

Solapur Yedeshi Tollway Limited

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.
Tel: 91 - 22 - 6640 4220 / 4880 4200 ▪ Fax: 91 - 22 - 2857 3441 ▪ e-mail: info@irb.co.in
irbinfrastructuretrust@irb.co.in ▪ www.irb.co.in ▪ www.irbinfratrust.co.in
CIN : U45400MH2014PLC251983



October 19, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001.

Dear Sir/Madam,

Scrip Code: 974215 & 974289

Subject: Outcome of the Meeting of the Board of Directors held on October 19, 2024

Dear Sir/ Madam,

Please note that Board of Directors of the Company at its meeting held on October 19, 2024 has approved Unaudited Financial Results of the Company for the quarter and half year ended September 30, 2024.

Accordingly, Please find enclosed herewith the following-

1. Unaudited Financial Results for the quarter and half year ended September 30, 2024 along with the Limited Review Report.
2. Pursuant to Regulation 54 of Listing Regulations, Security Cover Certificate for the quarter ended September 30, 2024 for Non-Convertible debt Securities.

The Board Meeting commenced at 6.35 pm and concluded at 6.50 pm.

You are requested to take note of the same.

Thanking you.

For Solapur Yedeshi Tollway Limited

Shilpa Todankar
Director



Independent Auditor's Limited Review Report on Statement of Unaudited Quarterly and Year to date Financial Results of Solapur Yedeshi Tollway Limited pursuant to the Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended

To,
The Board of Directors,
Solapur Yedeshi Tollway Limited

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **Solapur Yedeshi Tollway Limited** for the quarter ended **September 30, 2024** and year to date results for period from April 01, 2024 to September 30, 2024 which comprise of Unaudited Statement of Assets and Liabilities, Financial Results, Cash Flows and Additional Disclosures as per Clause 52(4) and 54 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015 ('the Statement'). This statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the company. Our responsibility is to issue a report on these statements based on our review.
2. We conducted our review of Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderated assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of Unaudited Financial Results prepared in accordance with recognition and measurement principles and applicable Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. The Unaudited Financial Results of the company for the quarter ended September 30, 2023 and the year to date results for the period April 01, 2023 to September 30, 2023 included in the statement, as prepared in accordance with applicable Indian Accounting Standards and Other recognized accounting practices and policies and pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, had been reviewed by MKPS & Associates, Chartered Accountants, whose report dated October 23, 2023 expressed an unmodified conclusion of those unaudited financial results.

Our conclusion is not modified in respect of these matter.





5. The Audited Financial Results of the company for the year to date results for the period April 01, 2023 to March 31, 2024 included in the statement, had been prepared in accordance with applicable Indian Accounting Standards and Other recognized accounting practices and policies and pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, audited by MKPS & Associates, Chartered Accountants, whose report dated April 23, 2024 expressed an unmodified opinion of those Audited Financial Results.

Our conclusion is not modified in respect of these matter.

**For Gokhale & Sathe,
Chartered Accountants,
Firm Registration No. 103264W**


**CA Kaustubh S. Deshpande,
Partner
Membership No. 121011
UDIN: 24121011BKAATQ1311
Date: October 19, 2024
Place: Mumbai**

Solapur Yedeshi Tollway Limited

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.

Tel: 91 - 22 - 6640 4220 / 4880 4200 ■ Fax: 91 - 22 - 2857 3441 ■ e-mail: info@irb.co.in

