Noida Toll Bridge Co. Ltd.

July 28, 2014

Mr. S Subramanian
Corporate Relations Department - CODE NOS. 532481& 912453
Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

Mr. K Hari
Listing Department - NOIDA TOLL EQ& N2
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Mr. S. C. Kapur
Listing Department
The U P Stock Exchange Assn. Ltd.
Padam Towers
14/113 Civil Lines
Kanpur

Re : Clause 41 Results for the quarter ended June 30, 2014

Dear Sirs

This is to inform you that pursuant to the provisions of Clause 41 of the Listing Agreement, the Board of Directors of the Company, at their Meeting held on July 28, 2014, took on record the attached audited financial results of the Company, for the quarter ended June 30, 2014.

The financial statement, signed by the Executive Director & CEO of the Board of Directors of the Company, is attached along with the Auditor's Report, for your records.

Sincerely

Pooja Agarwal
Company Secretary

LUTHRA & LUTHRA
CHARTERED ACCOUNTANTS

Corporate Office : A16/9, Vasant Vihar, New Delhi – 110 057, India.
T: +91.11.26151853, 42591800 **F:** +91.11.26145222 **E:** delhi@llca.net **W:** www.llca.net
Branch Offices : Bengaluru | Mumbai | Noida

AUDITORS' REPORT

To the Board of Directors,
Noida Toll Bridge Company Limited
Noida

1. We have audited the quarterly financial results of **Noida Toll Bridge Company Limited** for the quarter ended June 30, 2014 attached herewith, being submitted by the company pursuant to requirement of clause 41 of the listing agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These quarterly results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting issued pursuant to the Companies (Accounting Standards) Rules, 2006 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides a reasonable basis for our opinion.

3. Without qualifying our report, we draw attention to Note 3 to the financial results which describe significant management estimates, inter-alia considering virtual certainty of extension of concession agreement beyond its primary term, used in preparation of financial results.

4. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results:
   i) are presented in accordance with the requirements of the Clause 41 of the Listing Agreement in this regard, and
   ii) give the true & fair view of the net profit and other financial information for the quarter ended June 30, 2014.

LUTHRA & LUTHRA
CHARTERED ACCOUNTANTS

5. We further report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of public share holding as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For **Luthra & Luthra**
Chartered Accountants,
Reg. No. 002081N

Amit Luthra
Partner
(M.No. 85847)

Date: July 28, 2014
Place: Noida

Luthra & Luthra * New Delhi * Chartered Accountants *

Noida Toll Bridge Co. Ltd.

NOIDA TOLL BRIDGE COMPANY LIMITED

AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014

Rs in lacs

Sl.No.		Particulars	Quarter ended 30.06.2014 (Audited)	Quarter ended 31.03.2014 (Audited)	Quarter ended 30.06.2013 (Unaudited)	Year ended 31.03.2014 (Audited)
(1)		(2)	(3)	(4)	(5)	(6)
1		Income from operations	2,963.64	3,045.83	2,857.90	11,937.27
		Total Revenue	**2,963.64**	**3,045.83**	**2,857.90**	**11,937.27**
2		Total Expenditure				
		a) O & M Expenses	299.96	252.33	255.46	1,038.24
		b) Employee Benefit Expenses	63.15	51.19	66.34	251.73
		c) Legal and Professional Charges	56.50	55.34	74.80	245.04
		d) Rates & Taxes	151.51	175.77	122.05	751.14
		e) Depreciation/Amortisation	43.40	46.29	50.75	195.20
		f) Overlay	100.32	113.78	228.52	582.73
		g) Other expenditure	100.43	61.44	56.38	255.87
		Total Expenditure	**815.27**	**756.14**	**854.30**	**3,319.96**
3		Profit from Operations before Other Income, Finance cost & Exceptional items (1-2)	**2,148.37**	**2,289.69**	**2,003.60**	**8,617.32**
4		Other Income	15.26	119.78	118.50	499.89
5		Profit from ordinary activities before Finance Cost & Exceptional items (3+4)	**2,163.63**	**2,409.47**	**2,122.10**	**9,117.21**
6		Finance Cost	58.02	98.16	194.14	894.36
7		Profit from ordinary activities after Finance Cost but before Exceptional items (5-6)	**2,105.61**	**2,311.31**	**1,927.96**	**8,222.85**
8		Exceptional items	-	-	-	-
9		Profit from Ordinary Activities before tax (7-8)	**2,105.61**	**2,311.31**	**1,927.96**	**8,222.85**
10		Tax Expenses	70.20	697.48	630.00	2,747.48
11		Net Profit from Ordinary Activities after tax (9-10)	**2,035.41**	**1,613.83**	**1,297.96**	**5,475.37**
12		Extraordinary items (Net of tax expense)	-	-	-	-
13		Net Profit for the period (11-12)	**2,035.41**	**1,613.83**	**1,297.96**	**5,475.37**
14		Paid-up equity share capital (Face Value Rs 10)	18,619.50	18,619.50	18,619.50	18,619.50
15		Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	32,309.44	N/A	31,542.66	30,274.03
16		Earning Per Share (before extraordinary items)				
	a	Basic	1.09	0.87	0.70	2.94
	b	Diluted	1.09	0.87	0.70	2.94
		Earning Per Share (after extraordinary items)				
	a	Basic	1.09	0.87	0.70	2.94
	b	Diluted	1.09	0.87	0.70	2.94

A		Particulars of Shareholding				
1		Public Shareholding				
		- Number of Shares	13,70,54,920	13,70,54,920	13,70,54,920	13,70,54,920
		- Percentage of Shareholding	73.61%	73.61%	73.61%	73.61%
2		Promoters and promoter group Shareholding				
	a	Pledged/Encumbered				
		- Number of Shares	NIL	NIL	NIL	NIL
		- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	N/A	N/A	N/A	N/A
		- Percentage of Shares (as a % of the total share capital of the company)	N/A	N/A	N/A	N/A
	b	Non-encumbered				
		- Number of Shares	4,90,95,007	4,90,95,007	4,90,95,007	4,90,95,007
		- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
		- Percentage of Shares (as a % of the total share capital of the company)	26.37%	26.37%	26.37%	26.37%

Noida Toll Bridge Co. Ltd.

B	Investors Complaints	
		3 months ended 30-June-2014
	Pending at the beginning of the quarter	-
	Received during the quarter	71
	Disposed of during the quarter	71
	Remaining unresolved at the end of the quarter	-

Notes:

1 The above results have been taken on record by the Board of Directors at a meeting held on July 28, 2014.

2 The Company had only one business segment and therefore reporting of segment wise information under Clause 41 of the Listing Agreement is not applicable.

3 New Okhla Industrial Development Authority had initiated preliminary discussion with the Company to consider modification of some of the terms and conditions of the Concession Agreement. Pending final outcome of such discussions the accounts have been prepared based on the extant Concession Agreement and after considering technical and economic life of the Bridge.

4 Previous period figures have been regrouped / reclassified wherever necessary.

As per our separate report of even date attached

For Luthra & Luthra
Chartered Accountants
(Reg No.002081N)

Amit Luthra
Partner
(M.No.85847)
Noida
July 28, 2014

Luthra & Luthra Chartered Accountants New Delhi

For and on behalf of the Board of Directors

Harish Mathur
Executive Director & CEO
Noida
July 28, 2014