	2	1*
2.	Shri Masood Ahmad	Chairman	20.01.2026	Continuing	2	2
		Member	02.05.2025	20.01.2026		
3.	Ms. Yamini Sahib	Member	02.05.2025	Continuing	2	2

**Shri Yogesh Kumar Mishra ceased to be Chairman/Member of the Committee w.e.f. 31.10.2025 i.e. prior to the 2nd CSR Committee held on 30.01.2026.*

20. PARTICULARS OF EMPLOYEES

As per Notification dated 05th June, 2015 issued by the Ministry of Corporate Affairs, Government Companies are exempted from complying with the provisions of Section 197 of the Companies Act, 2013 and corresponding rules under Chapter XIII.

IrconBMEL being a government company is not required to disclose information on the remuneration of employees falling under the criteria prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 as a part of the Directors' Report.

21. CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business of the company during the financial year 2025-26.

22. PUBLIC DEPOSITS

During the financial year ended 31st March, 2026, your Company has not invited any deposits from its members pursuant to the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

23. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal financial controls with reference to financial statements. All the transactions were properly authorized, recorded and reported to the Management. The Company is following all the applicable Indian Accounting Standards for properly maintaining the books of account and reporting in the financial statements. Your Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

24. SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No order has been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future during the financial year 2025-26.

25. COMPLIANCE OF MSME GUIDELINES FOR IMPLEMENTATION OF PURCHASE PREFERENCE POLICY

In compliance of the government guidelines, IrconBMEL has onboarded on all five (5) operational TReDS platforms. Details of the onboarding on TReDS platforms are as under:

	Platform	Date of Onboarding
1.	Receivables Exchange of India Ltd (RXIL)	15-07-2023
2.	M1xchange	25-02-2026
3.	DTX by KredX	18-03-2026
4.	C2treds	17-02-2026
5.	Invoicemart	11-02-2026

26. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company being a wholly owned subsidiary of IRCON, 'Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace' of IRCON (POSH Policy) is applicable on the Company and the Internal Committee of IRCON deals with all the matters under POSH Act.

During the period under review, there was no incidence where any complaint relating to sexual harassment was reported pursuant to Section 22 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The number of sexual harassment complaints received during the year	-	0
The number of such complaints disposed-off during the year	-	0
The number of cases pending for more than ninety days	-	0

27. STATEMENT ON MATERNITY BENEFIT COMPLIANCE

The Company is complying with the provisions relating to the Maternity Benefit Act, 1961.

28. VIGIL MECHANISM

The Company has established a mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of the Code. It also provides for adequate safeguards against the victimization of employees who avail the mechanism. Being a wholly owned subsidiary of IRCON, for employees nominated and deputed from

IRCON, the Whistle Blower Policy of IRCON is applicable, which is available on the website at, https://www.ircon.org/images/file/cosecy/Whistle-Blower-Policy.pdf.

For other persons in employment of the Company, complaint/ reporting under Vigil Mechanism, can be addressed to:

Shri Masood Ahmad, Director
Ircon Bhoj Morbe Expressway Limited (IrconBMEL)
Address: Ircon International Limited,
C-4, District Centre, Saket, New Delhi- 110017
Phone No.: +91 -9560595062, Email id: masood.ahmad@ircon.org

29. RIGHT TO INFORMATION

No application under Right to Information Act, 2005 was received by your company during the financial year 2025-26.

30. PERFORMANCE EVALUATION OF BOARD MEMBERS

Pursuant to the notification of Ministry of Corporate Affairs dated 5th June 2015, sub-sections (2), (3) & (4) of Section 178 and sub-section (3)(p) of Section 134 regarding the performance evaluation shall not apply to Directors of Government Company.

Being a Government Company and a wholly-owned subsidiary of Ircon International Limited, all part-time Directors of the Company are nominated by the holding company, IRCON. The evaluation of these nominated directors is done by the holding company as per pre-defined criteria in line with the guidelines of the Government of India. Hence, performance evaluation of Directors is not applicable on your company.

31. SECRETARIAL STANDARDS

During the financial year 2025-26, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

32. SECRETARIAL AUDIT REPORT

The “Secretarial Audit Report” of the Company for the financial year 2025-26 from the Secretarial Auditor in Form MR-3 as required under Section 204 of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is placed as **Annexure–C** to this Report. The Secretarial Auditors have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

33. STATUTORY AUDITORS’ REPORT AND C&AG COMMENTS

The reports of the Statutory Auditors on the Financial Statements for financial year 2025-26 with Nil observation are attached separately as part of the Annual Report. The report is self-explanatory and does not require any further comments by the Board.

Comptroller & Auditor General of India (C&AG) vide its letter dated 17th June, 2026 has conveyed that C&AG has decided not to conduct supplementary audit of the financial statements for the year ended 31st March, 2026 i.e., C&AG issued no-review certificate.

34. APPLICATION/ PROCEEDING PENDING UNDER INSOLVENCY & BANKRUPTCY CODE, 2016

There are no proceeding initiated/ pending against the Company under the Insolvency & Bankruptcy Code, 2016 which materially impact the business of the Company.

35. ACKNOWLEDGEMENT

We thank Ircon International Limited, Ministry of Road Transport & Highways (MORTH)/ National Highway Authority of India (NHAI), various other Government Agencies, Banks, Comptroller & Auditor General of India (C&AG) and Statutory, Secretarial, Cost and Internal Auditors, for their support, and look forward to their continued support in the future.

We also place on record our appreciation for the contribution made by our employees at all levels. Your Board of Directors also takes this opportunity to convey their gratitude and sincere thanks for the cooperation and assistance received from the Shareholders during the period under report. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited

Sd/-
(Ajay Pal Singh)
Chairman
DIN: 07315969

Date: 28th July, 2026
Place: New Delhi

Annexure - A

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 during the period from 01st April, 2025 to 31st March, 2026

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

Sr. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts or arrangements or transactions	Duration of the contracts or arrangements or transactions	Salient terms of the Contracts or Arrangements or Transactions including the value, if any	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
1.	**Ircon International Limited (IRCON)** Holding Company (CIN: L45203DL1976GOI008171)	**EPC Agreement** (For Appointing Ircon International Limited as EPC Contractor for construction, maintenance and management of Eight lane access-controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section – Spur of Vadodara Mumbai Expressway) in the State of Maharashtra on EPC mode under Bharatmala Pariyojna (Phase II - Package XVII).	910 days from the appointed date and 5 year O&M Period	Agreement dated 11th August, 2022 and Supplementary Agreement dated 27th March, 2026. The Contract has been awarded to IRCON for a consideration of Rs.1,321.25 crore Plus GST.	22nd July, 2022 and 23rd March, 2026, respectively	NIL
2.		**Lease Agreement** (To take on lease the Office Premises of IRCON)	Two Years (01.04.2025 to 31.03.2027)	Lease Agreement executed on 30th April, 2025 for rent @ Rs.25,695/- p.m. plus GST	NA	NIL

Note: *Apart from above said transactions, IRCON (holding company) had deputed its employee as CEO, CFO and CS to IrconBMEL and the salary, benefits (like PF, GIS, Society deduction, related payments, etc.) and other miscellaneous payment in nature of travelling/ ticket cost etc. paid to such deputed employees as per IRCON's policy are reimbursed on actual cost basis.*

For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited

Sd/-
(Ajay Pal Singh)
Chairman
DIN: 07315969

Date: 28th July, 2026
Place: New Delhi

AOC-2

Annexure-B

Annual Report on CSR & Sustainability

1. Brief outline on CSR Policy of the Company.

Corporate Social Responsibility (CSR) is a company's commitment to address social, ethical and environmental concerns in which it operates and contribute to develop a sustainable society through sustainability initiatives by conducting business in a manner that is beneficial to both, business and society.

IrconBMEL is committed to undertake Corporate Social Responsibility (CSR) activities in accordance with provision of Section 135 of Companies Act, 2013 ("the Act") and Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules"), as amended time to time, and DPE Guidelines, 2014, with the former taking precedence over the later in case of any conflict.

CSR Budget shall be fixed for each financial year with the approval of the Board of Directors. The CSR spending shall be at least 2% or such percentage as defined under the Companies Act, 2013 and rules made thereunder of the average net profits of the company made during the immediately preceding three financial years. Every endeavor shall be made to spend the entire yearly budget on CSR activities in that year itself. The Company may allocate more fund for the CSR activities in any financial year than the amount prescribed under the Act.

The Board shall ensure that the CSR activities undertaken by the Company should be within the scope of the activities as prescribed in Schedule VII of the Act and as amended from time to time.

Those CSR activities, which are closely aligned with the strategy of the Company & the areas where the company has core competence, like creation of infrastructure, the implementation of CSR activity will be taken up with the Company's own manpower & resources, following the due procedure and transparency norms. In such cases evaluation shall be assigned to an independent external agency for sake of objectivity and transparency.

In other cases, where the Company does not have in house expertise, the CSR activities can be undertaken by the Company through:

(a.) a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 (43 of 1961), established by the company, either singly or along with any other company, or

(b.) a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government; or

(c.) any entity established under an Act of Parliament or a State legislature.

If any amount spent in excess of requirement as per sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 upto immediate succeeding three financial years subject to the conditions that:

i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any.

ii) the Board shall pass a resolution to that effect.

2. **Composition of CSR Committee**

S.No.	Name and designation of Member(s)	No. of Meeting of CSR Committee held during the year	No. of Meeting of CSR Committee attended during the year
1.	Shri Masood Ahmad Chairman* *(Part-time (Nominee) Director)*	2	2
2.	Ms. Yamini Sahib Member *(Part-time (Nominee) Director)*	2	2

** Shri Yogesh Kumar Mishra was Chairman of the Committee from 02.05.2025 to 31.10.2025 and during his tenure, he attended one CSR Committee meeting held on 29.07.2025.*

Shri Masood Ahmad was nominated as Chairman of the Committee w.e.f. 20.01.2026. He attended the 1st CSR Committee meeting held on 29.07.2025 as Member of the Committee.

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.: N.A.**

4. **Provide the execute summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 if applicable.:**

Not applicable for this financial year. Further, none of the Completed CSR activities taken up during FY 2025-26 were of Rs.1 crore or above for which impact assessment is required.

5. (a) **Average net profit of the company as per sub-section (5) of section 135: Rs.9,99,67,478/-**

(b) **Two percent of average net profit of the company as per section 135(5): Rs.19,99,350/-**

(c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years: N.A.**

(d) **Amount required to be set off for the financial year, if any: N.A**

(e) **Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs.19,99,350/-**

6.

(in Rs.)

(a) Amount spent on CSR Projects (both Ongoing Projects and other than Ongoing Projects)	19,99,500
(b) Amount spent in Administrative Overheads	Nil
(c) Amount spent on Impact Assessment, if applicable	Nil
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]	19,99,500

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transerred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
19,99,500	NA	NA	NA	Na	NA

(f) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the company as per section 135(5)	19,99,350
(ii)	Total amount spent for the Financial Year	19,99,500
(iii)	Excess amount spent for the financial year [(ii)-(i)]	150
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	150*

** The excess amount of Rs.150/- spent on CSR project shall not be carried forward or adjusted as set-off against CSR requirements of succeeding financial years.*

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl.No	**Preceding Financial Year(s)**	**Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Amount Spent in the Financial Year (in Rs.)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (in Rs.)**	**Deficiency, if any**
		Amount (in Rs.)			*Amount (in Rs.)*	*Date of Transfer*		
1	2024-25	4,87,875	NA	3,90,300	NA	NA	97,575	NA
2	2023-24	NA	NA	NA	NA	NA	NA	NA
3	2022-23	NA	NA	NA	NA	NA	NA	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes

√ No

If yes, enter the number of Capital assets created/ acquired:- **N.A.**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **N.A.**

Sl.No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	***Name***	**Registered address**
	Not Applicable						

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).: NA

Sd/-
Masood Ahmad
Director & Chairman- CSR Committee
(DIN: 09008553)

Sd/-
Ajay Pal Singh
Chairman of the Company
(DIN: 07315969)

Date: 28th July, 2026

Place: New Delhi

AGARWAL S. & ASSOCIATES
Company Secretaries

D-427, 2nd Floor, Palam Extn., Ramphal Chowk,
Sector 7, Dwarka, New Delhi-110075
Email Id: asacs2022@gmail.com
Phone: 011–45052182

Form No. MR-3

Secretarial Audit Report

For the financial year ended 31st March, 2026

{Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014}

To,
The Members,
Ircon Bhoj Morbe Expressway Limited
CIN: U45203DL2022GOI392148
C-4, District Centre, Saket, South Delhi, Delhi-110017, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ircon Bhoj Morbe Expressway Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **Not Applicable.**
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **Not Applicable.**
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable.**
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not Applicable**
(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not Applicable**
(c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **Not Applicable**
(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable**
(e) The Securities and exchange board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable**
(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable**
(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client; **Not Applicable**
(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable** and
(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable**

(vi) Compliances/ processes/ systems under other specific applicable Laws (as applicable to the industry) to the Company are being relied on the basis of periodic certificates under internal Compliance system submitted to the Board of Directors of the Company.

We have also examined compliance with the applicable clauses of the following:

(a) Secretarial Standards, as amended from time to time, issued by the Institute of Company Secretaries of India-*Generally complied with.*
(b) The Listing Agreements entered into by the company with the National Stock Exchange Limited and BSE Limited in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Not Applicable.**

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper composition of Directors on the board of the Company.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Generally, adequate Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except for meetings of the Board of Directors, where consent for shorter notice was obtained, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at the Board Meetings, as represented by the management, were taken unanimously as recorded in the minutes of the meeting of the Board of Directors.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:

1. The paid-up share capital of the company was increased from Rs. 10.60 crore to Rs. 20.58 crore through Right Issue during the FY 2025-2026.

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No. 2725/2022

Shweta Jain
Digitally signed by Shweta Jain
Date: 2026.07.16 13:24:09 +05'30'

Shweta Jain
Partner
FCS No. : 7152
C.P.No. : 27503

Place: New Delhi
Date: 16.07.2026
UDIN: F007152H000853681

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

"Annexure A"

To,
The Members,
Ircon Bhoj Morbe Expressway Limited
CIN: U45203DL2022GOI392148
C-4, District Centre, Saket, South Delhi, Delhi-110017, India

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records, based on our inspection of records produced before us for Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and our report is not covering observations/comments/ weaknesses already pointed out by the other Auditors.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.