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CIN : U45400MH2014PLC251983



Part – I: Statement of Unaudited Financial Results for the quarter and six months ended September 30, 2024						
Particulars	(Rs in Millions except earnings per share data)					
	Quarter ended			Six months ended		Year Ended
	30.09.2024 (Unaudited)	30.06.2024 (Unaudited)	30.09.2023 (Unaudited)	30.09.2024 (Unaudited)	30.09.2023 (Unaudited)	31.03.2024 (Audited)
1 Income						
Revenue from operations	299.90	282.00	305.22	581.91	667.98	1,340.16
Other income	21.75	9.76	18.11	31.51	30.42	59.76
Total income	321.65	291.76	323.33	613.42	698.40	1,399.92
2 Expenses						
(a) Road work and site expense	65.55	65.07	62.88	130.62	125.27	326.19
(b) Finance costs	425.32	426.23	435.27	851.57	863.15	1,742.92
(c) Depreciation and amortisation expenses	33.59	35.08	40.36	68.68	88.30	156.93
(d) Other expenses	2.31	3.48	4.33	5.78	7.57	18.01
Total expenses (2a to 2d)	526.77	529.86	542.84	1,056.65	1,084.29	2,244.05
3 Loss before tax (1) - (2)	(205.12)	(238.10)	(219.51)	(443.23)	(385.89)	(844.13)
4 Tax expenses						
Current tax	-	-	-	-	-	0.47
Total Tax expenses	-	-	-	-	-	0.47
5 Loss after tax (3) - (4)	(205.12)	(238.10)	(219.51)	(443.23)	(385.89)	(844.60)
6 Other comprehensive income not to be reclassified to profit or loss in subsequent period/year :						
- Re-measurement gain/ (loss) on defined benefit plans (net of tax)	-	-	-	-	-	-
Other Comprehensive Income/(loss)	-	-	-	-	-	-
7 Total Comprehensive Income for the period / year (5) + (6)	(205.12)	(238.10)	(219.51)	(443.23)	(385.89)	(844.60)
8 Paid-up equity share capital (face value - Rs. 10 per share)	982.50	982.50	982.50	982.50	982.50	982.50
9 Other equity						(3,128.31)
10 Earnings per share (of Rs. 10 each) Basic and diluted - (Rs.) (*not annualised)	(2.09)*	(2.42)*	(2.23)*	(4.51)*	(3.93)*	(8.60)

See accompanying notes to the unaudited financial results.

Note:

- The Company is domiciled in India. The Company has been awarded the project for 4-laning of Solapur to Yedeshi section of NH-211 from Km 0.000 to Km 100.00 (design length 98.717 Km) in the State of Maharashtra. The Project has been awarded under National Highways Development Program (NHDP) Phase IV and is to be executed as BOT (Toll) on a Design, Build, Finance, Operate and Transfer (DBFOT) basis.
- The Company is engaged in "Road Infrastructure Projects" which in the context of Ind AS 108 - Operating Segments is considered as the only segment. The Company's activities are restricted within India and hence no separate geographical segment disclosure is considered necessary.
- The Company has maintained requisite security cover of outstanding Principal by creating charge over all of Company's immovable properties, tangible movable properties, a first charge over all accounts of the Company, including the Escrow Account and Sub-Accounts and a pledge of the issued, paid-up and voting equity share capital of the Company held by IRB Infrastructure Trust in the Company till the Final Settlement Date, on its listed Secured Non-Convertible Debentures as at September 30, 2024 which is more than the requisite coverage of 1x times.



Part – II: Statement of Assets and Liabilities as at September 30, 2024

Particulars	(₹ in Millions)	
	As at 30.09.2024 (Unaudited)	As at 31.03.2024 (Audited)
ASSETS		
Non-current assets		
Financial assets		
i) Other intangible assets	12,929.98	12,998.65
Total non-current assets (A)	12,929.98	12,998.65
Current assets		
Financial assets		
i) Investments	29.02	-
ii) Cash and cash equivalents	57.08	40.46
iii) Bank balance other than (ii) above	430.05	522.00
iv) Other financial assets	61.00	50.79
Current tax assets (net)	13.47	11.73
Other current assets	8.33	14.51
Total current assets (B)	598.95	639.49
TOTAL ASSETS (A+B)	13,528.93	13,638.14
EQUITY AND LIABILITIES		
Equity		
Equity share capital	982.50	982.50
Other equity	(3,571.53)	(3,128.31)
Total equity (A)	(2,589.03)	(2,145.81)
Non-current liabilities		
Financial liabilities		
i) Borrowings	13,779.70	14,052.82
Provisions	57.94	103.57
Total non-current liabilities (B)	13,837.64	14,156.39
Current liabilities		
Financial liabilities		
i) Borrowings	1,956.64	1,342.15
ii) Trade payables		
a) total outstanding dues of micro enterprises and small enterprises	-	-
b) total outstanding dues of creditors other than micro enterprises	36.59	13.28
iii) Other financial liabilities	91.86	79.80
Other current liabilities	6.53	8.43
Provisions	188.70	183.90
Total current liabilities (C)	2,280.32	1,627.56
Total liabilities (D=B+C)	16,117.96	15,783.95
TOTAL EQUITY AND LIABILITIES (A+D)	13,528.93	13,638.14



