



IRCON GURGAON REWARI HIGHWAY LIMITED

ANNUAL REPORT 2025-26



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LIMITED (IrconGRHL) FOR THE FY 2025-26**

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BOARD OF DIRECTORS



Shri Surender Singh
Chairman



Shri Ajay Pal Singh
Director



Shri Masood Ahmad
Director



Shri Santanu Mukherjee
Director

IRCON GURGAON REWARI HIGHWAY LIMITED

(A Wholly Owned Subsidiary of Ircon International Limited)

CIN: U45309DL2020GOI374941

Ms. Yamini Sahib

: Chief Financial Officer

STATUTORY AUDITORS

M/s V M C A & Associates,
Chartered Accountants

SECRETARIAL AUDITORS

M/s. A.K. Rastogi & Associates,
Company Secretary

COST AUDITORS

M/s Pawan Dixit & Co.,
Cost Accountants

INTERNAL AUDITORS

M/s Sunil Singhal & Associates
Chartered Accountants

BANKERS

Indian Overseas Bank (New Delhi)

CONTACT PERSON

Shri Laksheya Sharma
Compliance Officer
E-mail: cospv.ircon@gmail.com

REGISTERED OFFICE

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

CHAIRMAN'S MESSAGE



Dear Shareholders,

Good morning, ladies and gentlemen, I have much pleasure in welcoming all of you to the 6th AGM of Ircon Gurgaon Rewari Highway Limited and present the audited Financial Statement for the year 2025-26. I thank each one of you for making it convenient for sparing your valuable time for this meeting.

About the Company:

It is my privilege to place before you, highlights of your Company for the Financial Year 2025-26.

IrconGRHL, a wholly owned subsidiary of Ircon International Limited ("IRCON"), has been incorporated as a Special Purpose Vehicle by its holding company (IRCON), on 24th December, 2020. The main object of IrconGRHL is to carry on the business of "Upgrading of Gurgaon-Pataudi-Rewari section of NH-352W from km 43.87 (design length 46.11 km) as a feeder route on Hybrid Annuity Mode under Bharatmala Pariyojana in the State of Haryana, in accordance with the terms of concession agreement with National Highways Authority of India (NHAI). The Concession Period of the project is 15 years excluding construction period of 2 years from the Appointed Date.

In terms of the concession agreement, the total project bid cost is ₹900 Crore (inclusive of GST) and first year O&M revenue is ₹2.50 Crore. The 40% of the project bid cost shall be reimbursed by NHAI during construction and balance 60% is receivable after construction in the form of Annuity. The total Project cost of ₹900 Crore out of which ₹412.90 Crore is to be financed by way of Equity & Debt in the ratio of 1:3. Accordingly, the Company has availed the term loan facility of ₹309.68 Crore from Indian Overseas Bank ("IOB") on 25th June, 2021 for execution of Project. As on 31st March, 2026 a loan of ₹255.712 crore has been disbursed by IOB.

Due to delay in handing over of the encumbrance free land, Tree cutting, NGT ban on mining in the vicinity area, 2nd wave of Covid-19 and other issues not attributable to the Concessionaire, there is a delay in the project planned progress for which EOT has been

sought. Now, the EOT issue has been settled through conciliation and revised timelines for the balance work is considered up to 30th September, 2026 for the section from km. 0 to 6 (considering this section involves shifting of EHT lines from 66 KV up to 400 KV at 6 different locations). NHAI has delinked Six-lane stretch of 2.240 Km from Hero Honda Chowk to Umang Bhardwaj Chowk.

Financial Performance:

As on 31st March, 2026, the Net worth of your Company is ₹12,194.61 lakhs; Total income is ₹20,187.10 lakhs and Profit after tax is ₹(340.86) lakhs.

Acknowledgements

I, on behalf of Board of Directors, express my heartfelt thanks for the valuable assistance and co-operation extended to the Company by Ministry of Road Transport & Highways (MoRTH), NHAI, Independent Engineer of NHAI, Ircon, 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 valuable contribution and continuous support.

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

**For and on behalf of
Ircon Gurgaon Rewari Highway Limited**

**Sd/-
(Surender Singh)
Chairman
DIN: 09214484**

**Date: 28th July, 2026
Place: New Delhi**

DIRECTORS' REPORT

Dear Members,

Your directors have immense pleasure in presenting the 6th Annual Report of Ircon Gurgaon Rewari Highway Limited (IrconGRHL) together with the Audited Financial Statements of the Company and Auditor's Report for the Financial Year ended on 31st March, 2026.

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

Ircon Gurgaon Rewari Highway Limited (IrconGRHL), a wholly owned subsidiary of Ircon International Limited (IRCON) incorporated on 24th December, 2020 as a Special Purpose Vehicle (SPV) for executing the project works in the State of Haryana by National Highways Authority of India (NHAI). The main object of IrconGRHL is to carry on the business of "Upgrading of Gurgaon-Pataudi-Rewari section of NH-352W from 0 km to 43.87 km (design length 46.11 km) as a feeder route on Hybrid Annuity Mode under Bharatmala Pariyojana in the State of Haryana, in accordance with the terms of concession agreement with NHAI.

The Concession Agreement has been signed with NHAI on 20th January, 2021. The Appointed Date fixed by NHAI is 24th November, 2021. IRCON has been appointed as EPC Contractor for execution of said work. The project is in the execution phase. The achieved progress was 74.913% up to March, 2026 and is likely to be completed on 30th September, 2026.

In terms of the concession agreement, the total project bid cost is ₹900 Crore (inclusive of GST) and first year O&M revenue is ₹2.50 Crore. The 40% of the project bid cost shall be reimbursed by NHAI during construction and balance 60% is receivable after construction in the form of Annuity. The total Project cost of ₹900 Crore out of which ₹412.90 Crore is to be financed by way of Equity & Debt in the ratio of 1:3. Accordingly, the Company has availed the term loan facility of ₹309.68 Crore from Indian Overseas Bank ("IOB") on 25th June, 2021 for execution of Project. As on 31st March, 2026 a loan of ₹255.712 crore has been disbursed by IOB.

Due to delay in handing over of the encumbrance free land, Tree cutting, NGT ban on mining in the vicinity area, 2nd wave of Covid-19 and other issues not attributable to the Concessionaire, there is a delay in the project planned progress for which EOT has been sought. Now, the EOT issue has been settled through conciliation and revised timelines for the balance work is considered up to 30th September, 2026 for the section from km. 0 to 6 (considering this section involves shifting of EHT lines from 66 KV up to 400 KV at 6 different locations). NHAI has delinked Six-lane stretch of 2.240 Km from Hero Honda Chowk to Umang Bhardwaj Chowk.

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:

(Amount in ₹ in Lakh)

Sl. No.	Particulars	For the Year Ended 31 st March, 2026	For the Year Ended 31 st March, 2025
1.	Equity Share Capital	5.0	5.0
2.	Other Equity (includes Reserves and Surplus)	12,189.61	9,947.47
3.	Net worth	12,194.61	9,952.47
4.	Borrowings	25571.20	19,651.20
5.	Total Assets and Liabilities	48,375.67	37,454.76
6.	Revenue from Operations	20,162.77	11,789.12
7.	Other Income	24.33	409.90
8.	Total Income (6) + (7)	20,187.10	12,199.02
9.	Profit Before Tax	(455.06)	446.59
10.	Profit/(Loss) After Tax	(340.86)	331.13
11.	Net Cash flow	(7626.19)	(6,674.37)

3. DIVIDEND & APPROPRIATION TO RESERVE:

The Board of Directors does not recommend any dividend on the equity shares of the Company for the financial year ended on 31st March, 2026.

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 ₹771.61 lakhs in Retained Earnings as on March 31, 2026.

4. SHARE CAPITAL/ DEMATERIALISATION:

The Authorized Share Capital and the Paid-up Share Capital of the Company as on 31st March, 2026 is ₹4 crore comprising of 40,00,000 Equity Shares of ₹10/- each and ₹ 5 lakhs comprising of 50,000 Equity Shares of ₹10/- each respectively. During the year under review, there was no changes in the share capital of your Company and Ircon International Limited (IRCON) continues to hold 100% paid-up capital of the Company.

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.

5. CASH FLOWS FROM THE PROJECT:

The total Cash Flows from the project activities during the year is ₹ (7626.19) lakh.

6. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

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

7. **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 Board of the Company is appointed by the holding company (IRCON).

During the year under review, the holding company has nominated Shri Santanu Mukherjee [having DIN: 10895834] vice Shri Alin Roy Choudhury [having DIN: 10489550] w.e.f. 28th February, 2026.

The Board placed on record its appreciation for their valuable contribution and guidance & support given by Shri Alin Roy Choudhury during his tenure as Director of the Company.

As on 31st March, 2026, total number of Director is four (4) including Chairman, nominated by IRCON. Details of Directors are as follows:

Category, Name & Designation	DIN	Appointment or cessation (during the year, if any)
Shri Surender Singh Chairman	09214484	Appointed as Director w.e.f. 01 st May, 2025
Shri Ajay Pal Singh Director	07315969	Appointed as Additional Director w.e.f. 01 st November, 2025
Shri Masood Ahmad Director	09008553	Appointed as Director w.e.f. 24 th December, 2020
Shri Santanu Mukherjee Director	10895834	Appointment as Director w.e.f. 28 th February, 2026

Shri Santanu Mukherjee was nominated by IRCON as Additional Part-time Director of the Company w.e.f. 28th February, 2026, who hold office upto the date of the ensuing Annual General Meeting. The Company has received a notice under section 160 of the Companies Act, 2013 from Shri Santanu Mukherjee giving their candidatures 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 ensuring AGM.

In accordance with the provisions of Section 152(6) the Companies Act, 2013, Shri Masood Ahmad shall retire by rotation at the Annual General Meeting of your Company and being eligible, offers himself for re-appointment. The Board of Directors recommends his reappointment 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 Key Managerial Personnel (KMP) of the Company during the Financial Year 2025-26 are as follows:

Category, Name & Designation	Designation	Date of Appointment	Date of Cessation
Shri Sanjay Kumar Singh	Chief Executive Officer	18.08.2025	20.11.2025
Ms. Yamini Sahib	Chief Financial Officer	22.04.2024	-

8. **Board Meetings:**

During the Financial Year 2025-26, the Board met six (6) times on 29th April, 2025, 28th July, 2025, 19th August, 2025, 30th October, 2025, 30th January, 2026 and 05th February, 2026. The interval between the Board Meetings was within the period prescribed under the Companies Act, 2013. The attendance details of the Board Meetings are as follows:

Date of The Meeting	Board Strength	No. of Directors Present
29 th April, 2025	4	4
28 th July, 2025	4	4
19 th August, 2025	4	4
30 th October, 2025	4	3
30 th January, 2026	4	4
05 th February, 2026	4	2

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

Name of Directors	Meeting Date						Whether attended last AGM held on 29.08.2025	Total Meetings held during the tenure	No. of Meetings attended	% of Attendance
	29.04.2025	28.07.2025	19.08.2025	30.10.2025	30.01.2026	05.02.2026				
Shri Yogesh Misra	✓	✓	✓	✓	NA	NA	Yes	4	4	100
Shri Surender Singh	✓	✓	✓	✓	✓	-	Yes	6	5	83.33
Shri Ajay Pal Singh	NA	NA	NA	NA	✓	✓	NA	2	2	100
Shri Masood Ahmad	✓	✓	✓	-	✓	-	Yes	6	4	66.66
Shri Alin Roy Choudhury	✓	✓	✓	✓	✓	✓	Yes	6	6	100
Shri Santanu Mukherjee (w.e.f. 28.02.2026)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

9. **INDEPENDENT DIRECTORS & BOARD COMMITTEES & CORPORATE GOVERNANCE GUIDELINES ISSUED BY DPE:**

In terms of notification dated 5th July 2017 issued by the Ministry of Corporate Affairs (MCA) inter-alia amending rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, an unlisted public company which are wholly-owned subsidiary is exempted from the requirement of appointing Independent Directors on its Board. Also, read with the provision of Section 177(1), 178(1) and rule-6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the requirement of constituting of the Board Committees viz. Audit Committee and Nomination & Remuneration Committee (NRC) is not applicable on such companies.