5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis and to give our opinion whether Company has proper Board-processes and Compliance-mechanism in place or not.

6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

7. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Secretarial Auditing Standards as prescribed by Institute of Company Secretaries of India (ICSI).

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No. 2725/2022

Shweta Jain Digitally signed by Shweta Jain
Date: 2026.07.16 13:24:32 +05'30'

Shweta Jain
Partner
FCS No. : 7152
C.P.No. : 27503

Place: New Delhi
Date: 16.07.2026

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF IRCON BHOJ MORBE EXPRESSWAY LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS financial statements of **IRCON BHOJ MORBE EXPRESSWAY LIMITED** (the "Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone Ind AS financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as "Standalone Ind As financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards('Ind As') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 , and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no Key Audit Matters to communicate in our report.

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The accompanying standalone Ind AS financial statements have been approved by the Company's Board of Directors. 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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income , changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015,as amended from time to time.

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.

In preparing the standalone Ind AS financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Anil Khandelwal & Associates * Chartered Accountants * New Delhi

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the

Anil Khandelwal & Associates
New Delhi
Chartered Accountants

standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, 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, the Statement of Profit and Loss (including Other Comprehensive Income), and the Cash Flow Statement and the Statement of Change in Equity 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 Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e. Being a government company, provision of section 164(2) of the Act are not applicable pursuant to the notification no. G.S.R.463 (E) dated 5th June 2015, issued by the Central Government of India.

Anil Khandelwal & Associates
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Chartered Accountants

f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B".**

g. Being a government company, provision of section 197 of the Act are not applicable vide notification no. GSR 463 (E) dated 5th June 2015, issued by the Central Government of India.

h. 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:

    i. The Company does not have any pending litigations which would have a material impact on its financial position.

    ii. Based on the assessment made by the Company, there are no material foreseeable losses on long-term contracts that may require any provisioning. The Company did not have any 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.

    iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

    (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity

("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not proposed, declared or paid any final or interim dividend during the period and until the date of this report, therefore, the reporting under clause is not applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

3. As required by Section 143(5) of the Act and as per directions issued by Comptroller and Auditor General of India, we report that:

S. No	Directions	Auditor's Replies
1.	Assess the fair valuation of all the investments, both quoted and unquoted, made directly by the Company or through Trusts, for Post retirement benefits of the employees. This includes verifying valuation methodologies, ensuring consistency with Ind AS and reviewing supporting documentation. The auditor shall provide a brief note on the valuation approach, its reasonability, and compliance	The Company does not maintain any Trusts for post-retirement benefits of its employees, and consequently, no investments are held through such Trusts. The gratuity liability for Contract Employees is determined and recognized in the books of accounts based on actuarial valuation and is

Anil K... & Associates New Delhi Chartered Accountants

	with applicable regulations, reporting any material deviations or misstatements	not separately invested. Since the Post Retirement Benefit funds are maintained and invested by the holding company hence the requirement of the direction dealt by the holding company.
2.	Whether the Company has a system in place to process all the accounting transactions through IT system? If yes, whether review of this system and controls that are significant to the Companies' financial reporting process as well as cyber security has been done by Information Security Auditing Organisations empaneled by Cert-In at a minimum frequency of once in a year and material discrepancies found, if any, have been suitably reported? The implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications may also be reported.	The company is using SAP S/4 Hana system to process all the accounting transactions and used for preparation for financial accounts. As per information and explanations provided to us no accounting transaction/s has been processed outside the IT system except billing to the client for which no financial implication were observed. As the SAP S/4HANA System is maintained by the Holding Company, matters relating to cyber security assurance are addressed at the level of the Holding Company.
3.	Whether funds (grants/ subsidy etc.) received/ receivable for specific schemes from Central/State Government or its agencies were properly accounted for as per the applicable accounting standards or norms and whether the received funds were utilised as per its terms and conditions? Whether accounting of interest earned on grants received has been done as per terms and conditions of the Grant. List the cases of deviation.	No funds have been received/receivables from any Central/State Government or its agencies for any specific schemes during the financial year 2025-2026.
4.	Whether the Company has identified the key Risk areas? If yes, whether	The Company has identified its key risk

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	the Company has formulated any Risk Management Policy to mitigate these risks? If yes, (a)whether the Risk Management Policy has been formulated considering global best practices? (b) whether the Company has identified its data assets and whether it has been valued appropriately?	areas and has formulated a Risk Management Policy to mitigate such risks, duly aligned with global best practices. The Company's data assets have been identified and valued at the level of the Holding Company.
5.	Whether the Company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Reserve Bank of India, Telecom Regulatory Authority of India, CERTIN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable? If not, the cases of deviation may be highlighted.	The Company is in compliance with all provisions of the rules and regulations issued by the relevant regulatory authorities, to the extent applicable to it. However, no dividend has been declared, as the Company is currently in the construction phase.

For Anil Khandelwal & Associates
Chartered Accountants
FRN: 008597N

Anil Khandelwal & Associates
New Delhi
Chartered Accountants

(CA Anil Khandelwal)
Partner
M. No.: 087372
UDIN: 26087372QLNFNK2576

Date: 05.05.2026
Place: Delhi

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of IRCON BHOJ MORBE EXPRESSWAY LIMITED of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

I. **(a)** The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(b) The Company does not have any intangible assets, hence reporting under clause 3 (i) (b) of the order is not applicable.

(c) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not own any immovable property as at the balance sheet date. Accordingly, the reporting under this clause is not applicable.

(e) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.

(f) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988.

II. (a) The Company does not have any inventory, hence reporting under clause 3 (ii) (a) of the Order is not applicable to the company.

(b) The Company has not been sanctioned any working capital limits, in excess of Rs 5 Crores, in aggregate at any point of time during the year, from banks or financial institutions on the basis of security of current assets, hence reporting under clause 3(ii)(b) of the Order is not applicable.

III. The Company has not made investments in, provided any guarantee or security, or

Anil Khandelwal & Associates New Delhi Chartered Accountants granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, and any other parties, during the year, hence reporting under clause 3(iii) (a), (b), (c), (d) and (e) of the Order is not applicable to the Company.

IV. The Company has not granted loan, made investment, and provided guarantee and security, hence clause 3(iv) of the Order is not applicable to the Company.

V. The Company has not accepted any deposit or amounts which are deemed to be deposits, hence reporting under clause 3(v) of the Order is not applicable.

VI. The Company has maintained cost records as required under section 148(1) of the Companies Act, 2013. However, we are neither required to carry out, nor have carried out any detailed examination of such accounts and records.

VII. In respect of statutory dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, and as per examination of records of the Company, there is no amount payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, which have not been deposited as on March 31, 2026 on account of any dispute.

VIII. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961(43 of 1961) which have not been previously recorded in the books of accounts.

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IX. (a) In respect of loans and borrowings taken by the Company, based on our review of accounts and as per information provided, the Company has not defaulted in payment of loans or other borrowing or in the payment of interest thereon during the year under audit.

(b) The Company has not been declared willful defaulter by any bank or financial institution or any other lender.

(c) Term loans received by the Company were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its Associates.

(f) The Company has not raised any loans during the year on the pledge of securities held in associates, hence reporting under clause 3(ix)(f) of the Order is not applicable.

X. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the period and hence reporting under clause 3(x) (a) of theOrder is not applicable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly, or optionally convertible debentures during the year. Hence, the provisions stated in paragraph 3(x)(b) of the Order are not applicable to the Company. The company has made right issue of equity shares during the reporting financial year and monies received have been, prima facie, applied by the company for the purpose for which they were raised.

XI. (a) According to information and explanation given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the Auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) No whistle blower complaints received by the Company during the year (and upto the date of this report),

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XII. The Company is not a Nidhi Company, hence reporting under clause (xii) of the Order is not applicable.

XIII. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

XIV. (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

XV. According to the information and explanation given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors, hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

XVI. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, hence reporting under clause 3(xvi) (a) and (b) of the Order is not applicable.

(b) According to the information provided and explanation given in our opinion, the Company is not engaged in the business which attracts the requirement of registration of the Company as Core Investment Company and further, there is no Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016), hence reporting under clause 3(xvi) (c) and (d) of the Order are not applicable

XVII. The Company has incurred cash losses amounting to Rs. 1747.59 Lakhs during the financial year covered by our audit. However, the Company had not incurred any cash losses in the immediately preceding financial year.

XVIII. There has been no resignation of the statutory auditors of the Company during the year.

XIX. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us

Anil Khandelwal & Associates Chartered Accountants New Delhi

to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

XX. (a) According to the information and explanations provided to us and based on our examination of the records of the company, there is no amount remaining unspent for other than ongoing projects under sub-section (5) of section 135 of the said Act.

(b) In respect of ongoing projects, the Company had transferred the unspent Corporate Social Responsibility amount relating to the financial year 2024-25 to a special account within the prescribed time limit in compliance with the provisions of sub-section (6) of Section 135 of the Companies Act, 2013. Out of such amount, a portion remained unspent as at the end of the financial year 2025-26 in respect of the ongoing projects. Further, there was no unspent amount relating to the financial year 2025-26 requiring transfer to such special account.

XXI. The Company is not required to prepare the consolidated financial statements, hence reporting under clause (xxi) of the Order is not applicable.

For Anil Khandelwal & Associates
Chartered Accountants
FRN: 008597N

Anil Khandelwal & Associates * Chartered Accountants * New Delhi

(CA Anil Khandelwal)
Partner
M. No.: 087372

Date: 05.05.2026
Place: Delhi

UDIN: 26087372QWNFNK2576

Annexure B" to the Independent Auditors' Report of even date on the Ind AS Financial Statements of Ircon Bhoj Morbe Expressway Limited for the period ended 31st March, 2026

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Ircon Bhoj Morbe Expressway Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended 31st March 2026.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 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.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Anil Khandelwal & Associates Chartered Accountants New Delhi

Our audit of internal financial with reference to financial statements 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to financial statements 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:

(i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(ii) 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

(iii) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, "based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For Anil Khandelwal & Associates
Chartered Accountants
FRN: 008597N

Anil Khandelwal & Associates * Chartered Accountants * New Delhi

(CA Anil Khandelwal)
Partner
M. No.: 087372

Date: 05.05.2026
Place: Delhi

UDIN: 26087372QWNFNK2576

Ircon Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Balance Sheet as at 31st March, 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

	Particulars	Note	As at 31st March, 2026	As at 31st March, 2025
I.	**ASSETS**			
1	**Non-Current Assets**			
	(a) Property, Plant and Equipment	2	0.67	0.38
	(b) Financial Assets			
	(i) Other Financial Assets	3	74,112.28	53,640.40
	(c) Deferred Tax Assets (net)	4	581.15	-
	(d) Other Non-Current Assets	5	10,026.24	7,894.33
	Total Non-Current Assets		**84,720.34**	**61,535.11**
2	**Current assets**			
	(a) Financial Assets	6		
	(i) Trade Receivables	6.1	311.36	253.00
	(ii) Cash and Cash Equivalents	6.2	905.66	1,586.15
	(iii) Loans	6.3	-	-
	(iv) Other Financial Assets	6.4	2,027.33	2,027.03
	(b) Current Tax Assets (Net)	7	190.81	228.80
	(c) Other Current Assets	8	3,469.43	3,139.83
	Total Current Assets		**6,904.59**	**7,234.81**
	TOTAL ASSETS		**91,624.93**	**68,769.92**
II.	**EQUITY AND LIABILITIES**			
1	**Equity**			
	(a) Equity Share Capital	9	2,058.00	1,060.00
	(b) Instruments entirely equity in nature	10.1	12,641.50	8,141.50
	(b) Other Equity	10.2	470.11	2,218.49
	Total Equity		**15,169.61**	**11,419.99**
2	**Liabilities**			
	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	11	55,732.46	30,517.46
	(ii) Lease Liabilities		-	-
	(iii) Trade Payables			
	- total outstanding dues of micro enterprises and small enterprises		-	-
	- total outstanding dues of creditors other than of micro enterprises and small enterprises		-	-
	(b) Provisions	12	-	-
	(c) Deferred tax liabilities(Net)	4	-	-
	Total Non-Current Liabilities		**55,732.46**	**30,517.46**
3	**Current Liabilities**			
	(a) Financial Liabilities	13		
	(i) Borrowings	13.1	617.54	617.54
	(ii) Trade Payables			
	- total outstanding dues of micro enterprises and small enterprises	13.2	0.82	0.82
	- total outstanding dues of creditors other than of micro enterprises and small enterprises	13.2	18,543.38	23,412.36
	(iii) Other Financial Liabilities	13.3	320.74	297.86
	(b) Other Current Liabilities	14	1,239.70	2,503.89
	(c) Provisions	12	0.68	-
	(d) Current Tax Liabilities (Net)	15	-	-
	Total Current Liabilities		**20,722.86**	**26,832.47**
	TOTAL EQUITY AND LIABILITIES		**91,624.93**	**68,769.92**
	Summary of material accounting policies information	**1.2**		
	Notes to Financial Statements	**1 to 41**		

As per our report of even date
For Anil Khandelwal & Associates
ICAI Firm Registration No. : 008579N
Chartered Accountants

CA Anil Khandelwal
Partner
ICAI Membership No. : 087372
UDIN: 26087372QWNFNK2576

Place: New Delhi
Date: 05th May 2026

For and on behalf of the Board of Directors
Ircon Bhoj Morbe Expressway Limited

Sanjay Bisariya
Director
(DIN:-11291128)

Masood Ahmad
Director
(DIN:-09008553)

Santosh Kumar
Chief Executive Officer

Sudhanshu Agarwal
Chief Financial Officer

Sapna
Company Secretary
(Membership No. A53523)