Solapur Yedeshi Tollway Limited

Part III - Statement of Cash flow for six month ended September 30, 2024

(₹ in Millions)

Particulars	Six month ended September 30, 2024	Six month ended September 30, 2023
Cash flow from operating activities		
Profit Before Tax	(443.23)	(385.89)
Adjustments :		
Depreciation and amortisation expenses	68.68	88.30
Resurfacing expenses	51.13	33.17
Finance costs	835.54	863.15
Fair Value gain on Mutual Funds	(0.02)	0.15
(Gain) / loss on sale of Investment	(1.56)	(2.71)
Interest Income on	-	-
- Bank deposits	(16.78)	(27.78)
- Others	-	(0.08)
Operating profit/(loss) before working capital changes	493.76	568.33
Movement in working capital:		
Decrease/(increase) in Trade receivables	-	18.37
Decrease/(increase) in other financial assets	(10.21)	(21.44)
Decrease/(increase) in other assets	6.18	(0.42)
Increase/(decrease) in trade payables	23.31	(19.53)
Increase/(decrease) in other financial liabilities	12.06	26.46
Increase/(decrease) in other liabilities	(1.90)	3.16
Increase/(decrease) in provisions	(91.96)	-
Cash generated from/(used in) operations	431.24	574.92
Direct taxes paid (net of refunds)	(1.74)	(3.62)
Net cash flows from/(used in) operating activities (A)	429.50	571.30
B. Cash flows from investing activities		
Proceeds from sale/ (purchase) of current investments (net)	(27.44)	52.11
Proceeds from maturity of DSRA bank deposits	91.95	-
Interest received	16.78	22.67
Net cash flows from/(used in) investing activities (B)	81.29	74.77
C. Cash flow from financing activities		
Proceeds / repayment of sub-ordinate debt	(282.50)	-
Proceeds / (repayment) of short term loan	46.23	-
Finance cost paid	(257.90)	(646.82)
Net cash flows from/(used in) financing activities (C)	(494.17)	(646.82)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	16.62	(0.74)
Cash and cash equivalents at the beginning of the period	40.46	24.86
Cash and cash equivalents at the end of the period	57.08	24.12
Components of cash and cash equivalents		
Cash on hand	1.06	1.07
Balances with scheduled banks		
- On Current Account	2.98	3.11
- On Escrow Account	53.04	19.94
Total Cash and cash equivalents	57.08	24.12



4 Additional disclosures as per Clause 52(4) and 54 Securities and Exchange Board Of India (Listing Obligations and Disclosures Requirements) Regulations, 2015:

Sr No.	Particulars	Quarter ended			Six months ended		Year Ended
		30.09.2024 (Unaudited)	30.06.2024 (Unaudited)	30.09.2023 (Unaudited)	30.09.2024 (Unaudited)	30.09.2023 (Unaudited)	31.03.2024 (Audited)
1	Debt - Equity ratio (refer note a)	2.42 : 1	2.27 : 1	1.98 : 1	2.42 : 1	1.98 : 1	2.15 : 1
2	Adjusted Debt - Equity ratio (refer note b)	1.1 : 1	1.07 : 1	0.93 : 1	1.1 : 1	0.93 : 1	1.02 : 1
3	Interest coverage ratio (no. of times) (refer note c)	2.09	1.88	2.11	1.99	2.33	2.18
4	Current ratio (in times) (refer note d)	0.26	0.30	0.78	0.26	0.78	0.39
5	Adjusted Current ratio (in times) (refer note e)	4.44	5.89	3.02	4.44	3.02	6.30
6	Long-term debt to working capital (refer note f)	21.36	20.64	16.34	21.36	16.34	18.30
7	Adjusted Long-term debt to working capital (refer note g)	12.74	12.26	9.70	12.74	9.70	10.86
8	Current liability ratio (in %) (refer note h)	18.71%	16.14%	10.25%	18.71%	10.25%	14.06%
9	Adjusted Current liability ratio (in %) (refer note i)	1.11%	0.82%	2.65%	1.11%	2.65%	0.88%
10	Total debts to total assets ratio (in times) (refer note j)	0.87	0.85	0.77	0.87	0.77	0.82
11	Adjusted Total debts to total assets ratio (in times) (refer note k)	0.43	0.43	0.42	0.43	0.42	0.43
12	Debtor turnover (no. of days) (refer note l)	N.M.	N.M.	N.M.	N.M.	N.M.	N.M.
13	Operating margin (in %) (refer note m)	83.22%	81.91%	77.98%	82.59%	80.11%	74.32%
14	Net profit margin (in %) (refer note n)	(68.40%)	(84.43%)	(71.92%)	(76.17%)	(57.77%)	(63.02%)
15	Capital redemption reserve	Nil	Nil	Nil	Nil	Nil	Nil
16	Debenture redemption reserve	Nil	Nil	Nil	Nil	Nil	Nil
17	Networth (Rs. in Millions) (refer note o)	(2,646.50)	(2,445.88)	(1,687.09)	(2,646.50)	(1,687.09)	(2,145.81)
18	Total Equity (Rs. in Millions) (refer note p)	(2,589.03)	(2,383.91)	(1,687.09)	(2,589.03)	(1,687.09)	(2,145.81)
19	Net profit after tax (Rs. in Millions)	(205.12)	(238.10)	(219.51)	(443.23)	(385.89)	(844.60)
20	Earnings per share basic and diluted *(not annualised except year ended March 31, 2023 & March 31, 2024)	(2.09)*	(2.42)*	(2.23)*	(4.51)*	(3.93)*	(8.60)
21	Debt Service Coverage Ratio (DSCR) (no. of times) (refer note q)	0.48	0.45	0.64	0.46	0.71	0.50
22	Adjusted Debt Service Coverage Ratio (ADSCR) (no. of times) (refer note r)	2.09	1.88	2.11	1.99	2.33	2.18
23	Outstanding Redeemable Preference shares	Nil	Nil	Nil	Nil	Nil	Nil
24	Bad debts to accounts receivable (in %) (refer note s)	Nil	Nil	Nil	Nil	Nil	Nil
25	Inventory turnover ratio (refer note t)	Nil	Nil	Nil	Nil	Nil	Nil



Notes:

- (a) Debt - Equity ratio : Total Debt divided by (Equity share capital +Sub Debt)
 - (b) Adjusted Debt - Equity ratio : Borrowings (excluding unsecured loans from related parties) - Cash and Bank Balances – Fixed Deposits – Liquid Investments divided by Equity
 - (c) Interest coverage ratio (no. of times) : Profit before interest, amortisation & depreciation and provision for resurfacing expenses divided by interest expense (net of interest in unsecured loan from related parties, interest cost on unwinding (provision for resurfacing expenses), and amortisation of transaction cost)
 - (d) Current ratio (in times) : Current Assets / Current liabilities
 - (e) Adjusted Current ratio (in times) : Current Assets / Current liabilities excluding Current maturities of long term debt from related parties, interest accrued thereon and current borrowings from related parties, current maturities of resurfacing expenses and current unsecured loan from related parties.
 - (f) Long-term debt to working capital : Non-current borrowings (excluding sub-debt) + Current maturities of Long term borrowings Less Unamortised Transaction Cost divided by net working capital excluding (Current maturities of long term debt from related parties,current maturities of resurfacing expenses, Short term unsecured loan from related parties and interest accrued on borrowings from related parties).
 - (g) Adjusted Long-term debt to working capital : Non-current borrowings (excluding sub-debt) + Current maturities of Long term borrowings less Unamortised Transaction Cost and non-current borrowings from related parties divided by net working capital excluding (Current maturities of long term debt,current maturities of resurfacing expenses, Short term unsecured loan from related parties and interest accrued on borrowings from related parties).
 - (h) Current liability ratio (in %) - Current liabilities / Total liabilities (excluding sub-debt)
 - (i) Adjusted Current liability ratio (in %) : Current liabilities excluding (current maturities of long term debt from related party, interest accrued on borrowings from related party, current maturities of resurfacing expenses and current borrowings from related parties)/ Total liabilities (excluding sub-debt).
 - (j) Total debts to total assets ratio (in times) - (Short term debt + Long-term debt (excluding sub-debt)) divided by Total assets
 - (k) Adjusted Total debts to total assets ratio (in times) : (Short term debt + Long-term debt (excluding sub-debt, unsecured loans from related parties and interest accrued on borrowings from related parties)) divided by Total assets
 - (l) Debtor turnover ratio: Revenue from operations / Average (Trade receivable) * No. of days. (NM stands for Not Meaningful.)
 - (m) Operating margin (in %) : profit before interest, provision for resurfacing, depreciation and amortisation and tax less Other income divided by Revenue from operation.
 - (n) Net profit margin (in %) : profit after tax / Revenue from operation
 - (o) Networth (Rs. in Millions) as per section 2(57) of the Companies Act, 2013
 - (p) Total Equity (Rs. in Millions) : Equity share capital + Other Equity.
 - (q) Debt Service Coverage Ratio (DSCR) (no. of times) : Profit before interest, amortisation & depreciation and provision for resurfacing expenses , divided by Interest expense (net of moratorium interest, interest cost on unwinding (long term unsecured loans) and amortisation of transaction cost) together with repayments of long term debt during the period (netted off to the extent of long term loans availed during the same period for the repayment)
 - (r) Adjusted Debt Service Coverage Ratio (ADSCR) (no. of times) : Profit before interest, amortisation & depreciation and provision for resurfacing expenses, divided by Interest expense (net of moratorium interest, interest cost on unwinding (long term unsecured loans) and amortisation of transaction cost) and Interest on loan from related parties together with repayments of long term debt excluding repayment of debt of related parties during the period (netted off to the extent of long term loans availed during the same period for the repayment)
 - (s) Bad debts to accounts receivable (in %) : Bad debts divided by average trade receivable
 - (t) Inventory turnover ratio: Revenue from operation / average inventory * no. of days.
- 5 The unaudited results for the quarter ended September 30, 2024 have been reviewed by the Audit Committee at their meeting held on 19th October, 2024 and thereafter approved by the Board of Directors at their meeting held on 19th October, 2024. The statutory auditors have expressed an unqualified review opinion.
 - 6 In accordance with Regulation 52(4) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Statutory Auditors of the Company have carried out audit of the above results.
 - 7 The results of the Company are available for investors at www.irbinfratrust.co.in and www.bseindia.com.

For SOLAPUR YEDSHI TOLLWAY LIMITED


Shilpa Tandanekar
Director

Place: Mumbai
Date: 19th October, 2024



Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter-corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken.