Further, in terms of Department of Public Enterprises (DPE)'s OM dated July 8-10, 2014 read with OM dated 11th July, 2019, CPSE's constituted as Special Purpose Vehicle (SPV) are exempted from compliance with the DPE Guidelines on Corporate Governance for CPSEs. Hence, Corporate Governance guidelines of DPE are not applicable on IrconGRHL.

IrconGRHL, an unlisted public company and a wholly-owned subsidiary company of IRCON, is, therefore, not required to appoint any Independent Director on its Board and the declaration by the Independent Directors is not applicable on the Company. Further, the constitution of Audit Committee and Nomination & Remuneration Committee of the Board is also not applicable.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) that in the preparation of the annual financial statements for the 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 31st March, 2026 and of the Profit & Loss of the Company for that period ended on that date;
- 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.

11. DIRECTORS' 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 that require any clarification/ explanation.

12. STATUTORY AUDITOR:

M/s V M C A & Associates, Chartered Accountants, New Delhi, had been appointed as Statutory Auditors for the Financial Year 2025-26 vide CAG letter dated 12st September, 2025. They have confirmed by way of written consent and certificate as required under Section 139(1) of the Companies Act, 2013.

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 as **Annexure-3**. CAG vide its letter dated 10th June, 2026 has conveyed not to conduct a supplementary audit of the financial statements for the year ended 31st March, 2026.

13. INTERNAL AUDITOR:

The Board of Directors had appointed M/s. Sunil Singhal and Associates, Cost Accountants as Internal Auditors for the FY 2025-26, to conduct the Internal Audit of the Company in terms of Section 138 of the Companies Act, 2013. During the year under review, M/s. Sunil Singhal and Associates had conducted an internal audit on half-yearly basis and submitted their report to the Board of Directors.

14. COST RECORDS AND COST AUDITOR:

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. The Board of Directors has appointed M/s Pawan Dixit & 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.

15. SECRETARIAL AUDIT REPORT

Pursuant to the provision of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors have re-appointed M/s. A.K. Rastogi & Associates, Company Secretary, as Secretarial Auditor of the Company for the FY 2025-26. The Secretarial Audit Report for FY 2025-26 is placed as **Annexure-2** do not contain any adverse observations and forms part of this Report.

16. 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.

17. 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 – 1**".

18. 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 that affect the financial position of the Company between the end of the financial year and the date of this report except as mentioned in this Annual Report.

19. 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: - Not applicable

- i. the efforts made towards technology absorption;
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution;
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)
 - 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.

C. Foreign exchange earnings and Outgo: - Not applicable

- i Foreign Exchange Earned
- ii Foreign Exchange Outgo

20. RISK MANAGEMENT:

In the opinion of the Board, presently the Company does not foresee any major threat/risk to the business of the Company.

21. CREDIT RATING:

During the FY 2025-26, Infomerics Valuation and Rating Limited has provided IVR AAA (Stable) rating for the long-term bank facilities of Rs.309.68 Crore to your Company.

22. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of section 135 of the Companies Act, with regard to Corporate Social Responsibility (CSR) were not applicable on the Company for FY 2025-26.

23. PARTICULARS OF EMPLOYEES:

As per Notification dated 5th 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.

IIRCONGRHL 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), 2014 as a part of the Directors' Report.

24. CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of business of the company during the period under review.

25. PUBLIC DEPOSITS:

During the year under review, your Company has not invited any deposits from its members pursuant to the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

26. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Adequate internal financial controls are exercised in the Company, keeping in view the size of operations of the Company. The Company is following all the applicable Accounting Standards for properly maintaining the books of account and reporting in the financial statements. The Company has appointed an independent firm of Cost Accountants as Internal Auditors to ensure that the Company's systems and practices are designed with adequate internal controls to match the size and nature of operations of the Company. The Internal Auditors conduct a half yearly audit and review, covering all areas of operation. The Reports of the Auditors are placed before the Board of Directors for discussion and necessary action.

27. 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 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.

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

In compliance of the government guidelines, Company has onboarded on all five (5) operational TReDS platforms during the FY 2025-26.

Details of the onboarding on TReDS platforms are as under:

Platforms	Date
RXIL	02.07.2022
M1xchange	27.03.2026
DTX	22.01.2026
C2treds	28.02.2026
INVOICEMART	23.02.2026

29. 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 Complaints 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 Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Further, the desired details are as follows:

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

30. STATEMENT ON MATERNITY BENEFIT COMPLIANCE

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

31. 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 Gurgaon Rewari Highway Limited (IrconGRHL)
Address: Ircon International Limited,
C-4, District Centre, Saket, New Delhi- 110017
Phone No.: +91 -9560595062, Email id: masood.ahmad@ircon.org

32. RIGHT TO INFORMATION:

No application under Right to Information Act, 2005 was received by your company during the FY 2025-26, however, general RTI applications transferred from DPE were duly replied during the FY 2025-26, if any.

33. PERFORMANCE EVALUATION OF BOARD MEMBERS:

Pursuant to the notification of the Ministry of Corporate Affairs dated 5th June, 2015, sub-section (2), (3) & (4) of Section 178 of the Companies Act, 2013 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.

34. SECRETARIAL STANDARDS

During the period under review, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

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

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

36. ACKNOWLEDGEMENT:

We thank Ircon International Limited, the Ministry of Road Transport and Highways (MORTH) National Highway Authority of India (NHAI), various other Government Agencies, Banks, the Comptroller & Auditor General of India (C&AG) and Statutory 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 review. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

**For and on behalf of
Ircon Gurgaon Rewari Highway Limited**

**Sd/-
(Surender Singh)
Chairman
DIN: 09214484**

**Date: 28.07.2026
Place: New Delhi**

ANNEXURE - 1

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 the third proviso thereto during the period from 1st 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**

S. No.	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.	EPC Agreement (For Appointing Ircon International Limited as EPC Contractor for execution of project works of "upgrading of Gurgaon-Pataudi-Rewari section of NH-352W from km 43.87 (design length 46.11 km)"	Estimated Duration 730 days (Period for Construction by EPC Contractor)	The Contract has been awarded to IRCON for consideration of ₹606.054 Crore exclusive GST @ 12%.	3 rd Board Meeting held on 26 th February, 2021	NIL (As on Date)
2.	Lease Agreement (To take on lease the Office Premises of IRCON)	(1 st April, 2025 to 31 st March, 2027)	Lease Agreement executed on 30 th April, 2025 for rent @ ₹25,695/- p.m. plus GST	26 th Board Meeting held on 28 th July, 2025	NIL (As on Date)

Note:

Apart from above said transactions, IRCON (holding company) has deputed its employee i.e. Chief Executive Officer, Chief Financial Officer, Company Secretary to IrconGRHL and the salary, benefits (like PF, GIS, pension, related payments etc.) and other miscellaneous payment in nature if 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
Ircon Gurgaon Rewari Highway Limited**

**Sd/-
(Surender Singh)
Chairman
DIN: 09214484**

**Date: 28.07.2026
Place: New Delhi**



A.K. RASTOGI & ASSOCIATES
Company Secretaries

R-13/69,RAJNAGAR
GHAZIABAD-201002 (U.P.)
Mob:9650990414/9650990614
anilrastogi3609@gmail.com,
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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]*

The Members,
IRCON GURGAON REWARI HIGHWAY LIMITED
Plot C-4, District Centre Saket,
Delhi- 110017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate Practices by **IRCON GURGAON REWARI HIGHWAY LIMITED (CIN:U45309DL2020GOI374941)** hereinafter called the 'Company' for the financial year ended on **31st March 2026**. 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** (Audit period) 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 to the Company during the audit period)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; - **(Applicable to the Extent to Unlisted Company);**
- (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 to the Company during the audit period)**

- (v) The following Regulations and Guidelines prescribed under the **Securities and Exchange Board of India Act, 1992 ('SEBI Act')** are **not applicable** to the company as the shares of the company are not listed with stock exchanges during audit period:
- (a) SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (e) The Securities and Exchange Board of India (Shares based employee Benefits and Sweat Equity) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2008;
 - (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;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (j) Other laws applicable specifically to the Company viz.
 1. Building and other construction workers (Regulation of Employment and conditions of service) Central Rules, 1998.

We further report that Compliances/ processes/ systems under other specific applicable laws (as applicable to the industry) are being relied on the basis of periodical certificate under internal compliance system submitted to the Board of Directors of the Company.

The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by the statutory auditor and the other designated professionals.

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

- (i) Secretarial Standards as amended from time to time issued by The Institute of Company Secretaries of India with respect to Board and General Meeting.
- (ii) DPE Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issued by the Department of Public Enterprises vide their OM No. 18(8)/2005-GM dated 14th May 2010.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- 1. The Company being a wholly owned subsidiary of Ircon International Limited is exempted from the requirement of having Independent Directors vide Notification No. GSR 839(E) dated 5th July 2017 issued by the Ministry of Corporate Affairs, hence the Company is not required to have Independent Directors on its Board.***

2. *The Company being a wholly owned subsidiary and an unlisted public company of Ircon International Limited is exempted from constitution of the Board Committees viz. Audit Committee and Nomination & Remuneration Committee (NRC) as per Section 177(1), 178(1) of the Companies Act 2013.*

We further report that:

The Board of Directors of the Company was duly constituted with Non - Executive Directors for the Financial Year 2025-2026 as nominated by the Promoter Company viz. IRCON INTERNATIONAL LIMITED, as per the Articles of Association 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 was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and in some cases at shorter notice, 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.

Majority decisions made in the Board meeting(s) were carried out with the consent of requisite Directors/ Members present during the meeting and dissent/ abstinence, if any, have been duly recorded/ incorporated in the respective Minutes.

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 the company had no major events/ action bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: Ghaziabad

Date: 23/07/2026

For A.K. Rastogi & Associates
Company Secretaries
ICSI Unique code No. P2025UP104900
Peer Review Certificate No. 8162/2026
CHHAVI Digitally signed
JAIN by CHHAVI JAIN
Date: 2026.07.23
12:38:06 +05'30'
(Chhavi Jain)
PARTNER
Mem. No.: A52081
COP No.: 28457
UDIN: A052081H000919959

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

**The Members,
IRCON GURGAON REWARI HIGHWAY LIMITED
Plot C-4, District Centre Saket,
South Delhi- 110017**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our 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.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations 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.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Place: Ghaziabad
Date: 23/07/2026**

**For A.K. Rastogi & Associates
Company Secretaries
ICSI Unique code No. P2025UP104900
Peer Review Certificate No. 8162/2026**
CHHAVI Digitally signed
by CHHAVI JAIN
Date: 2026.07.23
12:38:22 +05'30'
JAIN
**(Chhavi Jain)
PARTNER
Mem. No.: A52081
COP No.: 28457
UDIN: A052081H000919959**



V M C A & Associates

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To
THE MEMBERS OF
IRCON GURGAON REWARI HIGHWAY LIMITED

NEW DELHI

Report on the Audit of Standalone IndAS Financial Statements

Opinion

We have audited the accompanying Standalone IndAS Financial Statements of Ircon Gurgaon Rewari Highway Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss (including Other Comprehensive Incomes), Statement of Changes in Equity, and Statement of Cash Flow for the year then ended, and notes to the Standalone IndAS Financial Statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of 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 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the standalone IndAS financial statements under the provisions of the Act 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 we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information other than the Standalone IndAS 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 Board's Report including annexures to the Board's Report, and Corporate Governance Report but does not include the standalone financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this Auditor's report.