Ircon Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Statement of Profit and Loss for the year ended 31st March, 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars	Note	For the year ended 31st March 2026	For the year ended 31st March 2025
Income			
Revenue from operations	16	30,551.49	66,007.18
Other income	17	38.52	20.43
Total Income (A)		**30,590.01**	**66,027.61**
Expenses			
Project Expenses	18	28,914.07	62,099.32
Employee benefits expenses	19	78.73	73.17
Finance Costs	20	3,597.70	1,725.24
Depreciation and amortization expenses	2	0.31	0.05
Other expenses	21	328.25	589.32
Total expenses (B)		**32,919.06**	**64,487.10**
Profit/(Loss) before tax (A-B)		**(2,329.05)**	**1,540.51**
Tax expenses	4		
Current tax		-	391.37
Tax adjustment of earlier years		-	0.78
Deferred tax (net)		(581.15)	0.03
		(581.15)	**392.18**
Profit/(Loss) for the year		**(1,747.90)**	**1,148.33**
Other comprehensive Income/(loss)			
A) Items that will not be reclassified to profit or loss		-	-
Income tax relating to Items that will not be reclassified to profit or loss		-	-
B) Items that will be reclassified to profit or loss		-	-
Income tax relating to Items that will be reclassified to profit or loss		-	-
Other comprehensive income/(loss) for the year (net of tax)		-	-
Total Comprehensive income/(loss) for the year		**(1,747.90)**	**1,148.33**
Earnings per equity share (Face Value Per Equity Share Rs. 10)	24		
Basic (In Rs.)		(12.70)	15.67
Diluted (In Rs.)		(12.70)	15.67
Summary of material accounting policies information	1.2		
Notes to Financial Statements	1 to 41		

As per our report of even date
For Anil Khandelwal & Associates
ICAI Firm Registration No. : 005579N
Chartered Accountants

CA Anil Khandelwal
Partner
ICAI Membership No. : 087372
UDIN: 26087372QWNFNK2576
Place: New Delhi
Date: 05th May 2026

For and on behalf of the Board of Directors
Ircon Bhoj Morbe Expressway Limited

05.05.2026

Sanjay Bisariya Director (DIN:-11291128)	Masood Ahmad Director (DIN:-09048553)

Santosh Kumar 5-5-26

Santosh Kumar **Chief Executive Officer**	**Sudhanshu Agarwal** **Chief Financial Officer**	**Sapna** **Company Secretary** **(Membership No. A53523)**

Ircon Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Cash Flow Statement for the year ended 31st March, 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
A. Cash flow from operating activities			
Profit before tax		**(2,329.05)**	**1,540.51**
Adjustments for:			
Depreciation/Amortization		0.31	0.05
Interest Income		(25.97)	(11.02)
Interest Expenses		3,597.70	1,725.24
Operating profit before working capital changes		**1,242.99**	**3,254.78**
Movements in working capital:			
Increase/(decrease) in other non-current liability		-	-
Increase/(decrease) in other current financial liabilities		17.73	(114.93)
Increase/(decrease) in Current Trade Payables		(4,868.98)	11,187.42
Increase/(decrease) in other non-current financial liabilities		-	-
Increase/(decrease) in other current liability		(1,264.19)	(101.10)
Increase/(decrease) in non-current provisions		-	-
Increase/(decrease) in current provisions		0.68	-
Decrease/(increase) in trade receivables		(58.36)	6,220.95
Decrease/(increase) in inventories		-	-
Decrease/(increase) in non current financial loans		-	-
Decrease/(increase) in Loans & current financial assets		(0.23)	(1,696.54)
Decrease/(increase) in other Non-current financial assets		(20,471.88)	(32,016.85)
Decrease/(increase) in other current & non current assets		(2,461.50)	(5,227.68)
Decrease/(increase) in Current tax Assets		-	-
Cash Generated from Operation		**(27,863.74)**	**(18,493.95)**
Less : Income Tax Paid		37.99	(403.66)
Net cash flow from/(used in) operating activities	**(A)**	**(27,825.75)**	**(18,897.61)**
B. Cash flows from investing activities			
Purchase of PPE		(0.60)	(0.44)
Interest Income		25.89	10.47
Net cash flow from/(used in) investing activities	**(B)**	**25.29**	**10.03**
C. Cash flow from financing activities			
Proceeds from borrowings		25,215.00	18,198.00
Proceeds from fresh issue of share capital		998.00	540.00
Share issue expenses		(0.48)	(1.21)
Interest expenses		(3,592.55)	(1,721.09)
Loan From Ircon International Limited as Deemed Capital		4,500.00	3,000.00
Net cash flow from/(used in) in financing activities	**(C)**	**27,119.97**	**20,015.70**
Net increase/(decrease) in cash and cash equivalents	**(A + B +C)**	(680.49)	1,128.12
Cash and cash equivalents at the beginning of the year		1,586.15	458.03
Closing cash and cash equivalents		**905.66**	**1,586.15**

Notes:

1. Figures in brackets indicate cash outflow.
2. The Statement of Cash flows has been prepared under the Indirect method set out in Ind AS-7 'Statement of Cash Flow' notified under the Companies (Indian Accounting Standards) Rules, 2015.
3. Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Statement of Cash Flows :

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN-U45203DL2022GOI392148

CIN:- U45203DL2022GOI392148

Cash Flow Statement for the year ended 31st March, 2026

(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Components of cash and cash equivalents		
- Cash on hand	-	-
- With banks in current account	74.66	579.15
- Deposit with original maturity of less than 3 months	831.00	1,007.00
Total cash and cash equivalents as per Balance Sheet and Statement of Cash Flows	**905.66**	**1,586.15**

4. Reconciliation of Liabilities arising from financing activities as on 31.03.2026

Particulars	Loan From BOB	Interest on Loan from BOB
Opening balances	**31,135.00**	**7.03**
Cash flows:		
- Repayments	-	(3,592.55)
- Proceeds	25,215.00	
- Interest expense		3,597.70
Closing balances	**56,350.00**	**12.18**

Reconciliation of Liabilities arising from financing activities as on 31.03.2025

Particulars	Loan From BOB	Interest on Loan from BOB
Opening balances	**12,937.00**	**2.88**
Cash flows:		
- Repayments	-	(1,721.09)
- Proceeds	18,198.00	
- Interest expense		1,725.24
Closing balances	**31,135.00**	**7.03**

Summary of material accounting policies information	**1.2**
Notes to Financial Statements	**1 to 41**

As per our report of even date

For Anil Khandelwal & Associates

ICAI Firm Registration No. : 008579N

Chartered Accountants

Anil Khandelwal & Associates New Delhi Chartered Accountants

CA Anil Khandelwal

Partner

ICAI Membership No. : 087372

UDIN: 26087372QWNFNK2576

Place: New Delhi

Date: 05th May 2026

For and on behalf of the Board of Directors

Ircon Bhoj Morbe Expressway Limited

05.05.2026

Sanjay Bisariya

Director

(DIN:-11291128)

IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN: U45203DL2022GOI392148

Masood Ahmad

Director

(DIN:-09008553)

5.5.25

Santosh Kumar
Chief Executive Officer

Sudhanshu Agarwal
Chief Financial Officer

Sapna
Company Secretary
(Membership No. A53523)

Ircon Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Statement of changes in equity for the year ended 31st March, 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

(a) Equity Share Capital

Particulars	Amount
Balance as at 01st April, 2024	520.00
Changes in equity share capital during the year	540.00
Balance as at 31st March, 2025	**1,060.00**
Balance as at 01st April, 2025	1,060.00
Changes in equity share capital during the year	998.00
Balance as at 31st March 2026	**2,058.00**

(b) Instruments entirely equity in nature

Particulars	Amount
Balance as at 01st April, 2024	**5,141.50**
Changes in Instruments during the year	3,000.00
Balance as at 31st March, 2025	**8,141.50**
Balance as at 01st April, 2025	8,141.50
Changes in Instruments during the year	4,500.00
Balance as at 31st March 2026	**12,641.50**

(c) Other Equity

Particulars	Reserves & Surplus	Other Comprehensive Income	Total
	Retained Earnings		
Balance as at 01st April, 2024	1,071.37	-	**1,071.37**
Profit/(Loss) for the year	1,148.33	-	1,148.33
Other Comprehensive income	-	-	-
Total Comprehensive Income for the year	**1,148.33**	-	**1,148.33**
Share issue expenses	(1.21)		**(1.21)**
Balance as at 31st March, 2025	**2,218.49**	-	**2,218.49**
Balance as at 01st April, 2025	**2,218.49**	-	**2,218.49**
Profit/(Loss) for the year	(1,747.90)	-	(1,747.90)
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	**(1,747.90)**	-	**(1,747.90)**
Share issue expenses	(0.48)		(0.48)
Balance as at 31st March 2026	**470.11**	-	**470.11**

Summary of material accounting policies information 1.2
Notes to Financial Statements 1 to 41

As per our report of even date
For Anil Khandelwal & Associates
ICAI Firm Registration No. : 008579N
Chartered Accountants

CA Anil Khandelwal
Partner
ICAI Membership No. : 087372
UDIN: 26087372QWNFNK2576

Place: New Delhi
Date: 05th May 2026

For and on behalf of the Board of Directors
Ircon Bhoj Morbe Expressway Limited

05.05.2026

Sanjay Bisariya
Director
(DIN:-11291128)

Masood Ahmad
Director
(DIN:-09008553)

5-5-26

Santosh Kumar
Chief Executive Officer

Sudhanshu Agarwal
Chief Financial Officer

Sapna
Company Secretary
(Membership No. A53523)

Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2026

1.1. Corporate Information

Ircon Bhoj Morbe Expressway Limited (the "Company") is domiciled and incorporated in India and is a wholly owned subsidiary of Ircon International Limited (IRCON), public sector construction company domiciled in India. The Company (CIN U45203DL2022GOI392148) is incorporated under the provisions of the Companies Act, 2013 applicable in India.

The Company came into existence when IRCON was awarded the work of upgradation & construction of Eight lane access controlled expressway from 69.800 to KM 79.783(Bhoj to Morbe Section-Spur of Vadodara Mumbai Expressway) In the state of Maharashtra on Hybrid Annuity mode under Bharatmala Pariyojna (Phase II Pacakage XVII) In pursuant to the provision of request for Proposal", the selected bidder 'IRCON' has formed a Special Purpose Vehicle (SPV) named Ircon Bhoj Morbe Expressway Ltd. as wholly owned subsidiary of IRCON, incorporated on 06.01.2022. Accordingly, the Company has signed the Concession Agreement with NHAI on 18.02 2022 for the project value amounting to Rs 1436 Crore. The Concession period is 15 years from Commercial Operation Date (COD) and Construction period is 910 days from Appointed Date. The registered office of the company is located at C-4, District Centre, Saket, New Delhi- 110017.

The financial statements are approved for issue by the company's Board of Directors in their meeting held on 05.05.2026

1.2. Material accounting policies

1.2.1. Basis of preparation of Financial Statements

i. Statement of compliance

The Standalone Financial Statements of the Company have been prepared on going concern basis following accrual system of accounting and in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

ii. Basis of measurement

The Standalone Financial Statements have been prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value.

iii. Functional and Presentation Currency

These Standalone Financial Statements are presented in Indian Rupees (INR) which is the Company's functional currency. All amounts have been rounded to the nearest Lakhs up to two decimals except for per share data, unless otherwise stated.

1.2.2. Summary of material accounting policies

A summary of the material accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN-U45203DL2022GOI392148

1.2.2.1 Current and non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined twelve months as its operating cycle for the purpose of classification of its assets and liabilities as current and non-current in the balance sheet.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

1.2.2.2 Property, plant and equipment

Property, plant and equipment are initially stated at their cost.

The cost of an item of property, plant and equipment includes:
(a)its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates;
(b) Cost directly attributable to the acquisition of the asset which incurred in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Depreciation on property, plant and equipment is provided on straight line basis over the estimated useful lives of the assets as specified under part C of schedule II of the Companies Act, 2013 and disclosed in the notes to accounts. The residual value is not more than 5% of the original cost of assets.

Property plant and equipment acquired during the period, individually costing up to ₹5000/- are fully depreciated, by keeping Re. 1 as token value for identification. However, Mobile phones provided to employees are charged to statement of profit and loss irrespective of its value.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

1.2.2.3 Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).
If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

1.2.2.4 Revenue Recognition

The Company derives revenues primarily from the Service Concession Arrangement comprising the construction and operation & maintenance services pertaining to an infrastructure (Road) on Hybrid Annuity Mode.

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN: U45203DL2022GOI392148

i. Revenue from Service Concession Arrangement

The Company's contracts with the Customers for the construction and operation & maintenance services under the Service Concession Arrangement (SCA) are accounted for as a single performance obligation as contract is negotiated as a package with a single commercial objective and involves complex integration of construction and maintenance services.

Revenue is recognised over the time using input method (i.e., percentage-of-completion method) which is consistent with the transfer of control to the customer because there is a direct relationship between the Company's effort (i.e., cost incurred) and the transfer of service to the customer. Under input method, contract revenue is recognized as revenue by reference to the stage of completion as at the reporting date. The stage of completion is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation. However, where the Company is not be able to reasonably measure the outcome of a performance obligation, but the Company expects to recover the costs incurred in satisfying the performance obligation, the Company recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation. A cumulative catch-up adjustment would be recognized in the period in which the entity is able to reasonably measure its progress. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level.

Any expected losses on contracts in progress are charged to statement to profit & Loss, in total, in the period the losses are identified.

Revenue is measured at the transaction price that is allocated to the performance obligation and is adjusted for variable considerations. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, incentives, change in law etc. The Company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount cumulative revenue recognized will not occur. The company estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes.

Contract balances

Contract assets

If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivable are recognised initially at the transaction price as they do not contain significant financing components. The Company hold the trade receivable with the objective of collecting the contractual cash flows and

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therefore measure them subsequently at amortised cost using the effective interest rate method less loss allowance.

Contract liabilities

If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Financial Assets Under Service Concession Arrangements (Appendix D to Ind AS 115 – Revenue from Contracts with Customers)

The Company recognise a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor ("NHAI") for the construction services and Operation & Maintenance services.