S. No	Details of the party (listed entity /subsidiary) entering into the transaction		Details of the counterparty			Type of related party transaction	Details of Other related party transaction	Value of the related party transaction as approved by the audit committee	Value of transaction during the reporting period	In case monies are due to either party as a result of the transaction		In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments						
	Name	PAN	Name	PAN	Relationship of the counterparty with the listed entity or its subsidiary					Opening balance	Closing balance	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost	Tenure	Nature (loan/ advance/ inter-corporate deposit/ investment)	Interest Rate (%)	Tenure	Secured/ unsecured
1	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Interest on Loan from Holding co.		568.26	1,342.15	1,910.41								
2	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Developers Limited	AABCD1071G	Sponsor and Project Manager	Operation and maintenance expenses		195.17	-	30.82								
3	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Developers Limited	AABCD1071G	Sponsor and Project Manager	Amount held up		9.92	15.64	25.56								
4	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Short Term loan taken		46.23	-	46.23								
5	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Long Term loan taken		-	4,000.00	4,000.00								
6	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Sub debt repaid		282.50	4,209.67	3,927.17								
7	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Other payable		-	4.89	4.89								
8	Solapur Yedeshi Tollway Limited	AAUCS1433Q	IRB Infrastructure Trust	AABTI7546N	Holding entity	Security provided by holdig entity *		-	260.00	260.00								
9	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Modern Road Makers Private Limited	AAACM3816F	Subsidiary Company of Sponsor and project manager	Trade payable		-	2.08	-								
10	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Modern Road Makers Private Limited	AAACM3816F	Subsidiary Company of Sponsor and project manager	Amount held up		-	6.48	6.48								
11	Solapur Yedeshi Tollway Limited	AAUCS1433Q	C. S. Kaptan	ABAPK7466K	Director	Director Sitting fees payable			0.03	0.02								
12	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Ranjana Paranjape	AAAPP1611Q	Director	Director Sitting fees payable			0.05	0.02								
13	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Shilpa Todankar	AEQPT8495N	Director	Director Sitting fees payable			0.05	0.02								
14	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Abhay Phatak	ALAPP6233H	Director	Director Sitting fees payable			0.03	0.01								
15	Solapur Yedeshi Tollway Limited	AAUCS1433Q	C. S. Kaptan	ABAPK7466K	Director	Director Sitting fees		0.06	-	-								
16	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Ranjana Paranjape	AAAPP1611Q	Director	Director Sitting fees		0.06	-	-								
17	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Shilpa Todankar	AEQPT8495N	Director	Director Sitting fees		0.06	-	-								
18	Solapur Yedeshi Tollway Limited	AAUCS1433Q	Abhay Phatak	ALAPP6233H	Director	Director Sitting fees		0.03	-	-								

* Trust has provided security to the SPV in connection with BG Availed upto Rs 260 millions

For Solapur Yedeshi Tollway Limited


Shilpa Todankar
Director



Place : Mumbai
Date : 19th October, 2024



gokhale & sathe (regd.)
chartered accountants
304/308/309, Udyog Mandir No.1,
Bhagoji Keer Marg, Mahim,
Mumbai - 400016, India

Certificate on Statement of Security Cover for Listed Non-Convertible Debentures pursuant to requirement of Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on September 30, 2024 for Solapur Yedeshi Tollway Limited

To,
The Board of Directors,
Solapur Yedeshi Tollway Limited ('Company')
1101, Hiranandani Knowledge Park, 11th Floor, Technology Street,
Hill Side Avenue, Opp. Hiranandani Hospital, Powai
Mumbai - 400076

1. Introduction

This certificate is issued in terms of our audit engagement with Solapur Yedeshi Tollway Limited ("the Company") as statutory auditors, pursuant to the above and as required by Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, and regulation 15(1)(t) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended (together referred to as "the Regulations") for the purpose of its onward submission to "the Debenture Trustee".

The annexed Statement of information comprising of Annexure I - Security Cover for Listed Non-Convertible Debentures and compliance with applicable covenants as on September 30, 2024 (together referred as "the Statement / Annexure I") has been compiled and certified by the management of the Company for onward submission to the Debenture Trustee and are signed by us for identification purpose only.

2. Management's Responsibility

The Management of the Company is responsible for ensuring the compliance with the terms of the issue of listed non-convertible debt securities and guidelines mentioned in the Regulations. The Management of the Company is also responsible for ensuring maintenance of adequate security cover in respect of all listed non-convertible debt securities. This responsibility also includes:

- a. Preparation and maintenance of proper accounting and other records as per the external and internal requirements;





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- b. Design, implementation and maintenance of adequate internal procedures / systems / processes / controls relevant to the creation and maintenance of the aforesaid records;
- c. Providing all relevant and accurate information to SEBI, Debenture Trustee and Stock Exchanges;
- d. Compliance with all the covenants of the offer document/Information Memorandum and/or Debenture Trust Deed for all listed Non-Convertible Debt securities outstanding as on September 30, 2024.
- e. Ensuring that the relevant records and Statement provided to us for our examination are complete and accurate.
- f. Ensuring that the manner of preparation of security cover certificate by listed entity as prescribed under circular reference no. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 has been complied with.

3. Auditor's Responsibility

Our responsibility is to provide a limited assurance based on our examination of the relevant records provided by the Company and to report in the 'Conclusion' paragraph below. In capacity as Statutory Auditors of the company, our responsibilities include certifying the book values of assets provided in Annexure I.