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Ph: +91-12- 04216247 email: admin@vmca.net, website: www.vmca.net

Firm Registration Number: 015546C





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Our opinion on the Standalone financial statements does not cover the other information and we will 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone IndAS financial statements or our knowledge obtained in the 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 for the Standalone IndAS financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Act with respect to the preparation of these standalone IndAS financial statements that give a true and fair view of the financial position, financial performance, total 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 (IndAS) specified under Section 133 of the Act.

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

In preparing the IndAS financial statements, management of the company 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone IndAS financial statements

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





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

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





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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, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow 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 prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015.
 - e) The provisions of Section 164(2) of the Companies Act, 2013 are not applicable to the company being a government company.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Company does not have any pending litigations which would have a material impact on financial statements.
 - 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.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.





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- The Management has represented that, to the best of its knowledge and belief, other than those disclosed in notes to accounts: -
 - (i) 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;
 - (ii) 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;
 - (iii) 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 (i) and (ii) above, contain any material misstatement.
- No dividend is declared or paid by the Company during the current financial year.
- (h) Based on our examination, which included test checks, the Company has used accounting software, during the current financial year, for maintaining its books of accounts, which have a feature of recording audit trail facility and the same has been operated throughout the year for all transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tempered with. Additionally, the audit trail has been preserved by the company as per statutory requirements for record retention.
- (i) As per notification no. GSR 463(E) dated 05.06.2015 issued by Ministry of Corporate Affairs, Government of India, Section 197 of the Companies Act, 2013 is not applicable to the Government Companies.





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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:

Sl.	Directions	Auditor's Replies
(i)	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 with applicable regulations, reporting any material deviations or misstatements.	The Company does not maintain any Trusts for post-retirement benefits of its employees on deputation to IGRHL, 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 not separately invested. Since the Post Retirement Benefit funds are maintained and invested by the holding company for all employees deputed to IGRHL, hence the requirement of the direction dealt by the holding company.
(ii)	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 implications 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.





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Sl.	Directions	Auditor's Replies
(iii)	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.
(iv)	Whether the Company has identified the key Risk areas? If yes, whether 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?	The Company has identified its key risk 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.





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Sl.	Directions	Auditor's Replies
(v)	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 **V.M.C.A. & Associates**
Chartered Accountants
Firm Regn. No.: 015546C

Rahul Chachan

Partner

Membership No.: 422749



UDIN: 26422749KZHF8953

Place: Noida

Date: 05.05.2026



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ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE INDAS FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED MARCH 31ST 2026

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

- (i) (a) 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 Asset during the year ended March 31, 2026 and accordingly this clause is not applicable.
- (b) The Company has a regular program of physical verification of its Property, Plant, and Equipment by which all Property, Plant, and Equipment are verified. In accordance with this program, Property, Plant and Equipment were physically verified by the management during the year. According to the information and explanation given to us, no material discrepancies have been noticed on such verification.
- (c) The Company does not have any immovable property during the year hence reporting under this clause is not applicable to the Company.
- (d) According to the information and explanation given to us the Company has not revalued its Property, Plant & Equipment during the year. Accordingly, the provision of clause 3(i)(d) of the Order are not applicable.
- (e) There are no proceedings which have been initiated or are pending against the Company for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 and rules made thereunder.
- (ii) (a) The Company does not have any inventory.
- (b) The Company has not been sanctioned working capital limits from banks or financial institutions at any point of time during the year.
- (iii) During the year, the Company has not made investments in / provided any guarantee or security or granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership, or other parties. However, the Company has given advances to its Contractors in accordance with the terms of contract and recoveries are being made from the bills as per the terms of contracts. Accordingly, the requirement of clause (iii) (a), (b), (c), (d), (e) and (f) of the Companies (Auditors' Report) Order, 2020 is not applicable.
- (iv) The Company has not granted any loans, made investments, provided guarantees and security referred to in Section 185 and 186 of the Companies Act, 2013.
- (v) The Company has not accepted any deposits from the public.

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Firm Registration Number: 015546C





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- (vi) The maintenance of cost records has been specified by the Central Government under sub-Section (1) of Section 148 of the Companies Act. We have broadly reviewed the records and are of the opinion that prima face, the prescribed accounts and records have been made and maintained by the company. However, we are neither required to carry out nor have carry out any detailed examination of such accounts and records.
- (vii) (a) According to the records, information and explanations provided to us in respect of statutory dues, the Company is generally regular in depositing with respective authorities undisputed statutory dues including Goods and Services Tax, Provident Fund, Income Tax, Duty of Customs, Cess and any other statutory dues as applicable to it with the appropriate authorities and no undisputed amounts payable were outstanding as at March 31st, 2026 for a period of more than six months from the date they became payable. Employees' State Insurance is not applicable to the Company.
- (b) According to the information and explanation provided to us, there are no disputed statutory dues in respect of sub clause (a) above, which have not been deposited.
- (viii) According to the information and explanation provide to us, there are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans and other borrowings or in the payment of interest thereon to any lender 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 loans were obtained.
- (d) On an overall examination of the financial statements of the Company has not raised any short-term funds during the year and hence reporting under clause 3(ix) (d) of the order is not applicable.
- (e) On an overall examination of the financial statements, 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 any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.

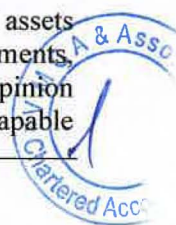




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- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xi)(a) According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) No report under subsection (12) of Section 143 of the Companies Act, 2013 has been filed by the Auditors in form ADT-4 as prescribed under Rule 13 of the Companies (Auditors) Rules, 2014 with the Central Government.
- (c) During the year the company did not receive any complaints from Whistle- blower.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and the details have been disclosed in the standalone IndAS financial statements etc., as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) Reports from the internal auditors for the period under audit were considered by us.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with its directors. Hence, provision of Section 192 of the Act is not applicable to the company.
- (xvi) The Company is not a Non-Banking Financial company & Core Investment company, hence registration under Section 45-IA of the Reserve Bank of India Act, 1934 is not required. Accordingly, the requirement of clause (xvi) (a), (b), (c), (d) of the Companies (Auditor's Report) Order, 2020 is not applicable.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) During the year there has not been any resignation of the statutory auditors.
- (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, we make an opinion that no material uncertainty exists as on the date of the audit report that company is capable





V M C A & Associates

Chartered Accountants

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 the 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 fell due.

(xx) (a) According to the information and explanations given to us and based on our examination of the books, there is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a fund specified in Schedule VII to the Companies Act with second proviso to sub-section (5) of section 135 of the said Act.

(b) According to the information and explanations given to us, there is no unspent amount towards Corporate Social Responsibility (CSR) on any ongoing projects requiring a transfer to a special account in compliance with the provision of sub-section (6) of section 135 of the said Act

(xxi) The report under Clause 3(xxi) of the order is not applicable in respect of the standalone financial statements of the Company.

For V.M.C.A. & Associates

Chartered Accountants

Firm Regn. No.: 015546C

Rahul Chachan

Partner

Membership No.: 422749



UDIN: 26422749KZHFEB953

Place: Noida

Date: 05.05.2026

H-69, 1st Floor, SCC Plaza, Sector-63, Noida-201301

Head Office : C-53, Flatted Factory Complex, Jhandewalan, New Delhi - 110055

Ph: +91-12- 04216247 email: admin@vmca.net, website: www.vmca.net

Firm Registration Number: 015546C



V M C A & Associates

Chartered Accountants

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE INDAS FINANCIAL STATEMENTS OF THE COMPANY.

REPORT ON 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 over financial reporting of **Ircon Gurgaon Rewari Highway Limited** as of 31st March 2026 in conjunction with our audit of the standalone IndAS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("the 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 effectiveness of the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor's 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 system over financial reporting.

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Firm Registration Number: 015546C





V M C A & Associates Chartered Accountants

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone IndAS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone IndAS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 and to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial control with reference to financial statements were operating effectively as at 31st March 2026, based on the internal financial control with reference to financial statements criteria established by the Company considering the essential components of such 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 V.M.C.A. & Associates
Chartered Accountants
Firm Regn. No.: 015546C


Rahul Chachan
Partner

Membership No.: 422749



UDIN: 26492749K2HFEW8953

Place: Noida

Date: 05.05.2026

H-69, 1st Floor, SCC Plaza, Sector-63, Noida-201301
Head Office : C-53, Flatted Factory Complex, Jhandewalan, New Delhi - 110055
Ph: +91-12- 04216247 email: admin@vmca.net, website: www.vmca.net
Firm Registration Number: 015546C

Ircon Gurgaon Rewari Highway Limited
CIN:-U45309DL2020GOI374941

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	3	0.38	0.92
	(b) Financial Assets			
	(i) Other Financial Assets	4	25,832.73	21,883.43
	(c) Deferred Tax Assets (net)	5	114.15	-
	(d) Other Non-Current Assets	6	1,665.18	4,757.62
	Total Non-Current Assets		27,612.44	26,641.97
2	Current assets			
	(a) Financial Assets			
	(i) Trade Receivables	7.1	1,513.50	795.65
	(ii) Cash and Cash Equivalents	7.2	6.58	1,607.38
	(iii) Bank Balances other than (ii) above	7.3	818.00	341.00
	(iv) Other Financial Assets	7.4	10,884.91	5,184.39
	(b) Current Tax Assets (Net)	8	278.27	59.42
	(c) Other Current Assets	9	7,261.97	2,824.95
	Total Current Assets		20,763.23	10,812.79
	TOTAL ASSETS		48,375.67	37,454.76
II.	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	10	5.00	5.00
	(b) Instruments entirely equity in nature	11.1	11,418.00	8,835.00
	(c) Other Equity	11.2	771.61	1,112.47
	Total Equity		12,194.61	9,952.47
2	Liabilities			
	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	12	25,433.20	19,651.20
	(b) Provisions	13	-	-
	(c) Deferred Tax Liabilities (net)	5	-	0.05
	Total Non-Current Liabilities		25,433.20	19,651.25
3	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	14	138.00	-
	(ii) Trade Payables			
	- total outstanding dues of micro enterprises and small enterprises	15.1	2.18	2.64
	- total outstanding dues of creditors other than of micro enterprises and small enterprises	15.1	4,603.89	1,819.90
	(iii) Other Financial Liabilities	15.2	1,183.68	1,801.82
	(b) Other Current Liabilities	16	4,818.66	4,226.68
	(c) Provisions	13	1.45	-
	(d) Current Tax Liabilities (Net)	17	-	-
	Total Current Liabilities		10,747.86	7,851.04
	TOTAL EQUITY AND LIABILITIES		48,375.67	37,454.76