Such financial assets are initially measured at fair value and subsequently at amortized cost using the Effective Interest Rate (EIR) method.

ii. Other income

Interest income is recognized using Effective Interest rate method.

All other income is accounted on accrual basis when no significant uncertainty exists regarding the amount that will be received.

1.2.2.5 Borrowing cost

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and are charged to statement of profit and loss in the period in which they are incurred except when it meets the criteria for capitalisation as part of qualifying assets as per Ind AS 23.

1.2.2.6 Taxes

Tax expense comprises current tax and deferred income tax.

i. Current income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations.

Current income tax is recognized in statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

ii. Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

1.2.2.7 Employee Benefits

i. Short Term Employee Benefits

Employee benefits such as salaries and wages, short term compensated absences, and Performance Related Pay (PRP) falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the statement of profit and loss in the period in which the employee renders the related services.

ii. Post-employment benefits & other Long Term Employee Benefits

The employees of the Company are on deputation from Ircon International Limited, Holding Company. The post employee benefits & other long term employee benefits include gratuity, provident fund, post-retirement medical facility, pension, leave encashment and leave travel concession.

As per arrangement with the Ircon International Limited, Holding Company, the cost in relation to post employee & other long term Employee Benefits will be reimbursed to the holding Company on the basis of fixed contribution based on basic pay and dearness allowance for the period of services rendered in the Company.

The company's liability with respect to the long-term employee benefit is limited to the extent of fixed contribution to be paid to the holding company. Actual settlement of the long-term employee liability will be the responsibility of holding company.

Liability for contractual employees in respect of gratuity is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at each reporting date and the calculation is performed by an independent actuary using the projected unit credit method.

Re-measurement, comprising actuarial gains and losses, is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to statement of profit and loss.

1.2.2.8 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes unrestricted cash and short-term deposits with original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

1.2.2.9 Contingent liabilities & contingent assets

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.
These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent assets

Contingent assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

1.2.2.10 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

Company as a lessee

Short Term leases

The company has elected not to recognise ROU and lease liabilities for short term leases that have a lease term of twelve months or less. The company recognises lease payments associated with these leases as an expense on a straight-line basis over the lease term.

1.2.2.11 Financial instruments

The Company recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

i. Financial assets

a) Initial recognition and measurement
All financial assets (excluding trade receivables which do not contain a significant financing component, being measured at transaction price) are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of financial asset. Transaction costs directly attributable to the acquisition of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss.

b) Subsequent measurement
Subsequent measurement of financial asset depends on the Company business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its financial asset as:

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Financial assets at amortised cost
After initial measurement, the financial assets that are held for collection of contractual cash flows where those cash flow represent solely payments of principal and interest (SPPI) on the principal amount outstanding are measured at amortised cost using the effective interest rate (EIR) method. Interest income from these financial assets is included in other income.

Impairment of financial assets
The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, and other contractual rights to receive cash or other financial asset.
For trade receivables and contract assets, the Company follows 'simplified approach' and measures the loss allowance at an amount equal to lifetime expected credit losses.
For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

c) Derecognition of financial assets
The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset, and the transfer qualifies for derecognition under Ind AS 109.
The difference between the carrying amount and the amount of consideration received / receivable is recognised in the statement of profit and loss.

ii. Financial liabilities

a) Initial recognition and measurement
All financial liabilities are recognised initially at fair value and, in the case of borrowings, net of directly attributable transaction costs.
The Company's financial liabilities include borrowings, trade and other payables and other financial liabilities.

b) Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial recognition, borrowings, trade payables and other financial liabilities are subsequently measured at amortised cost using the EIR (Effective Interest Rate) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

c) Derecognition of financial liabilities
A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

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1.2.2.12 Fair value measurement

The company measures financial instruments at fair value at each reporting period.

All assets and liabilities for which fair value is measured, are disclosed in the financial statements. Such assets and liabilities are categorised within the level 3 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable) of fair value hierarchy.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

1.2.2.13 Earnings Per Share

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

1.2.2.14 Prior Period Adjustment

Errors/omissions discovered in the current year relating to prior periods are treated as immaterial and adjusted during the current year, if all such errors and omissions in aggregate does not exceed 0.50% of total operating revenue as per last audited financial statement of the Company.

1.2.2.15 Significant accounting estimates and judgements

The preparation of Standalone Financial Statements requires the management to make judgements, accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgements as stated in the respective accounting policies that have the most significant effect on the financial statements are as follows:

i. Allowances for uncollected trade receivables

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivable's balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN-U45203DL2022GOI392148

ii. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the company. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes Although there can be no assurance of the final outcome of legal proceedings in which the company is involved. it is not expected that such contingencies will have material effect on its financial position of probability.

iii. Impairment of financial assets

The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, credit risk, existing market conditions as well as forward looking estimates at the end of each reporting period.

iv. Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments that will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. The company establishes provisions, based on reasonable estimates.
Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

v. Revenue recognition

The company's revenue recognition policy, which is set out in Note 2.2.2, is central to how the company values the work it has carried out in each financial year.

These policies require forecasts to be made of the outcomes of Contracts, which require, assessments and judgements to be made on changes in scope of work and claims and variations.

The Company has incorporated significant judgements over contractual entitlements for long term project. The range of potential outcomes could result in a materially positive or negative change to underlying profitability and cash flow.

Estimates are also required with respect to the below mentioned aspects of the contract:

- Determination of stage of completion
- Estimation of project completion date
- Provisions for foreseeable loses
- Estimated total revenues and estimated total costs to completion, including claims and variations.

These are reviewed at each reporting date and adjust to reflect the current best estimates.

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN-U45203DL2022GOI392148

(All amounts in Indian Rupees Lakhs unless otherwise stated)

2 **Property, Plant and Equipment**

Particulars	Computers	Total
<u>Gross Carrying Amount (At Cost)</u>		
As at 01st April 2024	-	-
Additions	0.43	0.43
Disposals/Adjustments	-	-
Transfer to Right-to-use Assets	-	-
Transfer to Asset held for sale	-	-
Exchange Gain/ Loss	-	-
As at 31st March 2025	**0.43**	**0.43**
As at 01st April 2025	**0.43**	**0.43**
Additions	0.60	0.60
Disposals/Adjustments	-	-
Transfer to Asset held for sale	-	-
Exchange Gain/ Loss	-	-
As at 31st March 2026	**1.03**	**1.03**
<u>Depreciation and Impairment</u>		
As at 01st April 2024	-	-
Depreciation charge for the year	0.05	0.05
Impairment	-	-
Disposals/Adjustments	-	-
Transfer to Right-to-use Assets	-	-
Transfer to Asset held for sale	-	-
Exchange Gain/ Loss	-	-
As at 31st March 2025	**0.05**	**0.05**
As at 01st April 2025	**0.05**	**0.05**
Depreciation charge for the year	0.31	0.31
Impairment	-	-
Disposals/Adjustments	-	-
Transfer to Asset held for sale	-	-
Exchange Gain/ Loss	-	-
As at 31st March 2026	**0.36**	**0.36**
<u>**Net book value**</u>		
As at 31st March 2026	**0.67**	**0.67**
As at 31st March 2025	**0.38**	**0.38**

Note:

(i) Depreciation is provided based on useful life of assets which is in line with the useful life prescribed in schedule II of the Companies Act, 2013 and disclosed as under:

Asset Class	**Useful life adopted and as per Schedule II (in years)**
Computer	3

(ii) There is no class of assets where the Company uses different useful life than those prescribed in Schedule II of the Companies Act, 2013.

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(All amounts in Indian Rupees Lakhs unless otherwise stated)

3 Other Non-Current Financial Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Security Deposit	-	-
Contract Assets:		
Contract Assets under SCA	74,112.28	53,640.40
Total	**74,112.28**	**53,640.40**

4 Deferred Tax Assets (Net)

A) The major components of income tax expense for the year ended 31st March, 2026 and year ended 31st March 2025 are: -

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current income tax		
Current income tax charge	-	391.37
Tax adjustment of earlier years	-	0.78
Deferred tax		
Relating to origination and reversal of temporary differences	(581.15)	0.03
Income tax expense reported in the statement of Profit and Loss	**(581.15)**	**392.18**

B) The reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2026 & 31st March 2025: -

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
1. Accounting Profit/(Loss) before tax	(2,329.05)	1,540.51
2. Corporate tax rate as per Income tax Act, 1961	25.168%	25.17%
3. Tax on accounting profit	-	387.71
4. Adjustments for tax purposes		
A. Non-deductible expenses for tax purposes		
(a) CSR expenses	-	3.68
B. Deductible expenses for tax purposes		
(a) Pre-incorporation expenses	-	(0.01)
(b) Depreciation Impact	-	(0.01)
C. Tax adjustment of earlier years	-	0.78
D. Deferred tax expenses / (income)	(581.15)	0.03
Total effect of tax adjustments	**(581.15)**	**4.47**
5. Income tax expense reported in the statement of profit and loss (3+4)	**(581.15)**	**392.18**
6. Effective tax rate 6 = 5/1	**24.95%**	**25.46%**

Due to accounting loss in FY 2025-26, adjustment for tax purpose not reported.

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C) Component of deferred tax assets and (liabilities) in Balance Sheet and Statement of Profit and Loss

Particulars	Statements of Profit and Loss 31-Mar-26	Balance Sheet 31-Mar-26	Statements of Profit and Loss 31-Mar-25	Balance Sheet 31-Mar-25
Pre-incorporation expense	0.01	-	0.02	0.01
Carrry forward losses	(581.01)	581.01	-	-
Provision for Gratuity	(0.17)	0.17	-	-
Difference between Book depreciation and Tax depreciation	0.02	(0.03)	0.01	(0.01)
Net deferred tax Assets/(Liabilities)	**(581.15)**	**581.15**	**0.03**	-

D) Reflected in the Balance Sheet as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred tax assets	581.18	0.01
Deferred tax liabilities	(0.03)	(0.01)
Deferred Tax Assets/(Liabilities) (Net)	**581.15**	-

E) Reconciliation of deferred tax (liabilities)/assets:

As at 31.03.2026

Particulars	Balance As at 01st April 2025 (Net)	Recognised in Statement of Profit and Loss	Recognised in OCI	Balance As at 31st March 2026 (Net)
Pre-incorporation expense	0.01	(0.01)	-	-
Carry forward losses	-	581.01	-	581.01
Provision for Gratuity	-	0.17	-	0.17
Difference in Book depreciation and Income tax depreciation	(0.01)	(0.02)	-	(0.03)
Net deferred tax Assets/(Liabilities)	-	**581.15**	-	**581.15**

As at 31.03.2025

Particulars	Balance As at 01st April 2024 (Net)	Recognised in Statement of Profit and Loss	Recognised in OCI	Balance As at 31st March 2025 (Net)
Pre-incorporation expense	0.03	(0.02)	-	0.01
Carry forward losses	-	-	-	-
Provision for Gratuity	-	-	-	-
Difference in Book depreciation and Income tax depreciation	-	(0.01)	-	(0.01)
Net deferred tax Assets/(Liabilities)	**0.03**	**(0.03)**	-	-

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5 **Other Non-Current Assets**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Others	-	
- Balance with Government Authorities (GST Input)	10,026.24	7,894.33
Total	**10,026.24**	**7,894.33**

6 **Current Assets - Financial Assets**

6.1 **Trade Receivables**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured considered good	-	-
Unsecured considered good	311.36	253.00
Trade receivables which have significant increase in credit risk	-	-
Trade receivables-credit impaired	-	-
	311.36	**253.00**
Less: Impairment allowance for doubtful trade receivables	-	-
Total	**311.36**	**253.00**

Note:
Trade Receivable Ageing Schedule for the year ended as at 31st March 2026 and 31st March 2025
For the year ended 31st March 2026

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31st, 2026 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	-	-	167.18	84.69	59.49	-	-	**311.36**
Undisputed Trade Receivables – which have significant increase in credit risk	-	-		-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-		-	-	-	-	-
Disputed Trade Receivables considered good	-	-		-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-		-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-		-	-	-	-	-
	-	-	167.18	84.69	59.49	-	-	311.36
Less: Impairment Allowance	-	-	-	-	-	-	-	-
Total	-	-	**167.18**	**84.69**	**59.49**	-	-	**311.36**

For the year ended 31st March 2025

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31st, 2025 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	-	-	228.18	24.82	-	-	-	**253.00**
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk			-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
	-	-	228.18	24.82	-	-		253.00
Less: Impairment Allowance	-	-	-	-	-	-		-
Total			**228.18**	**24.82**	-	-		**253.00**

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6.2 Current Financial Assets - Cash and Cash Equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks:		
Earmarked Funds (Refer sub note (i))		
- On current accounts	74.66	579.15
- Deposits with original maturity of less than 3 months	831.00	1,007.00
Total	905.66	1,586.15

(i) Rs. 905.66 lakhs held in escrow account (31st March 2025: Rs. 1586.15 lakhs held in escrow account) which are earmarked fund as per concession agreement entered with NHAI.