A limited assurance engagement includes performing procedures to address the certifying requirements mentioned above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance and consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

For the purpose of this certificate, we have planned and performed the following procedures to determine whether anything has come to our attention that causes us to believe that the Company has not complied with the financial covenants of the Debenture Trust Deed and/ or with the requirements of the Regulations:

In respect of Annexure I:

- a. Obtained list of financial covenants from the Company required to be reported upon under this certificate.





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- b. Obtained list of securities/collateral/ properties / assets pledged as a security against the outstanding listed non-convertible debt securities ("NCD") as at September 30, 2024.
- c. Obtained Valuation Report of CA Ashok Mittal dated April 23, 2024 giving Enterprise Value as on March 31, 2024 for the Company from Management.
- d. Verified the computation of security cover as at September 30, 2024 (Refer Annexure I), prepared by the management, as specified in the format given under SEBI circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19 May 2022 as updated from time to time.
- e. Traced the amounts in Annexure I with the unaudited books of account and other relevant records and documents maintained by the company and verified the arithmetical accuracy of the Statement;
- f. Verified the details of the outstanding amounts of Listed NCDs and assets required to be maintained as a collateral for listed NCDs from the underlying books of accounts and other relevant records and documents maintained by the Company for the period ended September 30, 2024;
- g. Recomputed the security coverage ratios (exclusive security coverage ratio)
- h. Against each of the applicable financial covenants, verified the status of compliance as at September 30, 2024.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)-1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

4. Conclusion

Based on the examination of the Statement and explanations given to us and undertaking by the management of the Company and subject to Management's Responsibility Paragraph above, nothing has come to our attention that causes us to believe that,





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chartered accountants

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- a. The particulars furnished in the Statement have not been accurately extracted from the unaudited books of accounts for the period ended September 30, 2024,
- b. The security cover maintained by the company against the outstanding listed NCDs is less than the requisite coverage of 1x times, as per the Debenture Trust Deed,
- c. The details pertaining to the value of collateral i.e. receivables/ book debts are incorrect,
- d. The company has not complied with the applicable covenants as stated in the Debenture Trust Deed,
- e. The Statement prepared by the management is arithmetically inaccurate.

5. Restriction on use

This Certificate has been issued at the specific request of the Company pursuant to the requirements of the Regulations and for its onward submission to Debenture Trustees. It should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to which it is shown or into whose hands it may come without our prior consent in writing.

We have no responsibility to update this certificate for events and circumstances occurring after September 30, 2024.

For Gokhale & Sathe,

Chartered Accountants,

Firm Registration Number: 103264W



CA Kaustubh Deshpande

Partner

Membership No.: 121011

UDIN: 24121011BKAATR7540

Date: October 19, 2024

Place: Mumbai

Solapur Yedeshi Tollway Limited

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.

Tel: 91 - 22 - 6640 4220 / 4880 4200 • Fax: 91 - 22 - 2857 3441 • e-mail: info@irb.co.in

irbinfratruf@irb.co.in • www.irb.co.in • www.irbinfratruf.co.in

CIN : U45400MH2014PLC251983

Company : Solapur Yedeshi Tollway Limited

Annexure I - Security Cover for Listed Non-Convertible Debentures as on Sept 30, 2024