Summary of material accounting policies information

Notes to Financial Statements

As per our report of even date

V M C A & Associates

ICAI Firm Registration No. : 015546C

Chartered Accountants

CA Rahul Chachan
Partner

ICAI Membership No. : 422749

UDIN: 26422749KZHF EW8953

Place: Noida

Date: 05.05.2026



2
1 to 44

For and on behalf of the Board of Directors
Ircon Gurgaon Rewari Highway Limited

Santanu Mukherjee
Director
(DIN:-10895834)

Vamini Sahib
(Chief Finance Officer)

Masood Ahmed
Director
(DIN:-09008553)

Place: New Delhi
Date: 05.05.2026



Ircon Gurgaon Rewari Highway Limited
CIN:-U45309DL2020GOI374941
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 31.03.2026	For the year ended 31.03.2025
Income			
Revenue from operations	18.1	20,162.77	11,789.12
Other income	18.2	24.33	409.90
Total Income (A)		20,187.10	12,199.02
Expenses			
Project Expenses	19	18,379.96	9,836.68
Employee benefits expenses	20	92.92	130.96
Finance Cost	21	2,152.56	1,755.35
Depreciation and amortization expenses	3	0.33	0.31
Other expenses	22	16.39	29.13
Total expenses (B)		20,642.16	11,752.43
Profit/(Loss) before tax (A-B)		(455.06)	446.59
Tax expenses	5		
Current tax		-	113.94
Tax adjustment of earlier years		-	1.21
Deferred tax (net)		(114.20)	0.31
		(114.20)	115.46
Profit/(Loss) for the year		(340.86)	331.13
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		(340.86)	331.13
Earnings per equity share (Face Value Per Equity Share Rs. 10)	26		
Basic (In Rs.)		(681.72)	662.26
Diluted (In Rs.)		(681.72)	662.26

Summary of material accounting policies information
2
Notes to Financial Statements
1 to 44
As per our report of even date
V M C A & Associates
ICAI Firm Registration No. : 015546C
Chartered Accountants
CA Rahul Chachan
Partner
ICAI Membership No. : 422749
UDIN: 26422749 KZ HFEW8953

For and on behalf of the Board of Directors
Ircon Gurgaon Rewari Highway Limited
Santanu Mukherjee
Director
(DIN:-10895834)
Yamini Sahib
(Chief Finance Officer)
Masood Ahmed
Director
(DIN:-09008553)
Place: Noida
Date: 05.05.2026
Place: New Delhi
Date: 05.05.2026


Ircon Gurgaon Rewari Highway Limited
CIN:-U45309DL2020GOI374941
Statement of Cash Flow Statement for the year ended 31st March 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars		For the year ended 31.03.2026	For the year ended 31.03.2025
A. Cash flow from operating activities			
Profit before tax		(455.06)	446.59
Adjustments for:			
Depreciation/Amortization		0.33	0.31
Interest Income		(24.30)	(403.33)
Interest Expenses		2,152.56	1,755.35
Operating profit before working capital changes		1,673.53	1,798.92
Movements in working capital:			
Increase/(decrease) in other current financial liabilities		(741.23)	835.35
Increase/(decrease) in current trade payables		2,783.53	(709.74)
Increase/(decrease) in other current liability		591.98	1,963.72
Increase/(decrease) in current provisions		1.45	-
Decrease/(increase) in trade receivables		(717.84)	667.09
Decrease/(increase) in Loans & current financial assets		(5,704.87)	(4,092.53)
Decrease/(increase) in other non-current financial assets		(3,949.31)	(2,564.69)
Decrease/(increase) in other current & non current assets		(1,344.58)	(3,138.21)
Cash Generated from Operation		(7,407.34)	(5,240.09)
Less: Income Tax (Paid)/refund		(218.85)	(75.74)
Net cash flow from/(used in) operating activities	(A)	(7,626.19)	(5,315.83)
B. Cash flows from investing activities			
Purchase of PPE		(0.69)	(0.80)
Sale of PPE		0.90	-
Interest Income		28.65	397.61
Flexi deposit created		(477.00)	(341.00)
Net cash flow from/(used in) investing activities	(B)	(448.14)	55.81
C. Cash flow from financing activities			
Proceeds from borrowing		5,920.00	-
Interest expenses on Borrowings & mobilisation advance		(2,029.47)	(1,755.35)
Interest free loan From Ircon International Limited as quasi capital		2,583.00	-
Net cash flow from/(used in) in financing activities	(C)	6,473.53	(1,755.35)
Net increase/(decrease) in cash and cash equivalents	(A + B + C)	(1,600.80)	(7,015.37)
Cash and cash equivalents at the beginning of the period		1,607.38	8,622.75
Closing cash and cash equivalents		6.58	1,607.38

Notes:

- Figures in brackets indicate cash outflow.
- 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.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Statement of Cash Flows:

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	6.58	7.38
- Deposit with original maturity of less than 3 months	-	1,600.00
Total cash and cash equivalents as per Balance Sheet and Statement of Cash Flows	6.58	1,607.38

***Earmarked Fund**


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

Particulars	Loan From IOB	Interest on Loan from IOB
Opening balances	19,651.20	-
Cash flows:		
- Repayments	-	(2,013.14)
- Proceeds	5,920.00	-
- Interest Expense	-	2,013.14
Closing balances	25,571.20	-

Reconciliation of Liabilities arising from financing activities as on 31.03.2025

Particulars	Loan From IOB	Interest on Loan from IOB
Opening balances	19,651.20	-
Cash flows:		
- Repayments	-	(1,677.29)
- Proceeds	-	-
- Interest Expense	-	1,677.29
Closing balances	19,651.20	-

Notes:

- Figures in brackets indicate cash outflow.
- 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.

Summary of material accounting policies information Notes to Financial Statements

2
1 to 44

As per our report of even date
V M C A & Associates
ICAI Firm Registration No. : 015546C
Chartered Accountants

CA Rahul Chachan
Partner
ICAI Membership No. : 422749
UDIN: 26422749KZHFEBW8953



For and on behalf of the Board of Directors
Irocon Gurgaon Rewari Highway Limited

Santanu Mukherjee
Santanu Mukherjee
Director
(DIN:-10895834)

Yamini Sahib
Yamini Sahib
(Chief Finance Officer)

Masood Ahmed
Masood Ahmed
Director
(DIN:-09008553)

Place: Noida
Date: 05.05.2026

Place: New Delhi
Date: 05.05.2026



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****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	5.00
Changes in equity share capital during the year	-
Balance as at 31st March 2025	5.00
Balance as at 01st April, 2025	5.00
Changes in equity share capital during the year	-
Balance as at 31st March 2026	5.00

(b) Instruments entirely equity in nature

Particulars	Amount
Balance as at 01st April, 2024	8,835.00
Changes in Instruments during the year	-
Balance as at 31st March 2025	8,835.00
Balance as at 01st April, 2025	8,835.00
Changes in Instruments during the year	2,583.00
Balance as at 31st March 2026	11,418.00

(c) Other Equity

Particulars	Reserves & Surplus	Other Comprehensive	Total
	Retained Earnings	Income	
Balance as at 01st April, 2024	781.34	-	781.34
Profit/(Loss) for the year	331.13	-	331.13
Other Comprehensive income	-	-	-
Total Comprehensive Income for the year	331.13	-	331.13
Balance as at 31st March 2025	1,112.47	-	1,112.47
Balance as at 01st April, 2025	1,112.47	-	1,112.47
Profit/(Loss) for the year	(340.86)	-	(340.86)
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	(340.86)	-	(340.86)
Balance as at 31st March 2026	771.61	-	771.61

Summary of material accounting policies information
Notes to Financial Statements2
1 to 44

As per our report of even date

V M C A & Associates

ICAI Firm Registration No. : 013548C

Chartered Accountants

CA Rahul Chachan

Partner

ICAI Membership No. : 422749

UDIN: 26422749KZHFEB953

For and on behalf of the Board of Directors
Ircon Gurgaon Rewari Highway Limited

Santanu Mukherjee

Director

(DIN:-10895834)

Masood Ahmed

Director

(DIN:-09008553)

Yamini Sahib
(Chief Finance Officer)

Place: Noida

Date: 05.05.2026

Place: New Delhi

Date: 05.05.2026



Ircon Gurgaon Rewari Highway Limited
Notes to financial statements for the year ended March 31, 2026

1. Corporate Information

Ircon Gurgaon Rewari highway Limited (IrconGRHL) is a wholly owned subsidiary of Ircon International Limited (IRCON), public sector construction company domiciled in India. IrconGRHL (CIN U45309DL2020GOI374941) 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 of Gurgaon-Pataudi-Rewari section of NH-352 from Km 0.00 to Km 43.87 (design length 46.11Km) as feeder route on Hybrid annuity mode under Bharatmala Pariyojna in the State of Haryana" in accordance with the terms and conditions in the Concession Agreement by National Highway Authority of India (NHAI). In pursuant to the provisions of "Request for Proposal", the selected bidder 'IRCON' has formed a Special Purpose Vehicle (SPV) named Ircon Gurgaon Rewari Highway limited as wholly owned subsidiary of IRCON, incorporated on 24.12.2020. Accordingly, IrconGRHL has signed the Concession Agreement with NHAI on 20.01.2021 for the project value amounting to Rs 900 Crore. The Concession period is 730 days commencing from Appointed Date i.e. 24.11. 2021. Additional works as change of scope for a value of Rs.282.69 crores has been awarded by NHAI & has accorded approval of EOT up to 31.12.2025. The Independent Engineer has recommended the extension of COD till 31.05.2026. The registered office of the company is located at C-4, District Centre, Saket, and New Delhi 110017.

The presentation and functional currency of the company is Indian Rupees (INR). Figures in financial statements are presented in lakh, by rounding off up to two decimals except for per share data and as otherwise stated.

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

2. Material accounting policies

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.



Ircon Gurgaon Rewari Highway Limited
Notes to financial statements for the year ended March 31, 2026

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.

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 or liabilities are classified as non-current assets or liabilities.

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 recognized 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 values 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).

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.



Ircon Gurgaon Rewari Highway Limited
Notes to financial statements for the year ended March 31, 2026

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.

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 recognized 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 recognized as revenue, or as a reduction of revenue, in the period in which the transaction price changes.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to the existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch-up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if additional services are priced at the standalone selling price, or as a termination of existing contract and creation of a new contract if not priced at the standalone selling price.



Ircon Gurgaon Rewari Highway Limited
Notes to financial statements for the year ended March 31, 2026

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 recognized 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 recognized 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 therefore measure them subsequently at amortized 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 recognized when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognized 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 recognize 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.

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 capitalization as part of qualifying assets as per Ind AS 23.



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Notes to financial statements for the year ended March 31, 2026

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.

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. Unrecognized 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.

2.2.7. Material Accounting Policy
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 includes 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.



Ircon Gurgaon Rewari Highway Limited
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The company's liability with respect to the long term employee benefit for employees on deputation from holding company 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.

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.

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.

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



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Notes to financial statements for the year ended March 31, 2026

The company has elected not to recognize 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.

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 recognized 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:

Financial assets at amortized 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 amortized 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 recognizing impairment loss on financial assets measured at amortized 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) De- recognition 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 de-recognition under Ind AS 109.