6.3 Current Financial Assets - Loans

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Others:		
Staff Loans and Advances		
- Loan to related parties-KMP **(refer note below)**	-	-
Total	-	-

Note: Loan and advances in the nature of Loans granted to the related parties:

Type of Borrower	As at 31st March, 2026		As at 31st March, 2025	
	Amount of Loan or advance in the nature of loan outstanding*	% of total loans and advances in the nature of loans**	Amount of Loan or advance in the nature of loan outstanding*	% of total loans and advances in the nature of loans**
Loan to KMPs	-	-	-	-
Total	-	-	-	-

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6.4 Current Assets - Other Financial Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Security Deposit	-	-
Contract Assets:		
Contract Assets under SCA	2,026.48	2,026.48
Money Withheld by Client	-	-
Intt Receivable from holding company	-	-
Interest Accrued but Not Due		
- Fixed deposits with banks	0.62	0.55
- Loan & advance to KMP	0.23	-
Total	**2,027.33**	**2,027.03**

7 Current Tax Assets (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Taxes Paid including TDS and Advance Tax (Net of provision for tax)	190.81	228.80
Total	**190.81**	**228.80**

8 Other Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Advances to		
- Contractors (Holding Co)	1,003.75	1,837.19
Others		
- Balances available with government authorities (GST Input)	2,444.29	1,178.67
- Prepaid Expenses	21.39	123.97
Total	**3,469.43**	**3,139.83**

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9 **Equity Share Capital**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Authorised Share Capital 21000000 equity shares of Rs.10/- each (31.03.2025: 21000000 equity shares of Rs. 10/- each)	2,100.00	2,100.00
Issued, subscribed and fully paid-up shares 20580000 equity shares of Rs.10/- each (31.03.2025: 10600000 equity shares of Rs. 10/- each)	2,058.00	1,060.00
Total issued, subscribed and fully paid-up share capital	**2,058.00**	**1,060.00**

(a) Promoter's shareholding

Particulars	Shares held by Promoter at the end of the period/year			% change during the period
	Promoter Name	No. of shares	% of total shares	
As at 31st March, 2026	Ircon International Limited	2,05,80,000	100%	-
Outstanding at the end of the year		**2,05,80,000**	**100%**	-
As at 31st March, 2025	Ircon International Limited	1,06,00,000	100%	-
Outstanding at the end of the year		**1,06,00,000**	**100%**	-

(b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
At the beginning of the year	1,06,00,000.00	1,060.00	52,00,000.00	520.00
Issued during the period	99,80,000.00	998.00	54,00,000.00	540.00
Outstanding at the end of the year	**2,05,80,000.00**	**2,058.00**	**1,06,00,000.00**	**1,060.00**

(c) Terms/ rights attached to equity shares

(i) Voting

The Company has only one class of equity shares having a par value of 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) Liquidation

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Dividend

The Company has not proposed, declared or paid any final or interim dividend during the period and until the date of board meeting in which this financial statement has been approved.

(d) Details of shareholders holding more than 5% shares in the Company:

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares	% holding in the class	No. of Shares	% holding in the class
Equity Shares of Rs. 10 each fully paid Ircon International Limited and its nominees*	20580000	100%	10600000	100%

*600 equity shares are hold by nominee shareholders on behalf of holding company.

*The Company has allotted 54,00,000 Equity Shares as on 11th November, 2024 at a price of Rs. 10 per Equity Share (at a premium of Rs. Nil per Equity Share) by way of a Right issue after approval from the Board of Directors vide note for circulation dated 11th November, 2024.

*The Company has allotted 40,00,000 Equity Shares as on 07th July, 2025 at a price of Rs. 10 per Equity Share (at a premium of Rs. Nil per Equity Share) by way of a Right issue after approval from the Board of Directors vide note for circulation dated 07th July, 2025.

*The Company has allotted 59,80,000 Equity Shares as on 09th March, 2026 at a price of Rs. 10 per Equity Share (at a premium of Rs. Nil per Equity Share) by way of a Right issue after approval from the Board of Directors vide note for circulation dated 20th March, 2026.

(e) For the period of preceding five years as on the Balance sheet date:

(i) Shares bought back: Nil
(ii) Shares allotted as fully paid up by way of bonus shares: Nil
(ii) Shares issued for consideration other than cash: Nil

(f) Holding Company "M/s Ircon International Limited" is public sector construction company, holding 100% Equity Share of the company.

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10.1 Instruments entirely equity in nature*

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	8,141.50	5,141.50
Add: Receipt of Quasi Equity	4,500.00	3,000.00
Closing Balance	**12,641.50**	**8,141.50**

* Quasi Equity (Interest free Loan From Ircon)

Nature and Purpose:

i) **Quasi Equity**

Quasi Equity represents equity contribution from the Holding Company in form of Interest free loan. The Company does not have any repayment obligation and are defined as "Equity" in the concession agreement with NHAI. Accordingly, these are considered to be in the nature of equity instruments.

10.2 Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Retained Earnings	470.11	2,218.49
Total	**470.11**	**2,218.49**

i) **Movement as per below:**

Retained Earnings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	2,218.49	1,071.37
Transfer from surplus in statement of profit and loss	(1,747.90)	1,148.33
Share issue expenses	(0.48)	(1.21)
Closing Balance	**470.11**	**2,218.49**

ii) **Nature and Purpose:**

Retained Earnings

Retained Earnings represents the undistributed profits of the Company.

11 Non Current Financial Liabilities - Borrowings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Term Loan Secured*		
From Banks	56,350.00	31,135.00
Less: Current Maturity of Long term debt (Refer note no 13.1)	617.54	617.54
Total	**55,732.46**	**30,517.46**

*** Terms and Conditions**

The Company has entered into a term loan agreement during the financial year 2022-23 with Bank of Baroda (BOB) to finance the project for an amount of Rs. 823.39 Crores. During the financial year, BOB has disbursed a loan of Rs. 252.15 Crores (31st March 2025: 181.98 Crores). The terms and conditions and detail of security are as under:

1) Details of Terms and Conditions:

(i) Interest rate to be charged on loan shall be Overnight MCLR+0.09% p.a. Interest rate applicable as on 31.03.2026 is 7.89% p.a. Interest to be serviced as and when debited.
(ii) Term Loan shall be repayable in 26 structured half-yearly installments, commencing after 6 months end (moratorium) in which COD/PCOD is achieved.
(iii) Interest shall be paid monthly basis on the last of calander month.
(iv) Corporate Guarantee of the Promoter i.e. Ircon International Limited (AAA Rated) shall be available till the receipt of 1st annuity from NHAI or COD + 180 days, whichever is later.

2) Details of Security:

The credit facilities for the proposed project, all interest, fees, commission and other monies in respect there of shall be secured, of and to the extent permitted under the Concession Agreement by:

a) First mortgage & charge on all the Borrower's movables properties (if any), both present and future, save and except the Project Assets:
b) First charge on all the Borrower's tangible moveable assets, including movable plant and machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future save and except the Project Assets:
c) First charge over all accounts of the Borrower including the Escrow Account and the Sub- Accounts (or any account in substitution there of) that may be opened in accordance with the Concession Agreement, Facility Agreement, Escrow Agreement and the Supplementary Escrow Agreement, or any of the other Project Documents and all funds from time deposited therein, the receivables and or other securities, provided that
- the same being applied to the extent of waterfall of priority of payments specified the concession Agreement and the Escrow Agreement and not beyond that: and
- all the charge over the Receivables shall be enforceable by the Senior Lenders for the purpose of ensuring that the Receivables are credited to the Escrow Account for the purpose of Being applied to the extent of waterfall of priority of payment as specified in the Concession Agreement and the Escrow Agreement and not beyond that.

d) First charge on all intangibles of the Borrower, including but not limited to goodwill, rights,undertaking and uncalled capital present and future excluding the project Assets (provided that all amounts received on accounts of any of theses shall be deposited in the Escrow Account and the charges on the same shall be subject to the extent permissible as per priority specified the Concession Agreement and Escrow Agreement).

e) A first charge/assignment by way of Security in
- all the right title interests, benefits, claims, and demands whatsover of the Brrower in to and the Project Document:
- the right , title interests, benefits,claims, and demands whatsoever of the Borrower in to and under all the Approvals:
- all the right , title , interests benefits,claims and demands whatoever of the Borrower in to and under any letter of Credit guarantees including contractor guarantees and liquidated damages and performance bond provided by any party to the project documents and;
- all the right title interests, benefits, claims, and demands whatsoever of the Borrower in to and under all the Insurance Contracts.

f) Lenders reserve the right to modify above security/structure, in its absolute discretion prior to financial closure, should such a need arises in consultation with Bank's Legal Cell / LLC with intimation to the borrower.

(All amounts in Indian Rupees Lakhs unless otherwise stated)

12 **Provisions**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for		
- Employee Benefits	0.68	-
Total	**0.68**	**-**
Current	0.68	-
Non Current	-	-

Note: Provision fo Employee Benefits :

a. The provisions are created for the purpose of Gratuity of contractual employees.

b. Disclosures as per Ind AS 19 'Employee benefits' are provided in Note no. 19.

c. Movement in the carrying value of provisions for employee benefits are provided as below:

Particulars	Provision for Gratuity
As at 31st March, 2025	-
Current	-
Non Current	-
Provision made during the year	0.68
Less: Utilisation during the year	-
Less: Writtenback during the year	-
Actuarial Gain/Loss	-
As at 31st March, 2026	**0.68**
Current	0.68
Non Current	-

13 **Current Liabilities - Financial Liabilities**

13.1 **Current Financial Liabilities - Borrowings**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured		
Current maturities of long term borrowings (Refer note no 11)		
- Term loans from Bank	617.54	617.54
Total	**617.54**	**617.54**

*** For detailed terms and conditions refer note no 11.**

13.2 **Current Liabilities - Trade Payables**

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Micro, Small and Medium Enterprises	0.82	0.82
(b) Other than Micro, Small and Medium Enterprises		
- Contractor & Suppliers	1.00	0.91
- Related Parties	18,542.38	23,411.45
Total	**18,544.20**	**23,413.18**

Foot Notes: -

a) Disclosures as required under Companies Act, 2013 / Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) are provided in Note 34.

b) Terms and Conditions and other balances with related parties are disclosed in Note 23.

Trade payables Ageing Schedule for the year ended as at 31st March 2026

Particulars	Unbilled	Not Due	Outstanding for the year ended as at 31st March, 2026 from the due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	0.82	-	-	-	-	-	**0.82**
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.00	-	18,496.91	45.47	-	-	**18,543.38**
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-

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Trade payables Ageing Schedule for the year ended as at 31st March 2025

Particulars	Unbilled	Not Due	Outstanding for the year ended as at 31st March, 2025 from the due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	0.82	-	-	-	-	-	**0.82**
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	23,412.36	-	-	-	**23,412.36**
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-

13.3 **Current Liabilities - Other Financial Liabilities**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured		
Payable to Holding Company	30.68	50.16
Money withheld Contractors-Holding Company	265.88	207.52
Security Deposit	-	-
Interest payable on loan from banks	12.18	7.03
Other payable (including staff payable)	12.00	33.15
Total	**320.74**	**297.86**

14 **Other Current Liabilities**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract Liability		
- Advance from clients	1,003.77	1,837.19
Others		
- Statutory dues	234.95	661.82
- CSR to be Spent on Ongoing	0.98	4.88
Total	**1,239.70**	**2,503.89**

15 **Current Tax Liabilities (Net)**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Income tax (Net of Advance tax & TDS)	-	-
Total	-	-

16 **Revenue from operations**

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contract revenue under SCA (Refer note no 31)	30,551.49	66,007.18
Total	**30,551.49**	**66,007.18**

17 **Other Income**

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Income:		
- Interest Income on FDR	25.97	11.02
- Interest on Income tax refund	12.55	9.41
- Interest on staff advances	-	-
Total	**38.52**	**20.43**

18 **Project Expenses**

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Work Expenses	28,756.40	61,972.06
Inspection, Geo Technical Investigation & Survey Exp. Etc	157.67	127.26
Total	**28,914.07**	**62,099.32**

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19 Employee benefits expenses

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salary & Wages	64.26	60.21
Contribution to Provident and other Funds	4.31	4.07
Retirement Benefits	9.48	8.89
Provision for Gratuity Contractual employees	0.68	-
Total	78.73	73.17

Foot Notes:

A. Salary & wages includes income -tax on non- monetary perquisites of Rs. 0.07 Lakh (31st March 2025: NIL)

B. Employee benefits

(i) Disclosure as per Ind AS 19 on Employee benefits:-

a. The employees in Ircon Bhoj Morbe Expressway Limited are posted on nomination/secondment basis from Ircon International Limited (Holding Company).

b. In terms of accounting policy of the Company and arrangement with the Holding Company, the provision for Retirement Benefits such as provident fund, pension, gratuity, post retirement medical benefits, Leaves and other terminal benefits of nominated employees is being made by Holding company in terms of Ind AS-19. The amount paid or payable towards provident fund, pension, gratuity, post retirement medical benefits, Leaves and other terminal benefits to the holding company are included in "Employee Benefit Expenses" above.

c. Provident Fund Contribution of the employees on nomination/secondment have been regularly deposited by the holding company with its P.F Trust.

(ii) Contract Employees - Gratuity

On 21st November 2025, the Government of India notified provisions of the Code on Wages 2019, the Industrial Relations Code 2020, the Code on Social Security 2020 and the Occupational Safety, Health and Working Conditions Code 2020, which consolidates the existing 29 labour laws into a unified framework governing employee benefits. In accordance with Indian law, the Company operate a scheme of gratuity for eligible contract employees which is a defined benefit plan. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020.

During the year ended 31 Mar 2026, the Company has recognised gratuity liability for contract employees for the first time based on management's assessment of the applicable legal and regulatory position. The plan is wholly unfunded and, accordingly, no plan assets or qualifying insurance policy exist as at the reporting date and the entire defined benefit obligation is recognised as a liability in the financial statements. The liability in respect of gratuity is determined on the basis of an actuarial valuation carried out as at the reporting date.