Rs. in millions

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	
Note reference		i	ii	iii	iv	v	vi	vii		(Total C to H)	Related to only those items covered by this certificate (Listed Non-convertible Debentures)				
Particulars	Description of asset for which this certificate relate	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge)	Assets on which there is pari-Passu charge (excluding items covered in column F)	Assets not offered as Security	Eliminati on (amount in negative)	Debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets VIII	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value (=K+L+M+N) IX
		Book Value	Book Value	Yes/No	Book Value	Book Value							Relating to Column F		
ASSETS															
Property, Plant and Equipment		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Capital Work-in-Progress		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Right of Use Assets		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets	Toll collection rights	12,929.98	-	No	-	-	-	-	-	12,929.98	28,698.47	-	-	-	28,698.47
Intangible Assets under Development		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Investments	Investment in liquid mutual fund	29.02	-	-	-	-	-	-	-	29.02	29.02	-	-	-	29.02
Loans		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Inventories	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Trade Receivables	Receivable from NHAI	-	-	No	-	-	-	-	-	-	-	-	-	-	-
Cash and Cash Equivalents	Current assets	57.08	-	No	-	-	-	-	-	57.08	-	57.08	-	-	57.08
Bank Balances other than Cash and Cash Equivalents Others	Bank Deposits including DSRA	430.05	-	No	-	-	-	-	-	430.05	-	430.05	-	-	430.05
Others	Other financial assets, Current tax assets (net) and Other current assets	-	-	-	-	-	-	57.24	-	57.24	-	-	-	-	-
Others I	Assets held for sale	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total		13,446.13	-	-	-	-	-	57.24	-	13,503.37	28,727.49	487.13	-	-	29,214.62
LIABILITIES															
Debt securities to which this certificate pertains	Secured, Non-convertible Debt Securities along with interest accrued but not due and EIR	5,910.00	-	-	-	-	-	-	-	5,910.00	28,727.49	487.13	-	-	29,214.62
Other debt sharing pari-passu charge with above debt		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Debt		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Subordinated debt		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Borrowings	Unsecured loan from related party along with interest accrued thereon	-	-	-	-	-	-	5,956.64	-	5,956.64	-	-	-	-	-
Bank		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Debt Securities		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Others		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Trade payables		-	-	-	-	-	-	36.59	-	36.59	-	-	-	-	-
Lease Liabilities		-	-	-	-	-	-	-	-	-	-	-	-	-	-
Provisions	Provision for Major Maintenance	-	-	-	-	-	-	246.64	-	246.64	-	-	-	-	-
Others	Other financial liabilities, deferred/current tax liabilities and unamortised transaction cost	-	-	-	-	-	-	10.86	-	10.86	-	-	-	-	-
Total		5,910.00	-	-	-	-	-	6,250.73	-	12,160.73	28,727.49	487.13	-	-	29,214.62
Cover on Book Value															
Cover on Market Value															
		Exclusive Security Cover Ratio	4.94		Pari-Passu Security Cover Ratio										



Notes:

1. Value of Intangible assets as on September 30, 2024 is as per valuation report issued by CA Ashok Mittal dated 23/04/2024.
2. The Company has maintained requisite security cover of outstanding Principal by creating charge over all of Company's immovable properties, tangible movable properties, a first charge over all accounts of the Company, including the Escrow Account and Sub-Accounts and a pledge of the issued, paid-up and voting equity share capital of the Company held by IRB Infrastructure Trust in the Company till the Final Settlement Date, on its listed Secured Non-Convertible Debentures as at September 30, 2024 which is more than the requisite coverage of 1x times.
3. All the financial covenants of listed debt securities have been complied as on September 30, 2024.
 - i This column shall include book value of assets having exclusive charge and outstanding book value of debt for which this certificate is issued.
 - ii This column shall include book value of assets having exclusive charge and outstanding book value of all corresponding debt other than column C.
 - iii This column shall include debt for which this certificate is issued having any pari passu charge - Mention Yes, else No.
 - iv This column shall include a) book value of assets having pari-passu charge b) outstanding book value of debt for which this certificate is issued and c). other debt sharing pari- passu charge along with debt for which certificate is issued.
 - v This column shall include book value of all other assets having pari passu charge and outstanding book value of corresponding debt.
 - vi This column shall include all those assets which are not charged and shall include all unsecured borrowings including subordinated debt and shall include only those assets which are paid-for. In case of company subordinate debt is in the nature of promoters contribution , hence not considered as borrowing.
 - vii In order to match the liability amount with financials, it is necessary to eliminate the debt which has been counted more than once (included under exclusive charge column as also under pari passu). On the assets side, there shall not be elimination as there is no overlap.
 - viii Assets which are considered at Market Value like Land, Building, Residential/ Commercial Real Estate to be stated at Market Value. Other assets having charge to be stated at book value/Carrying Value.
 - ix The market value shall be calculated as per the total value of assets mentioned in Column O.

For Solapur Yedeshi Tollway Limited



Shilpa Todankar
Director



Place : Mumbai
Date : 19th October, 2024