The difference between the carrying amount and the amount of consideration received / receivable is recognized in the statement of profit and loss.

ii. Financial liabilities



Ircon Gurgaon Rewari Highway Limited
Notes to financial statements for the year ended March 31, 2026

a) Initial recognition and measurement

All financial liabilities are recognized 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 amortized cost using the EIR (Effective Interest Rate) method. Amortized 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 amortization 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.

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.

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.

2.2.14. Prior Period Adjustment



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Notes to financial statements for the year ended March 31, 2026

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.

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.

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.



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Notes to financial statements for the year ended March 31, 2026

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. Impairment of non-financial assets

The entity assesses at each reporting date whether there is an indication that an asset may be impaired. Determining the recoverable amount of the assets is judgmental and involves the use of significant estimates and assumptions. The estimates are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and do not reflect unanticipated events and circumstances that may occur.

vi. Revenue recognition

The company's revenue recognition policy, which is set out in Note 2.2.4, 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 losses
- 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.



3 Property, Plant and Equipment

Particulars	Furniture & Fixtures	Office Equipments	Computers	Total
Gross Carrying Amount (At Cost)				
As at 01st April 2024	-	-	0.50	0.50
Additions	-	-	0.80	0.80
Disposals/Adjustments	-	-	-	-
Transfer to Asset held for sale	-	-	-	-
Exchange Gain/ Loss	-	-	-	-
As at 31st March 2025	-	-	1.30	1.30
As at 01st April 2025	-	-	1.30	1.30
Additions	0.55	0.14	-	0.69
Disposals/Adjustments	0.55	0.14	0.51	1.20
Transfer to Asset held for sale	-	-	-	-
Exchange Gain/ Loss	-	-	-	-
As at 31st March 2026	-	-	0.79	0.79
Depreciation and Impairment				
As at 01st April 2024	-	-	0.07	0.07
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 2025	-	-	0.38	0.38
As at 01st April 2025	-	-	0.38	0.38
Depreciation charge for the year	0.03	0.02	0.28	0.33
Impairment	-	-	-	-
Disposals/Adjustments	0.03	0.02	0.25	0.30
Transfer to Asset held for sale	-	-	-	-
Exchange Gain/ Loss	-	-	-	-
As at 31st March 2026	-	0.00	0.41	0.41
Net book value				
As at 31st March 2026	-	(0.00)	0.38	0.38
As at 31st March 2025	-	-	0.92	0.92

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 as per Schedule II (in years)
Furniture & Fixtures	10
Office Equipments	5
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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4 Other Financial Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Contract Assets		
-receivable under SCA	25,832.73	21,883.43
Total	25,832.73	21,883.43

5 Deferred Tax Assets/Liabilities (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 31.03.2026	For the year ended 31.03.2025
Current income tax		
Current income tax charge	-	113.94
Tax adjustment of earlier years	-	1.21
Deferred tax		
Relating to origination and reversal of temporary differences	(114.20)	0.31
Income tax expense reported in the statement of Profit and Loss	(114.20)	115.46

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

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
1. Accounting Profit/(Loss) before income tax	(455.06)	446.59
2. Corporate tax rate as per Income tax Act, 1961	25.17%	25.17%
3. Tax on accounting profit	-	112.40
4. Adjustments for tax purposes		
A. Non-deductible expenses for tax purposes		
(a) Interest on Statutory dues*	-	0.10
(b) CSR expenses	-	1.75
B. Deductible expenses for tax purposes		
(a) Pre-incorporation expenses*	-	(0.27)
(b) Provision for Gratuity*	-	-
(c) Depreciation impact*	-	(0.04)
C. Earlier year tax adjustment	-	1.21
D. Deferred tax expenses / (income)	(114.20)	0.31
Total effect of tax adjustments	(114.20)	3.06
5. Income tax expense reported in the statement of profit and loss (3+4)	(114.20)	115.46
6. Effective tax rate = 5/1	0.00%	25.85%

* Due to accounting loss during the FY 2025-26, adjustment for tax purposes 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	-	-	0.27	-
Carry forward losses	(113.80)	113.80	-	-
Provision for Gratuity	(0.37)	0.37	-	-
Difference between Book depreciation and Tax depreciation	(0.03)	(0.02)	0.04	(0.05)
Net deferred tax Assets/(Liabilities)	(114.20)	114.15	0.31	(0.05)

D) Reflected in the Balance Sheet as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred tax assets	114.17	-
Deferred tax liabilities	(0.02)	(0.05)
Deferred Tax Assets/(Liabilities) (Net)	114.15	(0.05)

E) Reconciliation of deferred tax Assets/(Liabilities):
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	-	-	-	-
Carry forward losses	-	113.80	-	113.80
Provision for Gratuity	-	0.37	-	0.37
Difference between Book depreciation and Tax depreciation	(0.05)	0.03	-	(0.02)
Net deferred tax Assets/(Liabilities)	(0.05)	114.20	-	114.15

As at 31.03.2025

Particulars	Balance As at 1st April 2024 (Net)	Recognised in Statement of Profit and Loss	Recognised in OCI	Balance As at 31st March 2025 (Net)
Pre-incorporation expense	0.27	(0.27)	-	-
Carry forward losses	-	-	-	-
Provision for Gratuity	-	-	-	-
Difference between Book depreciation and Tax depreciation	(0.01)	(0.04)	-	(0.05)
Net deferred tax Assets/(Liabilities)	0.26	(0.31)	-	(0.05)



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6 Other Non-Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Others		
- Balance with Government Authorities (GST Input)	1,665.18	4,757.62
Total	1,665.18	4,757.62

7.1 Trade Receivables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured considered good	-	-
Unsecured considered good	1,513.50	795.65
Trade receivables which have significant increase in credit risk	-	-
Trade receivables-credit impaired	-	-
	1,513.50	795.65
Less: Impairment allowance for doubtful trade receivables	-	-
Total	1,513.50	795.65

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	-	-	1,513.50	-	-	-	-	1,513.50
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	-	-	-	-	-	-	-	-
	-	-	1,513.50	-	-	-	-	1,513.50
Less: Impairment Allowance	-	-	-	-	-	-	-	-
Total	-	-	1,513.50	-	-	-	-	1,513.50



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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					1,513.50
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	-	-	734.35	-	61.30	-	-	795.65
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	-	-	-	-	-	-	-	-
	-	-	734.35	-	61.30	-	-	795.65
Less: Impairment Allowance	-	-	-	-	-	-	-	-
Total	-	-	734.35	-	61.30	-	-	795.65

7.2 Cash and Cash Equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks:		
Earmarked Funds*		
- In current accounts*	5.43	5.59
- In Escrow accounts*	1.15	1.79
- Deposits with original maturity of less than 3 months*	-	1,600.00
Total	6.58	1,607.38

*Earmarked funds are restricted primarily on account of balance held for use in project as required in the Service Concession Agreement entered by the company with the National Highway Authority of India Dated 20.01.2020.

7.3 Bank Balances other than Cash and Cash Equivalent

Particulars	As at 31st March, 2026	As at 31st March, 2025
Other Bank Balances		
Earmarked Funds*		
Deposits with original maturity of more than 3 months but less than 12 months (refer note below)	818.00	341.00
Total	818.00	341.00

*Earmarked funds are restricted primarily on account of balance held for use in project as required in the Service Concession Agreement entered by the company with the National Highway Authority of India Dated 20.01.2020.



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****Notes to financial statements for the year ended 31st March 2026***(All amounts in Indian Rupees Lakhs unless otherwise stated)***7.4 Other Financial Assets**

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Contract Assets:		
- Contract Asset under SCA-Current	10,250.00	3,690.31
- Money Withheld by Client*	630.96	1,485.78
Interest receivable from Bank FDR	3.95	8.30
Total	10,884.91	5,184.39

* As per the management opinion, such amount is recoverable from client.

8 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)	278.27	59.42
Total	278.27	59.42

9 Other Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
(Unsecured and considered good)		
Advances to		
- Contractors (Holding Co)*	2,520.75	2,757.34
Others		
- Balance with Government Authorities (GST Input)	4,724.72	-
- Prepaid Expenses	16.50	67.61
Total	7,261.97	2,824.95

*It includes interest bearing advance @ SBI MCLR+1% of Nil (2024-25 Rs.334.80 Lakh)



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10 Equity Share Capital

Particulars	As at 31st March, 2026	As at 31st March, 2025
Authorised Share Capital 40,00,000 (FY 2024-25: 40,00,000) equity shares of Rs.10/- each	400.00	400.00
Issued, subscribed and fully paid-up shares 50,000 (FY 2024-25: 50000) equity shares of Rs.10/- each	5.00	5.00
Total issued, subscribed and fully paid-up share capital	5.00	5.00

(a) Promoter's shareholding

Particulars	Shares held by Promoter at the end of the year			% change during the year
	Promoter Name	No. of shares	% of total shares	
As at 31st March, 2026	Ircon International Limited	50,000	100%	-
Outstanding at the end of the year		50,000	100%	-
As at 31st March, 2025	Ircon International Limited	50,000	100%	-
Outstanding at the end of the period		50,000	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 period	50,000	5.00	50,000	5.00
Issued during the period	-	-	-	-
Outstanding at the end of the period	50,000	5.00	50,000	5.00

(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 dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****Notes to financial statements for the year ended 31st March 2026***(All amounts in Indian Rupees Lakhs unless otherwise stated)***(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*	50000	100%	50000	100%

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

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of shares.

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

(f) for the period of five years immediately preceding the date as at which the Balance Sheet is prepared:

- (i) No shares have been allotted as fully paid-up pursuant to contract(s) without payment being received in cash.
(ii) No shares have been allotted as fully paid-up by way of bonus shares and,
(iii) No shares have been bought back.

11.1 Instruments entirely equity in nature*

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	8,835.00	8,835.00
Add: Receipt of Quasi Equity	2,583.00	-
Closing Balance	11,418.00	8,835.00

* Quasi Equity (Interest free Loan From Ircon)

i) Nature and Purpose:**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.

11.2 Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Retained Earnings	771.61	1,112.47
Total	771.61	1,112.47



Ircon Gurgaon Rewari Highway Limited

CIN:-U45309DL2020GOI374941

Notes to financial statements for the year ended 31st March 2026

(All amounts in Indian Rupees Lakhs unless otherwise stated)

i) **Movement as per below:**
Retained Earnings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	1,112.47	781.34
Transfer from surplus in statement of profit and loss	(340.86)	331.13
Closing Balance	771.61	1,112.47

ii) **Nature and Purpose:**
Retained Earnings

Retained Earnings represents the undistributed profits of the Company.

12 Borrowings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Term Loan Secured		
From Banks	25,571.20	19,651.20
Less: Current Maturity of long term debt (Refer note no. 14)	138.00	-
Total	25,433.20	19,651.20

* As on the reporting date there is no default in the servicing of the term loan or the interest thereto. Further, the company has registered the charge on its assets with the Registrar of Companies as required under the loan sanction and as per the provisions of Companies Act 2013. Also companies has not required any quarterly return / statements of asset as the same was not required by bank.

Sanctioned Amount:- The limits sanctioned for the project was Rs. 309.68 (in Crores) w.e.f. sanctioned letter received on 12.05.2021 from Indian Overseas Bank out of which amount of Rs. 255.712 Crores (FY 2024-25: 196.512 Crores) are disbursed from the sanctioned amount. As per the revised sanction letter dated 16.01.2026, the limit sanctioned for the project has been reduced to Rs. 275.33 Crores.