The following table sets out the details of the defined benefit plans and the amounts recognised in the financial statementst as on March 31, 2026:

i) Changes in the present value of the defined benefit obligation are as under:

Particulars	Gratuity	
	As at 31st March, 2026	As at 31st March, 2025
Defined benefit obligation at the beginning of the period	-	-
Current service cost	0.28	-
Past service cost including curtailment Gains/Losses	0.40	-
Interest cost	-	-
Benefits paid	-	-
Actuarial loss / (gain) on obligations	-	-
Defined benefit obligation at the end of the period	**0.68**	-

ii) Changes in fair value of plan assets are as under:

Particulars	Gratuity	
	As at 31st March, 2026	As at 31st March, 2025
Fair value of plan assets at the beginning of the period	-	-
Contribution by employer & employee	-	-
Benefits paid	-	-
Interest income	-	-
Remeasurement - return on plan assets excluding interest income	-	-
Fair value of plan assets at the end of the period	-	-

iii) Reconciliation of fair value of plan assets and defined benefit obligation is as under:

Particulars	Gratuity	
	As at 31st March, 2026	As at 31st March, 2025
Fair value of plan assets	-	-
Defined benefit obligation	0.68	-
Amount recognised in the Balance Sheet	**(0.68)**	-

iv) Amount recognised in Statement of profit and loss is as under:

Particulars	Gratuity	
	For the year ended 31st March 2026	For the year ended 31st March 2025
Current service cost	0.28	-
Past service cost	0.40	-
Net interest expense	-	-
Amount recognised in statement of Profit and Loss	**0.68**	-

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v) Amount recognised in Other Comprehensive Income is as under:

Particulars	Gratuity	
	For the year ended 31st March 2026	For the year ended 31st March 2025
Actuarial changes arising from changes in demographic assumptions	-	-
Actuarial changes arising from changes in financial assumptions	-	-
Experience adjustments	-	-
Return on Plan Assets excluding Interest Income	-	-
Amount recognised in Other Comprehensive Income	-	-

vi) The major categories of plan assets of the fair value of the total plan assets are as under:

Particulars	For the year ended 31st March 2026	
	As at 31st March, 2026	As at 31st March, 2025
Government of India securities	-	-
State Government securities	-	-
High quality corporate bonds	-	-
PSU Bond	-	-
Equity Shares of listed companies	-	-
Fund Managed by Insurer	-	-
Bank Balance	-	-
Total	0%	0%

vii) The principal assumptions used in determining Gratuity liability for the Company's plans are shown below:

Particulars	Gratuity For the year ended 31st March, 2026	Gratuity For the year ended 31st March, 2025
Discount rate	6.52%	0.00%
Future Salary increase	5.00%	0.00%
Mortality rate	100% IALM (2012-14)	-

viii) Quantitative sensitivity analysis for significant assumption shown above as at 31 March is as shown below:

Particulars	Gratuity (Impact on DBO)	
	31st March, 2026	31st March, 2025
Present value of obligation at the end of period	-	-
Discount rate	6.52%	-
Increase by 0.50%	(0.00)	-
Decrease by 0.50%	0.00	-
Future Salary Increases	5.00%	-
Increase by 0.50%	0.00	-
Decrease by 0.50%	(0.00)	-

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions shown above occurring at the end of the reporting period.

Sensitivities due to mortality and withdrawals are insignificant and hence ignored.

ix) Expected contribution for next annual reporting period
The expected contribution to the defined benefit plan for next annual reporting period is Nil (PY: Nil).

x) Maturity profile of defined benefit obligation is as under

(Rs. in Lakhs)

Duration of defined benefit obligation duration (years)	Gratuity
1	0.68
2	-
3	-
4	-
5	-
6	-
6 year onward	-
Total	**0.68**

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(All amounts in Indian Rupees Lakhs unless otherwise stated)

Risk analysis

Company is exposed to a number of risks in the defined benefit plan. Most significant risks pertaining to defined benefits

a) Discount rate Risk

Reduction in discount rate in subsequent valuations can increase the

b) Longevity risk/ Life expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

c) Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

20 Finance Cost

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Expense	3,597.70	1,725.24
Other Borrowing Cost		
-Bank guarantee and other charges	-	-
Total	**3,597.70**	**1,725.24**

21 Other Expenses

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Printing & Stationary expenses	0.20	0.13
Hire charges	-	-
Business Promotion	-	-
Legal & Professional charges	16.37	15.89
Auditor Remuneration	1.25	1.15
Pre-incorporation expense	-	-
Rent	3.64	3.31
Rates and Taxes	0.87	-
Insurance	283.23	551.36
Travelling & Conveyance	1.20	0.64
Bank Charges	0.05	0.38
Corporate Social Responsibility (Refer note no 35)	20.00	14.60
Miscellaneous Expenses	1.44	1.86
Total	**328.25**	**589.32**

(i) Payment to the Auditors

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Payment to the auditor's for		
- Statutory Audit Fee	0.72	0.65
- Tax Audit Fee	0.21	0.20
- Fee for Quarterly limited review	0.32	0.30
Total	**1.25**	**1.15**

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22 Disclosure as per Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'

The amount of exchange differences (net) credited/debited to the statement of profit and loss is Nil (Previous year: Nil).

23 Related Party Disclosures

Disclosures in compliance with Ind AS 24 'Related Party Disclosures' are as under:

a) List of Related Parties

(i) Holding company

Ircon International Limited

(ii) Key Management Personnel (KMP)

Non Executive Directors

Name	Designation
Shri Masood Ahmad (w.e.f. 06th January, 2022)	Nominee Director
Shri Mugunthan Boju (w.e.f. 06th January, 2022 to 31st December 2024)	Nominee Director
Shri Devendra Kumar Sharma (w.e.f. 10th October 2022 to 31st January 2024)	Nominee Director
Shri Manoj Kumar (w.e.f. 14th October 2022 to 30th September 2024)	Nominee Director
Shri Yogesh Kumar Misra (w.e.f. 01st February 2024 to 31st October 2025)	Nominee Director
Shri Alin Roy Choudhury (w.e.f. 01st January 2025 to 07th February 2025)	Nominee Director
Ms. Yamini Sahib (w.e.f. 27th June 2024)	Nominee Director
Shri Vinit Kumar (w.e.f. 21st November 2024)	Nominee Director
Shri Ajay Pal Singh (w.e.f. 1st November 2025)	Nominee Director
Shri Sanjay Bisariya (w.e.f. 10th September 2025)	Nominee Director

Other Members identified as Key Management Personnel (KMP)

Name	Designation
Shri Sanjay Podder (w.e.f 27th June 2023 to 29th July 2024)	Chief Financial officer
Shri Anil Kumar Singh (w.e.f 29th April 2025 to 01st August 2025)	Chief Executive officer
Shri Santosh Kumar (w.e.f 9th September 2025)	Chief Executive officer
Shri Sudhanshu Agarwal (w.e.f 29th April 2025)	Chief Financial officer
Ms. Sapna (w.e.f 08th April 2025 to 06th August 2025 and thereafter w.e.f.12th August 2025)	Company Secretary

Remuneration to Key Management Personnel: Company had Part-time and Non Executive Directors during the financial year 2025-26 and 2024-25, nominated on the Board by the Holding Company. No remuneration or sitting fee is paid to Part-time and Non Executive Directors.

b) Remuneration to KMP's are as under:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Short term employee benefits	50.85	9.77
Post employment benefits	9.12	1.71
Sitting fee	-	-
Other long-term employee benefits	2.11	0.64
Staff Welfare	-	-
Total	**62.08**	**12.12**

c) Transactions with other related parties are as follows:

Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2026	For the year ended 31st March 2025
1) Reimbursement expenses	Ircon International Limited	Holding Company	25.78	40.77
2) Rent Expense (excluding of GST)			3.08	2.80
3) Proceeds from issue of Equity Shares			998.00	540.00
4) Works Contract			28,756.40	61,972.06
5) Quasi equity from Holding Company			4,500.00	3,000.00
6) Share Issue expenses			-	-
7) Advance given			-	1,594.32

d) Outstanding balances with the related parties are as follows:

Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2026	As at 31st March, 2025
Balance Payable as on reporting date	Ircon International Limited	Holding Company	18,838.95	23,669.14
Equity Share Capital (Including Deemed Equity equity)			14,699.50	9,201.50
Advances recoverable as on reporting date			1,003.75	1,837.19
Interest accrued on loan & advances		KMP	0.23	-

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e) Terms and conditions of transactions with related parties

(i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(ii) Balance payable and advances recoverable balances of related parties at the reporting date are unsecured and settlement occurs through banking transactions. These balances are interest free.

24 Earnings per share (EPS)

Disclosure as per Ind AS 33 'Earnings per share'

(a) Basic EPS is calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period.

(b) Diluted EPS is calculated by dividing the profit for the year attributable to the equity holders after considering the effect of dilution by weighted average number of equity shares outstanding during the period plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(i) Basic and diluted earnings per share (in Rs.)

Particulars	Note	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit attributable to Equity holders (Rs. in lakhs)	(ii)	(1,747.90)	1,148.33
No.of equity shares		2,05,80,000.00	1,06,00,000.00
Weighted average number of equity shares for Basic and Diluted EPS (In Numbers)	(iii)	1,37,66,465.75	73,30,410.96
Earnings per share (Basic)		(12.70)	15.67
Earnings per share (Diluted)		(12.70)	15.67
Face value per share		10.00	10.00

(ii) Profit attributable to equity shareholders (used as numerator) (Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit for the year as per Statement of Profit and Loss	(1,747.90)	1,148.33
Profit attributable to Equity holders of the company used for computing EPS	(1,747.90)	1,148.33

(iii) Weighted average number of equity shares (used as denominator) (Nos.)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening balance of issued equity shares	1,06,00,000.00	52,00,000.00
Equity shares issued during the year	99,80,000.00	54,00,000.00
Equity shares outstanding as on date	**2,05,80,000.00**	**1,06,00,000.00**
Weighted average number of equity shares for computing Basic EPS	1,37,66,465.75	73,30,410.96
Dilution Effect:		
Add: Weighted average numbers of potential equity shares outstanding during the year	-	-
Weighted average number of equity shares for computing Diluted EPS	1,37,66,465.75	73,30,410.96

Note: Weighted average number of equity shares is the number of shares outstanding at the beginning of the year adjusted by the number of equity shares issued during the period multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as proportion of total number of days during the period.

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25 Impairment of Assets

During the period, Company has carried out assessment on impairment of individual assets by working out the recoverable amount based on higher of the value in use and fair value less cost of disposal in terms of Ind AS 36, "Impairment of Assets" notified under section 133 of the companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian accounting standards) Amendment Rules 2016. The recoverable amount has been compared with the carrying amount of the assets and, as the carrying amount does not exceed the recoverable amount, impairment loss of Rs. Nil (FY 2024-25: Nil) has been provided for.

26 Provision, Contingencies and Commitments

(a) **Provisions**

Provisions has been made during the year in accordance with Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'.

(b) **Contingent liabilities**

No Claims against the Company acknowledged as debts as on the reporting date as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'.

(c) **Contingent assets**

No claims in favour of the company accounted as receivables as on the reporting date as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'.

(d) **Commitments**

Estimated amount of contracts remaining to be executed on capital account (Net of advance) and not provided for is Nil.
Other Commitments as on 31st March 2026 is Rs. 16,266.56 Lakhs (Previous year: Rs. 42,475.91 Lakhs).

27 Segment Reporting

(i) **General Information**

Operating segments are defined as components of an enterprise for which discrete financial information is available which is being evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and assessing performance. The Board of Directors of the Company is the Chief Operating Decision Maker (CODM). The Company is engaged in the business of infrastructure development in the state of Maharashtra and the Chief Operating Decision Maker (CODM) monitors the operating results of the business as a single segment. Hence, the Company has only one reportable segment, which is Development of Expressway. Information about the reportable segment is same as reflected in the financial statements. Hence, no separate segment needs to be disclosed in accordance with the requirements of Ind AS 108.

(ii) **Information about geographical information**

As the Company operates in a single geographical segment i.e. India, hence no separate geographical segment is disclosed.

(iii) **Information about major customer**

During the year ended March 31st, 2026, Revenue of Rs. 30,551.49 Lakhs (March 31st 2025, Rs. 66,007.18 Lakhs) are derived from a single customer i.e. NHAI which is more than 10% of the Company's total revenue.

28 Financial Risk Management

The Company's principal financial liabilities comprise borrowings, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivables, cash and cash equivalents and other financial assets. The Company is exposed to credit risk, liquidity risk and market risk arising from its use of financial instruments. This note presents information about the Company's exposure to each of the above risks, and the Company's objectives, policies and processes for measuring and managing these risks.

Risk Management Framework

The Company's activities make it susceptible to various risks. The Company has taken adequate measures to address such concerns by developing adequate systems and practices. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

a) **Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from trade receivables, cash and cash equivalents with banks and other financial assets. The Company's exposure and credit ratings of its counterparties are continuously monitored by the management.

Cash and cash equivalents

The Company held cash and cash equivalents of Rs. 905.66 lakhs (31 March 2025 : Rs. 1586.15 lakhs). The cash and cash equivalents are held in public sector banks with strong credit ratings. The Company considers the credit risk on such balances to be insignificant.

Trade receivables and other financial assets

The Company's exposure to credit risk is influenced primarily by the creditworthiness of its customers, including the industry and geographical location in which they operate. The Company derives revenue mainly from construction of expressways, and its financial assets primarily comprise unbilled revenue under Service Concession Arrangements (SCA). The credit risk arising from trade receivables and construction assets receivable is limited because the counterparty is National Highways Authority of India (NHAI), an autonomous agency of Government of India. Accordingly, the risk of default is considered negligible.

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(i) **Exposure to credit risk**

Particulars	31-Mar-26	31-Mar-25
Financial Assets for which allowance is measured using General approach (12-month ECL)		
Cash and Cash Equivalents	905.66	1,586.15
Interest accrued on deposits with banks	0.62	0.55
Interest accrued on loan & advances to KMP	0.23	-
Financial Assets for which allowance is measured using Simplified approach (Lifetime ECL)		
Trade Receivables	311.36	253.00
Other Financial Assets	76,138.76	55,666.88

(ii) **Provision for expected credit losses**

No impairment loss has been recognised during the reporting period.

(iii) **Summary of loss allowance measured using General approach (12-month expected credit losses): -**

Particulars	31-Mar-26	31-Mar-25
Opening Allowances	-	-
Impairment loss recognised during the	-	-
Utilization during the year	-	-
Amount written off during the year	-	-
Closing Allowances	-	-

During the year, the Company has recognised loss allowance of Nil (31st March, 2025 : Rs. Nil).

Summary of loss allowance measured using simplified approach (life-time expected credit losses): -

Particulars	31-Mar-26	31-Mar-25
Opening Allowances	-	-
Impairment loss recognised during the	-	-
Utilization during the year	-	-
Amount written off during the year	-	-
Closing Allowances	-	-

b) **Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Liquidity position of the Company is reviewed on a regular basis by the Board of Directors and appropriate decisions are taken according to the situation.

The table below provides details regarding the significant financial liabilities as at 31st March 2026 & 31st March 2025

Particulars	As at 31st March, 2026		
	Less than 1 Year	1-2 Years	2 years and above
Borrowings	617.54	1,235.09	54,497.37
Trade Payables	18,544.20	-	-
Other Financial Liabilities	320.74	-	-

Particulars	As at 31st March, 2025		
	Less than 1 Year	1-2 Years	2 years and above
Borrowings	617.54	1,235.09	29,282.37
Trade Payables	23,413.18	-	-
Other Financial Liabilities	297.86	-	-

c) **Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises Foreign currency risk and Interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Board of Directors is responsible for setting up of policies and procedures to manage market risks of the Company.

(i) **Foreign Currency risk**

The Company operates in India only and the functional currency of the Company is also Indian Rupees. The Company has no transaction in currency other than functional currency and therefore, the Company is not exposed to foreign currency risk.

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(ii) 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. Financial instruments affected by interest rate risk includes deposits with banks, financial assets on SCA and borrowings from banks. The interest rate risk on deposits with banks is not significant as the interest rates are generally fixed for the tenure of such instruments. The Company is exposed to interest rate risk primarily on its non-current borrowings and financial assets on SCA with floating interest rates, as the cash flows associated with such borrowings & financial assets on SCA will fluctuate with changes in market interest rates. However, the Company will receive interest income on financial assets arising from annuity-based service concession arrangements (SCA), which are generally linked to similar benchmark rates. Accordingly, changes in interest rates on borrowings are largely offset by corresponding movements in interest income on such financial assets, thereby mitigating the Company's overall exposure to interest rate risk.

At the reporting date, interest rate profile of the company's interest bearing financial instruments is as follows: -

Particulars	31-Mar-26	31-Mar-25
Fixed Rate Instrument		
Financial Assets	831.00	1,007.00
Financial Liabilities	-	-
Floating Rate Instrument		
Financial Assets	76,138.76	55,666.88
Financial Liabilities	56,350.00	31,135.00

The following sensitivity analysis demonstrates the impact of a reasonably possible change in interest rates on the Company's profit before tax, with all other variables held constant. The impact on profit before tax is mainly on account of changes in interest expense on floating rate borrowings. A reasonably possible change of ±50 basis points (bps) in interest rates has been considered for the purpose of this analysis.

Particulars	31-Mar-26	31-Mar-25
	Impact on PBT	Impact on PBT
Floating rate borrowings: + 50 basis points	(218.22)	(99.81)
Floating rate borrowings: - 50 basis points	218.22	99.81

d) Concentration of risk

The Company has a significant concentration of credit risk as its entire revenue and receivables arise from a single counterparty, i.e., National Highways Authority of India (NHAI) under service concession arrangements. As at the reporting date, substantially all financial assets related to contract assets / receivables are exposed to this counterparty. However, the credit risk is considered low as NHAI is a Government of India undertaking and payments are backed by contractual arrangements.

The following table provides details of revenue generated from the Company's single customer, NHAI, representing 100% of total revenue:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from NHAI	30,551.49	66,007.18
% age of total revenue	100%	100%

29 Fair Value Measurements

a) Financial instruments by category

Particulars	As at 31st March, 2026		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets at Amortized Cost			
(i) Trade Receivables	-	-	311.36
(ii) Cash and cash equivalents	-	-	905.66
(iii) Other financial assets	-	-	76,139.61
	-	-	**77,356.63**
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	56,350.00
(ii) Trade Payables	-	-	18,544.20
(iii) Other financial liabilities	-	-	320.74
	-	-	**75,214.94**

Particulars	As at 31st March, 2025		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets at Amortized Cost			
(i) Trade Receivables	-	-	253.00
(ii) Cash and cash equivalents	-	-	1,586.15
(iii) Other financial assets	-	-	55,667.43
	-	-	**57,506.58**
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	31,135.00
(ii) Trade Payables	-	-	23,413.18
(iii) Other financial liabilities	-	-	297.86
	-	-	**54,846.04**

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b) Fair value hierarchy

Financial assets and financial liabilities are measured at fair value in these financial statements and are grouped into three levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:
Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: Unobservable inputs for the asset or liability.

c) Carrying value and Fair value of financial assets and liabilities as at 31st March 2026

Particulars	Carrying Value	Fair Value		
		Level-1	Level-2	Level-3
Financial Assets at Amortized Cost				
(i) Trade Receivables	311.36	-	-	311.36
(ii) Cash and cash equivalents	905.66	-	-	905.66
(iii) Other financial assets	76,139.61	-	-	76,139.61
	77,356.63	-	-	**77,356.63**
Financial Liabilities at Amortized Cost				
(i) Borrowings	56,350.00	-	-	56,350.00
(ii) Trade Payables	18,544.20	-	-	18,544.20
(iii) Other financial liabilities	320.74	-	-	320.74
	75,214.94	-	-	**75,214.94**

Carrying value and Fair value of financial assets and liabilities as at 31st March 2025

Particulars	Carrying Value	Fair Value		
		Level-1	Level-2	Level-3
Financial Assets at Amortized Cost				
(i) Trade Receivables	253.00	-	-	253.00
(ii) Cash and cash equivalents	1,586.15	-	-	1,586.15
(iii) Other financial assets	55,667.43	-	-	55,667.43
	57,506.58	-	-	**57,506.58**
Financial Liabilities at Amortized Cost				
(i) Borrowings	31,135.00	-	-	31,135.00
(ii) Trade Payables	23,413.18	-	-	23,413.18
(iii) Other financial liabilities	297.86	-	-	297.86
	54,846.04	-	-	**54,846.04**

The management assessed that the carrying amounts of cash and cash equivalents, trade receivables, trade payables and other short-term financial assets and liabilities approximate their fair values due to their short-term maturities. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties.

(i) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties.

(ii) Long term variable rate borrowings are evaluated by company on parameters such as interest rates, specific country risk factors and other risk factors. Based on this evaluation, the fair value of such borrowings are not materially different from their carrying amount.

(iii) Non current financial assets i.e. Contract Assets from construction contract are measured at amortised cost using the effective interest method. These contract assets carry interest at rates linked to MCLR plus applicable spread, which represents market rate of return. Accordingly, the carrying amount of such receivables approximates their fair value and no separate discounting adjustment is considered necessary.

(iv) During the FY 2025-26 & FY 2024-25, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

30 Capital Management

The Company's objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that the Company can continue to provide maximum returns to shareholders and benefit to other stakeholders and also to maintain an appropriate capital structure of debt and equity. The capital structure of the company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The management and the Board of Directors monitor the return on capital. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Further, the Company manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants.

The Company monitors capital, on the basis of a number of financial ratios generally used by industry and by the rating agencies. The Company monitors capital using debt equity ratio which is debt divided by total equity. Debt comprises of non-current and current maturities of long term debt. Total equity includes equity share capital, instruments entirely equity in nature and other equity. The debt equity ratio at the end of the reporting period is as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Borrowings (Note No. 11)	55,732.46	30,517.46
Current Maturities of Long term Debt (Note No. 13.1)	617.54	617.54
Debt	**56,350.00**	**31,135.00**
Equity (Note No. 9)	2,058.00	1,060.00
Instruments entirely equity in nature (Note No. 10.1)	12,641.50	8,141.50
Other Equity (Note No. 10.2)	470.11	2,218.49
Total Equity	**15,169.61**	**11,419.99**
Debt Equity Ratio	**3.71**	**2.73**

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN-U45203DL2022GOI392148

31 Revenue

A. Disaggregation of Revenue

Set out below is the disaggregation of the company's revenue from contracts with customers into operating segment and type of product or services.

Type of Product or Services	For the year ended 31st March 2026				
	Revenue as per Ind AS 115	Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss
		Input Method	Output Method		
Highway	30,551.49	30,551.49	-	-	30,551.49
Total	**30,551.49**	**30,551.49**	**-**	**-**	**30,551.49**

The revenue of Rs 30,551.49 Lakhs is recognised over a period of time.

Type of Product or Services	For the year ended 31st March 2025				
	Revenue as per Ind AS 115	Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss
		Input Method	Output Method		
Highway	66,007.18	66,007.18	-	-	66,007.18
Total	**66,007.18**	**66,007.18**	**-**	**-**	**66,007.18**

The revenue of Rs 66,007.18 Lakhs is recognised over a period of time.

B. Contract balances

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract Assets (Note 3 & 6.4)	76,138.76	55,666.88
Contract liability (Note 14)	1,003.77	1,837.19

i) Contract Assets are recognised over the period in which services are performed to represent the Company's right to consideration in exchange for goods or services transferred to the customer. It includes balances due from customers under construction contracts that arise when the Company receives payments from customers as per terms of the contracts however the revenue is recognised over the period under input method. Any amount previously recognised as a contract asset is reclassified to trade receivables on satisfaction of the condition attached i.e. future service which is necessary to achieve the billing milestone.

Movement in contract balances during the year

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract asset at the Beginning of the year	55,666.88	21,623.54
Contract asset at the end of the year	76,138.76	55,666.88
Net increase/(decrease)	**20,471.88**	**34,043.34**

For the year 2025-26 & 2024-25, there has been net increase of Rs. 20,471.88 Lakhs & Rs. 34,043.34 Lakhs respectively due to recognition of revenue based on input method whereas bills for work done are certified based on contract condition. There is no reclassification from unbilled revenue to trade receivables during the period.

ii) Contract liabilities relating to construction contracts are balances due to customers, these arise when a particular milestone payment exceeds the revenue recognised to date under the input method and advance received in long term construction contracts. The amount of Advance received gets adjusted over the construction period as and when invoicing is made to the customer.

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract liabilities at the Beginning of the year	1,837.19	2,162.96
Contract liabilities at the end of the year	1,003.77	1,837.19
Net increase/(decrease)	**(833.42)**	**(325.77)**

C. Set out below is the amount of revenue recognised from:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Amount included in contract liabilities at the beginning of the period	833.42	325.77
Performance obligation satisfied in previous period	-	-

D. Cost to obtain the contract

The Company has not incurred any incremental costs of obtaining contracts with a customer and therefore, not recognised an asset for such costs.

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E. **Transaction price allocated to the remaining performance obligations**

The transaction price for remaining performance obligations shall be received over the contract period in proportion of the work performed/services provided by the Company.

The following table shows unsatisfied performance obligations resulting from long-term construction contracts:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Within one year	15,334.96	44,377.18
More than one year to 2 years	328.00	328.00
More than 2 years	4,428.00	4,264.00
Total	**20,090.96**	**48,969.18**

The amount disclosed above does not include variable consideration which is constrained.

32 Service Concession Arrangements

Disclosure pursuant to Appendix D of Ind AS 115 "Service Concession Arrangements" is as under:

a) **Description of the arrangement**

Ircon Bhoj Morbe Expressway Limited (IrconBMEL), a wholly-owned subsidiary of Ircon International Limited has been incorporated as a Special Purpose Vehicle on January 06, 2022, pursuant to a conditions as stipulated in Letter of Award issued by National Highway Authority of India (NHAI). Ircon Bhoj Morbe Expressway Limited (IrconBMEL) has entered in to service concession arrangement on 18th February 2022 with National Highway authority of India (NHAI) in terms of which NHAI (Authority) has authorised the company to carry the business of Construction of Eight Lane access controlled Expressway from Km 69.800 to Km 79.783 (design length 9.983 km) from Bhoj to Morbe Section SPUR of Vadodara Mumbai Expressway(hereinafter called the "Vadodara Mumbai Expressway) in the State of Maharashtra under Bharatmala Pariyojana (Phase II-Package XVII) by Eight laning thereof (the "Project") on Hybrid Annuity basis, which shall be partly financed by the concessionaire who shall recover its investment and costs through payment to be made by the authority, in accordance with the terms and conditions set in the concession agreement.

b) **Significant terms of the arrangement**

i) Period of the Concession : 15 Years from Commercial Operation Date (COD).

ii) Construction Period : 910 days from Appointed Date i.e. from 19.01.2023

iii) Payment Terms : 40% of the BPC, adjusted for the Price Index Multiple, shall be due and payable in 10 equal installments of 4% each during the Construction period and remaining BPC, adjusted for the Price Index Multiple, shall be due and payable in 30 biannual installments commencing from the 180th day of COD.

In terms of the said agreement IrconBMEL has no right to use the specified assets and has an obligation to complete construction of the project and to keep the project assets in proper working condition including all projects assets whose lives have expired.

At the end of the concession period, the assets will be transferred back to National Highway Authority of India (NHAI).

In case of material breach in terms of agreement the NHAI and IrconBMEL have right to terminate the agreement if they are not able to cure the event of default in accordance with such agreement.

c) **Financial assets (Service concession receivables)**

The company has recognized receivable of Rs. 76,138.76 Lakhs and Rs. 55,666.88 Lakhs under service concession arrangement and shown under Other non current and current financial assets which it will receive as per terms of the contract based on the completion of milestone, as on 31st March 2026 and 31st March 2025 respectively. The company has recognised revenue of Rs 30551.49 Lakhs for the year ended on 31st March 2026 (for the year ended on 31st March 2025 Rs 66007.18 Lakh) on construction of Road under SCA and Operation Revenue as per Ind AS - 115 related to "Revenue from Customers".

Disclosure in terms of Appendix E of Ind AS 115:

In terms of the disclosure required in Appendix E in Ind AS -115 Revenue from Customers, as notified in the companies (Indian Accounting Standard) rules 2016, the amount considered in the financial statements up to the balance sheet date are as follows:-

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contract Revenue Recognized	30,551.49	66,007.18
Aggregate amount of cost incurred	29,301.36	62,747.26
Amount of advance received from Client	1,003.77	1,837.19
Amount of retention by Client	-	-
Profit/(Loss) recognised during the period for exchange of construction service for a financial asset	1,250.13	3,259.92
Gross amount due from Client for Contract Works	76,450.12	55,919.88

33 Leases

a) **Company as a Lessee**

(i) The Company has no leasing arrangement which are non-cancellable in nature. Accordingly, no right of use assets and lease liabilities have been recognised by the Company.

(ii) The Company has taken Office on lease with lease terms of 24 months from 01.04.2024 to 31.03.2026. Lease can be terminated on one month notice by either side without incurring any significant penalty, the lease does not create an enforcable right to use the asset for a period of time.