Repayment terms: The loan is repayable in 21 structured half yearly instalments in 10.5 years which shall commence after 6 months (moratorium) from the date of Commissioning (COD).

Rate of Interest: Interest rate shall be on one month MCLR (8.30%) +0.15% Spread i.e 8.45% p.a subject to change based on MCLR.

Details of security:

1) Term Loan is backed by unconditional & irrevocable corporate guarantee of the holding company M/s Ircon International Limited

2) The loan is further secured by

a) Exclusive charges by way of hypothecation of all Property, Plant and Equipment/ movable assets of the company

b) Exclusive charge on the project's book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and wherever arising, present and future intangibles, goodwill , uncalled capital (Present and future);

c) Exclusive charge on projects bank account, including but not limited to the escrow account ,where all cash inflows from the project shall be deposited and all proceeds shall be utilised in a manner and priority to be decided by the bank/ investors

d) Assignment of all company's rights and interest under all the agreements related to project, letter of credit(if any), and guarantee and performance bond provided by any party for any contract related to the project in favour of lender.



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****Notes to financial statements for the year ended 31st March 2026***(All amounts in Indian Rupees Lakhs unless otherwise stated)***13 Provisions**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for - Employee benefits	1.45	-
Total	1.45	-
Current	1.45	-
Non Current	-	-

Note: Provision for 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. 24.

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	1.45
Less: Utilisation during the year	-
Less: Writtenback during the year	-
As at 31st March, 2026	1.45
Current	1.45
Non Current	-

14 Borrowings -Current

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured		
Current Maturities of Long term borrowings*	138.00	-
Total	138.00	-

* For detailed terms & conditions refer note no. 12



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****Notes to financial statements for the year ended 31st March 2026***(All amounts in Indian Rupees Lakhs unless otherwise stated)***15.1 Trade Payables**

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Micro, Small and Medium Enterprises	2.18	2.64
(b) Other than Micro, Small and Medium Enterprises		
- Contractor & Suppliers	92.75	0.46
- Related Parties	4,511.14	1,819.44
Total	4,606.07	1,822.54

Notes: -

a) Disclosures as required under Companies Act, 2013 / Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) are provided in Note 36.

b) The Company has recognized expenses for construction of road work services received during the year for which invoices were not received as on the balance sheet date. Based on the terms of engagement and service delivery, a liability of Rs. 86.34 Lakh (PY: Rs. 773.17 Lakh) has been accrued under trade payables as at the reporting date.

Trade payables Ageing Schedule for the year ended as at 31st March 2026 and 31st March 2025

Particulars	Unbilled	Not due	Outstanding for the year ended as at 31st March, 2026 from the due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	2.18	-	-	-	-	-	2.18
Total outstanding dues of creditors other than micro enterprises and small enterprises	84.16	-	4,464.24	55.49	-	-	4,603.89

Particulars	Unbilled	Not due	Outstanding for the year ended as at 31st March, 2025 from the due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	2.64	-	-	-	-	-	2.64
Total outstanding dues of creditors other than micro enterprises and small enterprises	770.53	-	61.30	988.07	-	-	1,819.90



Ircon Gurgaon Rewari Highway Limited
CIN:-U45309DL2020GOI374941
Notes to financial statements for the year ended 31st March 2026
(All amounts in Indian Rupees Lakhs unless otherwise stated)
15.2 Other Financial Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured		
Payable to Holding Company	22.50	35.81
Money withheld of holding company	586.30	1,314.21
Interest payable on mobilisation advance	574.88	451.80
Total	1,183.68	1,801.82

16 Other Current Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract Liabilities		
- Mobilisation advance from client	1,092.65	1,092.65
- Advances from client	3,556.86	2,763.64
Others		
Statutory dues	169.15	363.43
CSR to be Spent on other than Ongoing project	-	6.96
Total	4,818.66	4,226.68

17 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	-	-

18.1 Revenue from operations

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Contract revenue under SCA	20,162.77	11,789.12
Total	20,162.77	11,789.12

18.2 Other Income

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest Income:		
Interest on advances to holding company	1.47	33.04
Interest on FDR	22.83	370.29
Interest on Income tax refund	0.03	6.57
Total	24.33	409.90

19 Project Expenses

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Work Expenses	9,239.96	6,375.59
Insurance expenses	89.28	84.83
Inspection, Geo Technical Investigation & Survey Exp. Etc	98.18	25.80
Other Work Expenses	8,952.54	3,350.46
Total	18,379.96	9,836.68



Ircon Gurgaon Rewari Highway Limited

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Notes to financial statements for the year ended 31st March 2026

(All amounts in Indian Rupees Lakhs unless otherwise stated)

20 Employee benefits expenses

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Salary & Wages*	74.81	106.82
Contribution to Provident and other Funds	5.09	7.43
Retirement Benefits**	11.57	16.71
Provision for Gratuity Contractual employees	1.45	-
Total	92.92	130.96

* Includes salaries paid to employees on Deputation from Holding Company

** Represent reimbursement of Employer Contribution to Provident Fund on Employees under Deputation.

21 Finance Cost

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest Expense		
- Term Loan	2,013.14	1,677.29
- Mobilisation advances	136.76	76.02
Interest on Government Dues	1.26	0.37
Other Borrowing Cost		
-Bank Guarantee and other charges	1.40	1.67
Total	2,152.56	1,755.35

22 Other Expenses

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Printing & Stationary expenses	0.17	0.23
Legal & Professional charges	6.22	11.84
Auditor Remuneration	2.08	1.98
Vehicle Operation and Maintenance	-	0.12
- Office and Others	0.12	0.11
Rent	3.64	4.86
Travelling & Conveyance	0.35	0.16
Bank charges and commission	2.85	2.63
Corporate Social Responsibility (Refer note no 37)	-	6.96
Miscellaneous Expenses	0.96	0.24
Total	16.39	29.13



Ircon Gurgaon Rewari Highway Limited**CIN:-U45309DL2020GOI374941****Notes to financial statements for the year ended 31st March 2026***(All amounts in Indian Rupees Lakhs unless otherwise stated)***(i) Payment to the Auditors**

Particulars	For the year ended	For the year ended
Payment to the auditor's for		
- Statutory Audit Fee	1.10	1.00
- Tax Audit Fee	0.34	0.31
- Fee for Quarterly limited review	0.64	0.55
- Certification	-	0.12
Total	2.08	1.98



23 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 (FY 2024-25: Nil).

24 Employee benefits

Disclosures in compliance with Ind AS 19 "Employee Benefits" are as under:

(i) Employees on nomination/secondment basis

a. The employees in Ircon Gurgaon Rewari Highway Limited are posted on deputation basis from Ircon International Limited (Holding Company).

b. In terms of accounting policy of the Company (Note No. 2.2.7) 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" (Note 20).

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 statements as on March 31, 2026:

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

(Rs. in Lakhs)

Particulars	Gratuity	
	As at 31st March, 2026	As at 31st March, 2025
Defined benefit obligation at the beginning of the period	-	-
Current service cost	0.32	-
Past service cost including curtailment	1.13	-
Gains/Losses	-	-
Interest cost	-	-
Benefits paid	-	-
Actuarial loss / (gain) on obligations	-	-
Defined benefit obligation at the end of the period	1.45	-

ii) Changes in fair value of plan assets

(Rs. in Lakhs)

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:

(Rs. in Lakhs)

Particulars	Gratuity	
	As at 31st March, 2026	As at 31st March, 2025
Fair value of plan assets	-	-
Defined benefit obligation	1.45	-
Amount recognised in the Balance Sheet	(1.45)	-



iv) Amount recognised in Statement of profit and loss

(Rs. in Lakhs)

Particulars	Gratuity	
	For the year ended 31st March 2026	For the year ended 31st March 2025
Current service cost	0.32	-
Past service cost	1.13	-
Net interest expense	-	-
Amount recognised in statement of Profit and Loss	1.45	-

v) Amount recognised in Other Comprehensive Income:

(Rs. in Lakhs)

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 follows:

(Rs. in Lakhs)

Particulars	Gratuity	
	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:

(Rs. in Lakhs)

Particulars	Gratuity (Impact on DBO)	
	31st March, 2026	31st March, 2025
Present value of obligation at the end of period	1.45	-
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	1.45
2	-
3	-
4	-
5	-
6	-
6 year onward	-
Total	1.45

Risk analysis

Company is exposed to a number of risks in the defined benefit plan. Most significant risks pertaining to defined benefits plan, and management's estimation of the impact of these risks are as follows:

a) Discount rate Risk

Reduction in discount rate in subsequent valuations can increase the plan's liability.

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.

25 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) Entities Under Common Control

Ircon Ludhiana Rupnagar Highway Limited

(iii) Non Executive Directors

Name	Designation
Shri Masood Ahmad Najar(W.e.f 24/12/2020)	Director
Shri Parag Verma (W.e.f 17/02/2021 to 30/04/2025)	Director
Shri Yogesh Kumar Mishra(W.e.f 01/02/2024 to 31/10/2025)	Director
Shri Shantanu Mukherjee (W.e.f 28/02/2026)	Director
Shri Ajay Pal Singh (W.e.f 01/11/2025)	Director
Shri Surender Singh (W.e.f 01/05/2025)	Director
Shri Alin Roy Choudhury (W.e.f 01/01/2025 to 28/02/2026)	Director

(iv) Key Management Personnel (KMP)

Name	Designation
Shri Kashinath (W.e.f 29/11/2023 to 01/08/2025)	Chief Executive Officer
Ms. Yamini Sahib (W.e.f 22/04/2024)	Chief Financial Officer
Shri Ankit Jain (W.e.f 17/03/2021 to 29/04/2025)	Company Secretary
Shri Sanjay Kumar Singh (W.e.f 18/08/2025 to 20/11/2025)	Chief Executive Officer

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, do not draw any remuneration from the Company. No sitting fee is paid to Part- time and Non Executive Directors.



b) Transactions with other related parties are as follows:

(Rs. In Lakhs)

Nature of transaction	Name of related party	Nature of relationship	For the year ended 31.03.2026	For the year ended 31.03.2025
1) Reimbursement expenses			19.86	61.50
2) Rent Expense (exclusive of GST)			3.08	4.86
3) Investment in Equity Shares			-	-
4) Works Contract			18,192.50	9,726.06
5) Loan from holding company- Quasi Equity	Ircon International Limited	Holding Company	2,583.00	-
6) Advance given to Holding Co			2,856.99	2,495.78
7) Interest Income on advance			1.47	33.04
8) Sale of Property Plant and Equipment			0.64	-
9) Purchase of Property Plant and Equipment			0.81	-
10) Sale of Property Plant and Equipment	Ircon Ludhiana Rupnagar Highway Limited	Entities under common control	0.26	-
11) Remuneration under deputation	Shri Sanjay Kumar Singh	KMP	7.87	-
	Shri Kashinath	KMP	13.90	35.97
	Shri Ankit Jain	KMP	1.51	21.23
	Ms.Yamini Sahib	KMP	49.63	48.56

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

(Rs. In Lakhs)

Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2026	As at 31st March, 2025
Trade Payable			4,511.14	1,819.44
Other Payable to holding company			22.50	35.81
Money withheld of Holding Company	Ircon International Limited	Holding Company	586.30	1,314.21
Equity Share Capital (Including Quasi equity)			11,423.00	8,840.00
Outstanding advance to Holding Co			2,520.75	2,757.34
Amount recoverable from entity	Ircon Ludhiana Rupnagar Highway Limited	Entities under common control	-	-

d) Terms and conditions of transactions with related parties

- Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- Balances payable of related parties at the reporting date are unsecured and settlement occurs through banking transactions.
- The Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

26 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 year.