The following are the amounts recognised in Statement of profit and loss:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Expense relating to short-term leases (Refer Note 21)	3.64	3.31

b) **Company as a Lessor**

Company has no leasing arrangement as a lessor.

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34 Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006

S.No.	Particulars	As at 31st March, 2026	As at 31st March, 2025
a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	- Principal amount due to micro and small enterprises	-	-
	- Interest due on above	-	-
b)	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006	-	-
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act 2006	-	-

35 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013 , the Company is required to spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years or where the company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years in accordance with its CSR Policy. For the FY 2025-26, the average net profits of two immediately preceding financial years has been considered since the company has not completed the period of three financial years since its incorporation. The details of CSR expenses for the year are as under:

A. Amount required to be spent on CSR Activities

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Gross amount required to be spent by the Company during the year	20.00	14.60
Amount approved by the Board to be spent during the year	20.00	14.60

B. Amount spent/to be spent on CSR Activities

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
On Construction/acquisition of any asset*	-	-
On purposes other than above (For other then ongoing projects)*	20.00	9.72
On purposes other than above (For ongoing projects)*	-	4.88
Total	**20.00**	**14.60**

* There are no related party transaction in respect to CSR expenditure.

C. Break-up of the CSR expenses under major heads is as under:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contribution to Clean Ganga Fund (CGF)	-	9.72
Development of dense forest (For ongoing projects)	-	4.88
Health and Mobility Support for Communities	20.00	-
Total	**20.00**	**14.60**

D. Details related to unspent obligations:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Unspent amount in relation to:		
- Ongoing project	-	4.88
- Other than ongoing project	-	-

Note: As per requirement of Sec 135(6) of the Companies Act, 2013, there is an obligation to transfer the unspent amount to a separate bank account within 30 days of the end of Financial year. Therefore a seprate bank account is opened and the unspent amount is transferred on 25.04.2025. Reason of unspent amount is due to ongoing project.

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(All amounts in Indian Rupees Lakhs unless otherwise stated)

E. Details related to unspent amount/ excess amount spent:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening Balance	4.88	-
Amount deposited in specified fund of schedule VII within 6 months	-	-
Amount required to be spent during the year (as per (A) above)	20.00	14.60
Amount spent during the year (as per (B) above)	23.91	9.72
Closing balance (Shortfall/Excess amount spent by the company)	**0.97**	**4.88**

F. Other Disclosure:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
- Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard 18, Related party disclosures.	N.A.	N.A.
- Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision - as per details below	Yes	Yes
- Opening balance of provision	4.88	-
- Add : Provision created during the period	-	4.88
- Less : Provision utilised during the period	3.91	-
- Closing balance of provision	0.97	4.88

36 Disclosure pursuant to section 186 of the Companies Act 2013:

There are no loans given, investments made and guarantee given by the Company during the year ending 31st March 2026 & 31st March 2025.

37 Other Statutory Disclosures

The MCA vide notification dated 24th March 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures which are applicable from 1st April 2021. The Company has incorporated the changes as per the said amendment in the financial statements and below disclosures are made in compliance of the said amendment :

(i) The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year ending 31st March 2026 and 31st March 2025.

(ii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year ending 31st March 2026 and 31st March 2025.

(iii) The Company do not have any Benami property as on 31st March 2025 and 31st March 2024, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(iv) The Company do not have any prior period errors in financial year ending on 31st March 2026 and 31st March 2025 to be disclosed separately in Statement of changes in equity.

(v) The Company has no cases of any charges or satisfaction which is yet to be registered with ROC beyond the statutory period in the financial year ending 31st March 2026 and 31st March 2025.

(vi) During the financial year 2025-26 and 2024-25, the Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vii) During the financial year 2025-26 and 2024-25, the Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

(viii) The Company has granted loans or advances in the nature of loans to Key Managerial Personnel (KMP) whose balance outstanding as on 31st March, 2026: Nil (31st March, 2025: Nil). Apart from the above, the Company has not given loans and advances in the nature of loans to promoters, directors, KMP and other related parties in the financial year ending 31st March 2026 and 31st March 2025.

(ix) The Company does not have any immovable properties as at 31st March 2026 and 31st March 2025.

(x) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority in the financial year 2025-26 and 2024-25.

(xi) Company is not required to submit statement of current assets with the bank and therefore reconciliation of the statement filed by the company with bank and the books of accounts is not applicable.

(xii) The Company does not have any transactions in financial year 2025-26 and 2024-25, where the company has not used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

(xiii) The Company have not entered into any scheme(s) of arrangements during the year ending 31st March 2026 and 31st March 2025.

(xiv) The Company has not entered in any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961).

(xv) Company has not received any grants and donations during the year ending 31st March 2026 and 31st March 2025.

(xvi) The Company does not have any Capital Work- in- Progress, Investment Property, Intangible Assets and Intangible Assets under Development as at 31st March, 2026 and 31st March, 2025. During the year 2025-26 and 2024-25, the company has not revalued any of its Property, plant and equipment.

(xvii) The provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017 are not applicable on the company.

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IRCON BHOJ MORBE EXPRESSWAY LIMITED CIN- U45203DL2022GOI392148

(xviii) The following accounting ratios are disclosed: -

S.No	Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	% change	Reason for change more than 25%
a)	Current ratio (in times)	Current Assets	Current Liabilities	0.33	0.27	22.22%	Due to decrease in current liabilities.
b)	Debt-equity ratio (in times)	Total Debt	Shareholder's Equity	3.71	2.73	35.90%	Due to increase in term loan.
c)	Debt service coverage ratio (in times)	Earnings for debt service = Net profit after taxes + Non cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.51	1.67	-69.46%	Due to increase in finance cost.
d)	Return on equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	-13.15%	12.65%	-203.95%	Due to decrease in profit and increase in equity capital.
e)	Inventory turnover ratio (in times)	Cost of goods sold	Average Inventory	N.A	N.A	N.A	N.A
f)	Trade receivables turnover ratio (in times)	Net credit sales= Gross credit sales- sales return	Average Trade Receivable	108.27	19.62	451.83%	Due to timely relization of funds from the client.
g)	Trade payable turnover ratio (in times)	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	1.37	3.00	-54.33%	Due to decrease in project expense.
h)	Net capital turnover ratio (in times)	Net Sales = Total sales- sales return	Working capital = Current assets – Current liabilities	-2.21	-3.37	-34.42%	Due to decrease in turnover.
i)	Net profit ratio	Net Profit	Net Sales = Total sales- sales return	-6.00%	1.74%	-444.83%	Due to decrease in profit in current year.
j)	Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	2.00%	7.67%	-73.92%	Due to decrease in EBIT in current year.
k)	Return on investment	Income generated from Investments (Finance Income)	Time weighted average Investment	N.A	N.A	N.A	N.A

38 Disclosure as per Ind AS-1: Disclosures on presentation of financial statements

Certain reclassification has been made to the comparative period's financial statements to enhance comparability with the current year's financial statements. However, there is no financial impact in the financial statements due to this reclassification.

39 Recent Accounting Pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new accounting standards or amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to

Amendments effective from April 1, 2025

a. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
In May 2025, Ind AS 21 Amendments – Currency Exchangeability Clarifies how to assess exchangeability and determine spot rates when currencies can't be exchanged, with disclosure of impacts on performance, position, and cash flows.. The Company has evaluated the impact of the said amendment and concluded that it does not have any impact on its financial

b. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
In May 2025, Ind AS 21 Amendments – Currency Exchangeability Clarifies how to assess exchangeability and determine spot rates when currencies can't be exchanged, with disclosure of impacts on performance, position, and cash flows.. The Company has evaluated the impact of the said amendment and concluded that it does not have any impact on its financial

c. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
In May 2025, Ind AS 21 Amendments – Currency Exchangeability Clarifies how to assess exchangeability and determine spot rates when currencies can't be exchanged, with disclosure of impacts on performance, position, and cash flows.. The Company has evaluated the impact of the said amendment and concluded that it does not have any impact on its financial

d. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
In May 2025, Ind AS 21 Amendments – Currency Exchangeability Clarifies how to assess exchangeability and determine spot rates when currencies can't be exchanged, with disclosure of impacts on performance, position, and cash flows.. The Company has evaluated the impact of the said amendment and concluded that it does not have any impact on its financial statements.

40 Disclosure as required by Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors

The Government of India has consolidated 29 labour laws into four New Labour Codes, effective 21 November 2025; however, the related rules are yet to be notified. Accordingly, Material Accounting Policy No. 1.2.2.7 relating to Employee Benefits has been revised.

Pursuant to the above, the Company has recognised gratuity liability for eligible contract employees for the first time, based on actuarial valuation and management's assessment of the applicable legal position. Consequently, a defined benefit obligation of Rs 0.68 Lakhs has been recognised in the financial statements (refer Note no. 19)

S.No.	Particulars	Amount (in Lakhs)
1	Past service cost charged to P&L	0.40
2	Current service cost charged to P&L	0.28
3	Impact on profit before tax	0.68
4	Impact on Other Comprehensive Income	0.00
5	Defined benefit obligation recognised	0.68

The above has been accounted for prospectively in the current year, there being no impact on comparative periods.

Ircon Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Notes to financial statements for the year ended 31st March, 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

41 Other disclosures

(i) The Ircon Bhoj Morbe Expressway limited was incorporated on 06th January 2022 as a wholly owned subsidiary of Ircon International Limited.
(ii) The Company has a system of obtaining periodic confirmation of balances from banks and other parties.
(iii) In the opinion of the management, the value of assets on realisation in the ordinary course of business, will not be less than the value at which these are stated in
(iv) Figures rounded off to the nearest rupees in Lakh.

As per our report of even date
For Anil Khandelwal & Associates
ICAI Firm Registration No. : 008579N
Chartered Accountants

CA Anil Khandelwal
Partner
ICAI Membership No. : 087372
UDIN: 26087372QWNFNK2576

Place: New Delhi
Date: 05th May 2026

For and on behalf of the Board of Directors
Ircon Bhoj Morbe Expressway Limited

Sanjay Bisariya
Director
(DIN:-11291128)

Masood Ahmad
Director
(DIN:-09008553)

Santosh Kumar
Chief Executive Officer

Sudhanshu Agarwal
Chief Financial Officer

Sapna
Company Secretary
(Membership No. A53523)

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013, ON THE FINANCIAL STATEMENTS OF IRCON BHOJ MORBE EXPRESSWAY LIMITED FOR THE YEAR ENDED 31 MARCH 2026

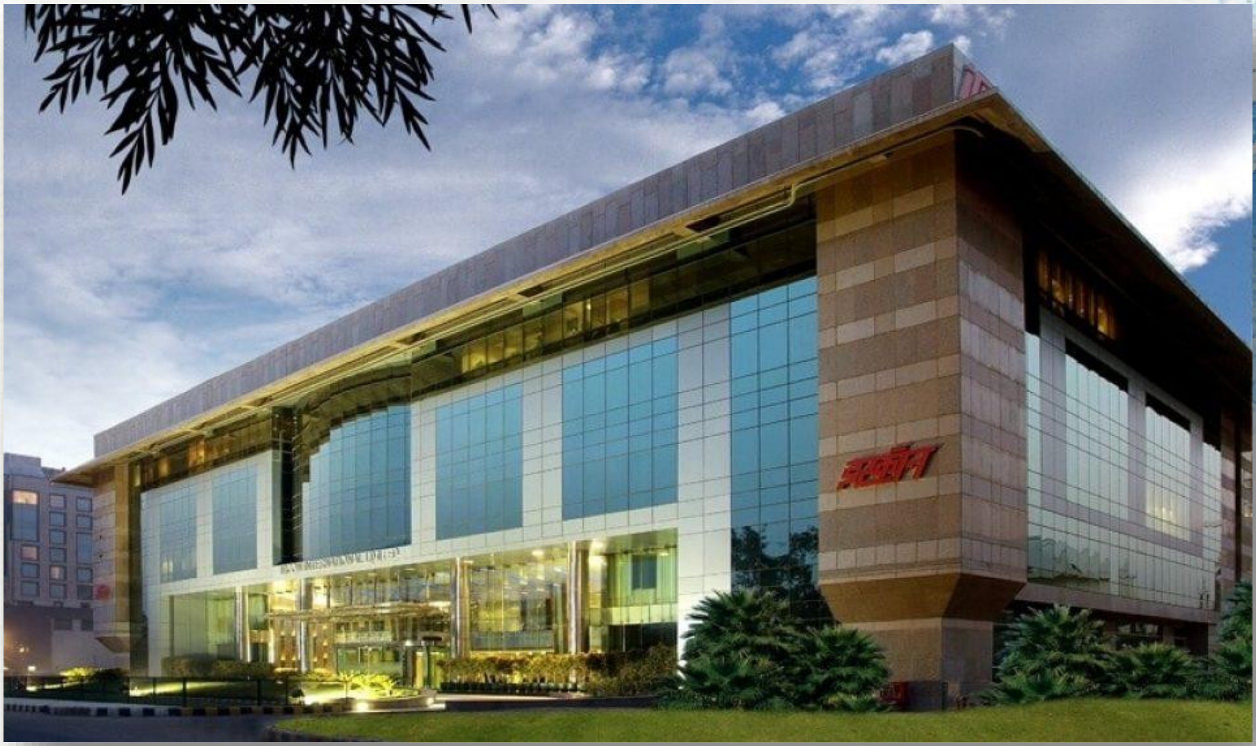
The preparation of financial statements of IRCON Bhoj Morbe Expressway Limited for the year ended 31 March 2026 in accordance with the financial reporting framework prescribed under the Companies Act, 2013, is the responsibility of the management of the Company. The Statutory Auditor appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act, based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 05 May 2026.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct supplementary audit of the financial statements IRCON Bhoj Morbe Expressway Limited for the year ended 31 March 2026 under Section 143 (6)(a) of the Act.

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

Place: New Delhi
Dated:17.06.2026

Teg Singh
Principal Director of Audit
Railway Commercial, New Delhi



IRCON BHOJ MORBE EXPRESSWAY LIMITED
(‘IrconBMEL’)

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