(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 year 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 31.03.2026	For the year ended 31.03.2025
Profit attributable to Equity holders (Rs. in lakhs)	(ii)	(340.86)	331.13
No. of equity shares		50,000.00	50,000.00
Weighted average number of equity shares for Basic and Diluted EPS (In Numbers)	(iii)	50,000.00	50,000.00
Earnings per share (Basic)		(681.72)	662.26
Earnings per share (Diluted)		(681.72)	662.26
Face value per share		10.00	10.00



Ircon Gurgaon Rewari Highway Limited

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Notes to financial statements for the year ended 31st March 2026

(All amounts in Indian Rupees Lakhs unless otherwise stated)

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

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Profit for the year as per Statement of Profit and Loss	(340.86)	331.13
Profit attributable to Equity holders of the company used for computing EPS	(340.86)	331.13

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

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Opening balance of issued equity shares	50,000.00	50,000.00
Equity shares issued during the period	-	-
Equity shares outstanding as on date	50,000.00	50,000.00
Weighted average number of equity shares for computing Basic EPS	50,000.00	50,000.00
Dilution Effect:		
Add: Weighted average numbers of potential equity shares outstanding during the year	-	-
Weighted average number of equity shares for computing Diluted EPS	50,000.00	50,000.00

Note: Weighted average number of equity shares is the number of shares outstanding from the date of incorporation 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.



27 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.

28 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'. Contingent liabilities are disclosed to the extent of claims lodged against the company are not reimbursable to the company by the EPC contractor. The company is of the view that there are no such cases.

(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

Capital: Estimated amount of contracts remaining to be executed on capital account (Net of advance) and not provided for is Nil (FY 2024-25: Nil).

Other: Contractor EPC Work remaining for execution on March 31st, 2026 Rs.17301 Lakh (FY 2024-25: Rs. 44876 Lakh).

29 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 Haryana and the Chief Operating Decision Maker (CODM) monitors the operating results of the business as a single segment, 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. 20162.77 Lakhs (March 31st, 2025 Rs. 11789.12 Lakhs) are derived from a single customer i.e. NHAI which is more than 10% of the Company's total revenue.

30 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 and other financial assets. The Company's exposure and credit ratings of its counterparties are continuously monitored by the management.

Cash and cash equivalents & Other bank balances

The cash and cash equivalents & Other bank balances 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 mainly by the characteristics of the customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company derives revenue primarily from the Construction of highways and other financial assets primarily relates to the unbilled revenue under Service Concession Arrangement (SCA) and money withheld by client. The credit risk arising from these trade receivables and other financial assets is limited because the counterparty is National Highways Authority of India (NHAI), an autonomous agency of Government of India, with capacity to meet the obligations and therefore, the risk of default is very negligible or Nil.

(i) Exposure to credit risk

		(Rs. in Lakhs)	
Particulars	31-Mar-26	31-Mar-25	
Financial Assets for which allowance is measured using General approach (12-month ECL)			
Cash and Cash Equivalents	6.58	1,607.38	
Other Bank Balances	818.00	341.00	
Other current financial asset- Interest accrued on FD	3.95	8.30	
Financial Assets for which allowance is measured using Simplified approach (Lifetime ECL)			
Trade Receivables	1,513.50	795.65	
Other Financial Assets- Contract Asset	36,713.69	27,059.52	



- (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): -** (Rs. In Lakhs)

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

(iii) **Summary of loss allowance measured using simplified approach (life-time expected credit losses): -** (Rs. In Lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Allowances	-	-
Provided during the year	-	-
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 (Rs. In Lakhs)

Particulars	As at 31st March, 2026		
	Less than 1 Year	1-2 Years	2 years and
Borrowings	138.00	276.00	25,157.20
Trade Payables	4,606.07	-	-
Other Financial Liabilities	1,183.68	-	-

Particulars	As at 31st March, 2025		
	Less than 1 Year	1-2 Years	2 years and
Borrowings	-	3.10	19,648.10
Trade Payables	1,822.54	-	-
Other Financial Liabilities	1,801.82	-	-

*Repayment terms: The loan is repayable in 21 structured half yearly instalments in 10.5 years which shall commence after 6 months (moratorium) from the date of Commissioning (COD).

c) **Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income. 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 functional currency of the Company is Indian Rupees. The Company is not exposed to any foreign currency risk.

(ii) **Interest rate risk**

Interest rate risk is the risk that the fair value or the 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 & borrowing from bank. The interest rate risk on deposits with banks are very low as interest rate is fixed for the period of financial instruments. The Company is exposed to interest rate risk arising mainly from non-current borrowings and financial assets on SCA with floating interest rate because the cash flows associated with floating rate borrowings & financial assets on SCA will fluctuate with changes in 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 Asset	818.00	1,941.00
Financial Liabilities	-	-
Floating rate Instrument		
Financial Asset	36,082.73	25,573.74
Financial Liabilities	25,571.20	19,651.20

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	(118.26)	(98.26)
Floating rate borrowings: - 50 basis points	118.26	98.26

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 31.03.2026	For the year ended 31.03.2025
Revenue from NHAI	20,162.77	11,789.12
% age of total revenue	100%	100%

31 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	-	-	1,513.50
(ii) Cash and cash equivalents	-	-	6.58
(iii) Other bank balances	-	-	818.00
(iv) Other financial assets	-	-	36,717.64
	-	-	39,055.72
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	25,571.20
(ii) Trade Payables	-	-	4,606.07
(iii) Other financial liabilities	-	-	1,183.68
	-	-	31,360.95

Particulars	As at 31st March, 2025		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets at Amortized Cost			
(i) Trade Receivables	-	-	795.65
(ii) Cash and cash equivalents	-	-	1,607.38
(iii) Other bank balances	-	-	341.00
(iv) Other financial assets	-	-	27,067.82
	-	-	29,811.85
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	19,651.20
(ii) Trade Payables	-	-	1,822.54
(iii) Other financial liabilities	-	-	1,801.82
	-	-	23,275.56

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

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	1,513.50	-	-	1,513.50
(ii) Cash and cash equivalents	6.58	-	-	6.58
(iii) Other bank balances	818.00	-	-	818.00
(iv) Other financial assets	36,717.64	-	-	36,717.64
	39,055.72	-	-	39,055.72
Financial Liabilities at Amortized Cost				
(i) Borrowings	25,571.20	-	-	25,571.20
(ii) Trade Payables	4,606.07	-	-	4,606.07
(iii) Other financial liabilities	1,183.68	-	-	1,183.68
	31,360.95	-	-	31,360.95



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	795.65	-	-	795.65
(ii) Cash and cash equivalents	1,607.38	-	-	1,607.38
(iii) Other bank balances	341.00	-	-	341.00
(iii) Other financial assets	27,067.82	-	-	27,067.82
	29,811.85	-	-	29,811.85
Financial Liabilities at Amortized Cost				
(i) Borrowings	19,651.20	-	-	19,651.20
(ii) Trade Payables	1,822.54	-	-	1,822.54
(iii) Other financial liabilities	1,801.82	-	-	1,801.82
	23,275.56	-	-	23,275.56

The management assessed that fair value of trade receivables, cash and cash equivalents, trade payables, and other current financial assets / liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

- (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.

32 Capital Management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern and to optimise returns to shareholders. 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.

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. 12)	25,433.20	19,651.20
Current Maturities of Long term Debt (Note no. 14)	138.00	-
Debt	25,571.20	19,651.20
Equity (Note No. 10)	5.00	5.00
Instruments entirely equity in nature (Note No. 11.1)	11,418.00	8,835.00
Other Equity (Note No. 11.2)	771.61	1,112.47
Total Equity	12,194.61	9,952.47
Debt Equity Ratio	2.10	1.97

33 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 31.03.2026					
	Revenue as per Ind AS 115			Method for measuring performance		Other Revenue
	Domestic	Foreign	Total	Input Method	Output Method	
Highway	20,162.77	-	20,162.77	20,162.77	-	-
Total	20,162.77	-	20,162.77	20,162.77	-	-

The revenue of Rs 20162.77 Lakhs is recognised over a period of time.

Type of Product or Services	For the year ended 31.03.2025					
	Revenue as per Ind AS 115			Method for measuring performance		Other Revenue
	Domestic	Foreign	Total	Input Method	Output Method	
Highway	11,789.12	-	11,789.12	11,789.12	-	-
Total	11,789.12	-	11,789.12	11,789.12	-	-

The revenue of Rs 11789.12 Lakhs is recognised over a period of time.

B. Contract balances

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade Receivables (Note 7.1)	1,513.50	795.65
Contract Assets (Note 4 & 7.4)	36,713.69	27,059.52
Contract liability (Note 16)	4,649.51	3,856.29



- 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 Asset during the period

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract asset at the Beginning of the year	27,059.52	20,402.29
Contract asset at the end of the year	36,713.69	27,059.52
Net increase/(decrease)	9,654.17	6,657.23

For the year 2025-26 & 2024-25, there has been net increase of Rs. 9654.17 Lakhs & Rs. 6657.23 Lakhs respectively due to recognition of revenue based on input method whereas bills for workdone 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	3,856.29	1,940.79
Contract liabilities at the end of the year	4,649.51	3,856.29
Net increase/(decrease)	793.22	1,915.50

For the year 2025-26 & 2024-25, there has been a net increase of Rs. 793.22 Lakhs & Rs. 1915.50 Lakhs respectively mainly due to advance received from client.

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	1,689.68	146.31
Performance obligation satisfied in previous year	-	-

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.

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 Information about the Company's performance obligations are summarised below:

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) are as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Within one year	30,748.49	86,932.22
More than one year to 2 years	250.00	250.00
More than 2 years	3,375.00	3,500.00
Total	34,373.49	90,682.22

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



34 Service Concession Arrangements

Public to private service concession arrangements are recorded in accordance with Appendix "D"- Service Concession Arrangements (Ind AS-115). Appendix "D" is applicable if:

- The Grantor controls or regulates which services the operator should provide with the infrastructure, to whom it must provide them, and at what price; and
- The Grantor controls- through ownership, beneficial entitlement, or otherwise- any significant residual interest in the infrastructure at the end of the term of the arrangement.

If both of the above conditions are met simultaneously, a financial asset is recognized to the extent that the operator has an unconditional contractual right to receive cash or other financial asset from or at the discretion of the Grantor for the service.

These financial assets are initially recognized at cost, which is understood as the fair value of the service provided plus other direct costs directly attributable to the operation. They are then stated at amortized cost at the end of each financial year.

Ircon Gurgaon Rewari Highway Limited (IGRHL) has entered into service concession arrangement with National Highway Authority of India (NHAI) dated 20th January 2021 in terms of which NHAI (the grantor) has authorized the company for upgradation of Gurgaon pataudi Rewari section of NH-352W from Km 0.00 to Km 43.87 (design length 46.11 km) as a feeder route on Hybrid annuity mode under Bharatmala Pariyojana in the state of Haryana. In terms of the said agreement IGRHL has an obligation to complete construction of the project of four/six laning road. The Project is under Hybrid Annuity Model. However, additional works as change of scope has been awarded by NHAI and are under execution.

The Concession period shall be 15 years commencing from the Commercial operation date. At the end of the concession period, the assets will be transferred back to National Highway Authority of India. In case of material breach in terms of agreement, the NHAI and IrconGRHL have right to terminate the agreement if they are not able to cure the event of default in accordance with the terms of the agreement. Company has recognized financial asset of Rs. 36082.73 Lakhs (FY 2024-25: 25573.74 Lakhs) under service concession agreement upto the year ended 31st March 2026 after taking into account the receivables due from NHAI on completion of milestone as per terms of the contract. The company has recognised revenue of Rs 20162.77 Lakhs (FY 2024-25: 11789.12 Lakhs) for the year ended on 31st March 2026 on construction of Road under SCA and Operation Revenue as per Ind AS-115 related to "Revenue from Customers". The company has recognized receivable under service concession arrangement and shown under Other Financial Assets which it will receive as per terms of the contract based on the completion of milestone, as on 31st March 2026.

NHAI vide letter dated 30.04.2025 has approved the commercial operation date till 31.12.2025. The independent engineer has recommended the extension of the COD till 31.05.2026 vide their letter dated 16.02.2026.

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 31.03.2026	For the year ended 31.03.2025
Contract Revenue Recognized	20,162.77	11,789.12
Aggregate amount of cost incurred	18,489.60	9,997.08
Amount of advance received from Client	4,649.51	3,856.29
Amount of retention by Client	630.96	1,485.78
Profit/(Loss) recognised during the period for exchange of construction service for a financial asset	1,673.17	1,792.04
Gross amount due from Client for Contract Works	38,227.19	27,855.17

35 Leases

a) Company as a Lessee

- 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.
- The Company has entered into a cancellable lease agreement for office premises commencing from 01 April 2025 to 31 March 2027. However, since the lease is cancellable by either party at any time with one month's notice without incurring a significant penalty, the lease does not create an enforceable right to use the asset for a period of more than 12 months.

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

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Expense relating to leases (Refer Note 22)	3.64	4.86

b) Company as a Lessor

Company has no leasing arrangement as a lessor.

36 Details of delayed payment 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	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed	-	-
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	-	-



37 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. 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 31.03.2026	For the year ended 31.03.2025
Gross amount required to be spent by the Company during the year	-	6.96
Amount approved by the Board to be spent during the year	-	6.96

B. Amount spent/to be spent on CSR Activities

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
On Construction/acquisition of any asset*	-	-
On purposes other than above (For other then ongoing projects)*	-	6.96
On purposes other than above (For ongoing projects)*	-	-
Total	-	6.96

* 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 31.03.2026	For the year ended 31.03.2025
Contribution to Prime Minister Cares Fund	6.96	-
Total	6.96	-

D. Details related to unspent obligations:

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Unspent amount in relation to:		
- Ongoing project (as per F below)	-	-
- Other than ongoing project (as per E below)	6.96	6.96

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

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Balance	6.96	-
Amount deposited in specified fund of schedule VII within 6 months	6.96	-
Amount required to be spent during the year (as per (A) above)	-	6.96
Amount spent during the year (as per (b) above)	-	-
Closing balance (Shortfall/Excess amount spent by the company)	-	6.96

Note: The Company had an unspent CSR amount of Nil (FY 24-25 Rs. 6.96 Lakhs).

F. Ongoing Project:

Opening Balance		Amount required to be spent during the year	Amount spent during the year		Closing Balance	
With Company	In Separate CSR Unspent A/c		From Company's bank A/c	From Separate CSR Unspent A/c	With Company	In Separate CSR Unspent A/c
-	-	-	-	-	-	-

G. Other Disclosure:

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
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.	-	-
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	-	-

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

There are no loans (exceeding the prescribed limit) given, investments made and guarantee given are made by the Company during the period.

39 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 2026 and 31st March 2025, 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 not granted any 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 except the advance of Rs Nil Lakhs given in FY 25-26 (FY 24-25 334.8 Lakhs).
- (ix) The Company does not have any immovable properties as at 31st March 2026 and 31st March 2025, therefore the question of holding immovable properties in the name of the company does not arise.
- (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 have not entered into any scheme(s) of arrangements during the year ending 31st March 2026 and 31st March 2025.
- (xiii) 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).
- (xiv) Company has not received any grants and donations during the year ending 31st March 2026 and 31st March 2025.
- (xv) 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.
- (xvi) 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.
- (xvii) The following accounting ratios are disclosed: -

S.No	Particulars	Numerator	Denominator	March 31st, 2026	March 31st, 2025	% change	Reason for change more
a)	Current ratio (In times)	Current Assets	Current Liabilities	1.93	1.38	40.27%	Increase in Current Asset in the Current Year when compared with the
b)	Debt-equity ratio (In times)	Total Debt	Shareholder's Equity	2.10	1.97	6.20%	-
c)	Debt service coverage ratio (In %)	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.89	1.19	-24.93%	-
d)	Return on equity ratio (In %)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity(Including Quasi Equity)	-3.08%	3.38%	-190.98%	Decrease in profit in current year
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	17.46	10.44	67.24%	Due to increase in turnover in current
g)	Trade payable turnover ratio (In times)	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	5.72	4.52	26.55%	Increase in Current year project expenses and average Trade payables compare
h)	Net capital turnover ratio (In times)	Net Sales = Total sales- sales return	Working capital = Current assets – Current liabilities	2.01	3.98	-49.50%	Due to increase in net working capital
i)	Net profit ratio (In %)	Net Profit	Net Sales = Total sales- sales return	-1.69%	2.81%	-160.19%	Decrease in profit in current year



j)	Return on capital employed (In %)	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	4.49%	7.43%	-39.61%	Decrease in EBIT in current year
k)	Return on investment (In %)	Income generated from Investments (Finance)	Time weightage average	N.A	N.A	N.A	N.A

40 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 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 statements.

b. Ind AS 1 - Presentation of Financial Statements

In August 2025, the MCA notified amendments relating to the classification of liabilities as current or non-current, including guidance on non-current liabilities with covenants. The amendments clarify that the right to defer settlement must exist as at the reporting date and should be substantive. The Company has assessed the amendment and concluded that there is no impact on the classification of its current and non-current liabilities.

c. Ind AS 7 - Statement of Cash Flows and Ind AS 107 - Financial Instruments: Disclosures

The amendments introduce disclosure requirements for supplier finance arrangements, including details of the nature of such arrangements, carrying amounts of related liabilities, and payment terms. Additionally, such arrangements are considered in assessing concentration of liquidity risk. The Company has evaluated these amendments and determined that they do not have any impact on its financial statements.

d. Ind AS 12 - Income Taxes – International Tax Reform: Pillar Two Model Rules

The amendments introduce a temporary mandatory exception from the recognition of deferred taxes arising from the implementation of the Pillar Two Model Rules and require disclosure of its application. As the Company has not undertaken transactions of this nature, these amendments have no impact on its financial statements.

41 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. As a result certain line items have been reclassified in the Balance Sheet, the details of which are as under:

Particulars	Before Reclassification (FY 2024-25)	Reclassification	After Reclassification (FY 2024-25)
Current Assets:			
Other Current assets- Balance with Government Authorities (GST Input)	4,757.62	(4,757.62)	-
Non Current Assets:			
Other Non current assets- Balance with Government Authorities (GST Input)	-	4,757.62	4,757.62

42 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. 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. 1.45 Lakh has been recognised in the financial statements (refer Note no. 24)

S. No.	Particulars	Amount (In Lakhs)
1	Past service cost charged to P&L	1.13
2	Current service cost charged to P&L	0.32
3	Impact on profit before	1.45
4	Impact on Other Comprehensive Income	Nil
5	Defined benefit obligation recognised	1.45

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



Iron Gurgaon Rewari Highway Limited

CIN:-U45309DL2020GOI374941

Notes to financial statements for the year ended 31st March 2026

(All amounts in Indian Rupees Lakhs unless otherwise stated)

43 Other disclosures

- (i) The company is incorporated on 24th December 2020 as wholly owned subsidiary of Iron International Limited. Iron Gurgaon Rewari Highway Limited has entered in to service concession arrangement on 20th January 2021 with National Highway authority of India (NHAI) in term of which NHAI (Authority) has authorised the company to augment the existing road from Km 0.000 to Km 43.87 (approximately 46.11km) on the Gurgaon-Pataudi-Rewari section of National Highway No. 352 (NH-352) in the state of Haryana by Four/six laning thereof (the project) on design, build, operate and transfer (the "Hybrid annuity") basis, which shall be partly financed by the concessionaire who shall recover its investment and costs through payments to be made by the authority, in accordance with the term and conditions as set forth in service concession agreement.
- (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 the Balance Sheet.
- (iv) Figures rounded off to the nearest rupees in Lakh with two decimals.

- 44 Certain prior periods amount have been reclassified for consistency with the current period presentations. These reclassifications have no effect on the reported results of operations. Also previous year figures are shown under bracket () to differentiate from current year figures.

As per our report of even date

V M C A & Associates

ICAI Firm Registration No. : 015546C

Chartered Accountants

CA Rahul Chachan

Partner

ICAI Membership No. : 422749

UDIN: 26422749 KZ HFEW8953



For and on behalf of the Board of Directors

Iron Gurgaon Rewari Highway Limited

Santanu Mukherjee

Director

(DIN:-10895834)

Masood Ahmed

Director

(DIN:-09008553)

Yamini Sahib

(Chief Finance Officer)

Place: Noida

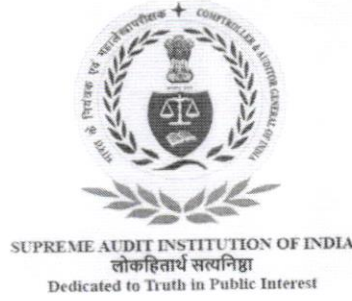
Date: 05.05.2026

Place: New Delhi

Date: 05.05.2026



प्रधान निदेशक लेखापरीक्षा
का कार्यालय,
रेलवे वाणिज्यिक,
4, दीनदयाल उपाध्याय मार्ग
नई दिल्ली - 110002



OFFICE OF THE
PRINCIPAL DIRECTOR OF AUDIT
RAILWAY COMMERCIAL,
4, DEEN DAYAL UPADHYAYA
MARG, NEW DELHI-110002

संख्या: PDA/RC/AA-Ircon GRHL/3-52/2026-27/

दिनांक: 10.06.2026

सेवा में,

मुख्य वित्त अधिकारी
इरकॉन गुडगाँव रेवाड़ी हाईवे लिमिटेड,
C-4, District Center, Saket
नई दिल्ली - 110 0017

विषय: 31 मार्च 2026 को समाप्त वर्ष के लिए के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, इरकॉन गुडगाँव रेवाड़ी हाईवे लिमिटेड के 31 मार्च 2026 को समाप्त वर्ष के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ।

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

संलग्न : यथोपरि

भवदीय,

तेग सिंह

प्रधान निदेशक (रेलवे वाणिज्यिक)

**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 GURGAON REWARI HIGHWAY
LIMITED FOR THE YEAR ENDED 31 MARCH 2026**

The preparation of financial statements of IRCON Gurgaon Rewari Highway 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 Gurgaon Rewari Highway 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: 10.06.2026


Teg Singh
Principal Director of Audit
Railway Commercial, New Delhi



IRCON GURGAON REWARI HIGHWAY LIMITED

(A Wholly Owned Subsidiary of Ircon International Limited)

CIN: U45309DL2020GOI374941