



SADBHAV GROUP

Familiarisation program conducted on February 10, 2021

SIPL is India's only listed dedicated road holding and operating company with a proven track record of development, operation and maintenance



Geographically diverse road assets located in high economic growth areas

Location Advantage



Matured assets with proven track record of cash flow generation and growth

Portfolio Advantage



12

Stabilized Cash Flow Generating Projects²



12

Assets Under Construction (All Low Risk HAM¹)



Integrated business model right from bidding, financial closure to execution including O&M



Prudent bidding strategy with focus on reasonable but sustainable returns while minimizing risk



Highly experienced and professional management team with continuous oversight from an expert BOD



Financial strength backed by strong relationships with leading financial institutions helps with smooth project execution



Track record of delivering high-quality projects on a timely basis



Significant growth opportunities in the road sector with increasing number of projects

One of India's largest road projects portfolio covering 18 road projects across Toll, Annuity and Hybrid Annuity Model (HAM) with combined lane kms of c.5,800 and total project cost of c.INR 219 Bn

Sadbhav Group Overview

Overview

- Founded by Mr. Vishnubhai Patel in 1988, Sadbhav has been his exclusive business ensuring alignment of Promoter's interest
 - The family has only focused on Sadbhav Engineering Limited (SEL) and Sadbhav Infrastructure Project Limited (SIPL)
- The Sadbhav Group is focused on infrastructure segment; entered into irrigation in 1988, road construction in 1992, mining in 1994, Build-Operate-Transfer (BOT) roads in 2005 and metro in 2012
 - Employee base of 6,000+ in SEL and 2,100 in SIPL across various workstreams including engineering, toll management, project management, finance, skilled labor, human resources and other support functions
- Sadbhav Engineering Limited (SEL) has 30+ years of experience in the Engineering, Procurement and Construction (EPC) business and has executed 7,550+ lane kms of road projects
- Sadbhav Infrastructure Project Limited (SIPL), promoted by SEL, is an asset holding company; currently holds 24 road assets consisting of BOT Toll, BOT Annuity and Hybrid Annuity Model (HAM) road projects for the Sadbhav Group
- Significant competitive advantage to SIPL on leveraging the capability of SEL in construction and engineering landscape
 - ✓ Ability to track and identify opportunities nationally with robust technical appraisal skills
 - ✓ Strong Parentage leading to successful projects with on-time completion; 10 out of 12 operational projects ahead of schedule




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- Eastern Peripheral Expressway: India's landmark project completed recently
 - Length: 46km and completion value of c. INR 17 Bn



Highly Professional and Experienced Management

Independent Board for Best-in-Class Governance Practices

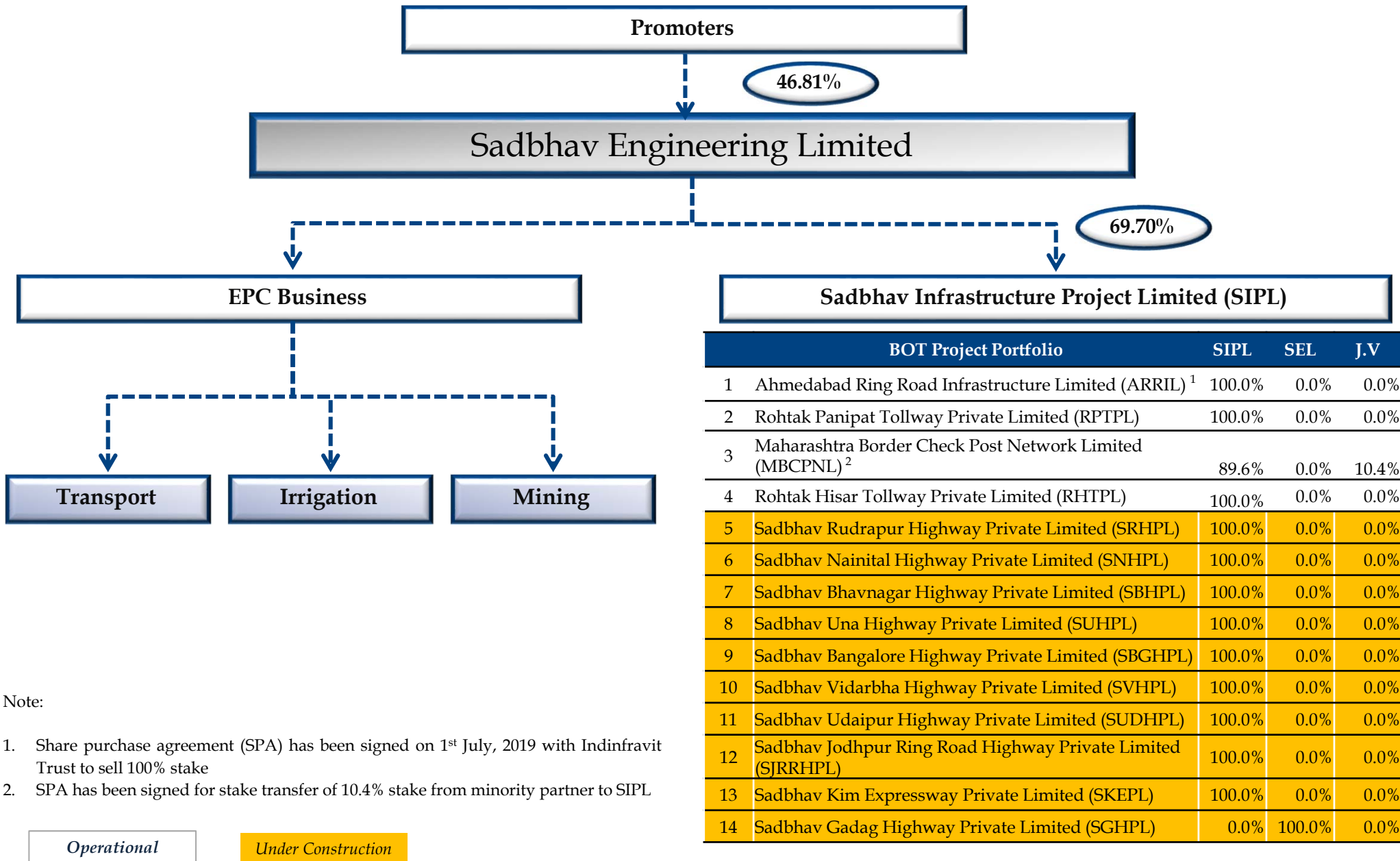
Experienced Management Team

Name	Brief Profile
 Shashin V. Patel <i>Chairman & Non-Executive Director</i>	<ul style="list-style-type: none"> Over 12 years experience in human resources and IT Business Leadership Award for Industrial Development by the All India Achievers Foundation Bachelor's degree and Master's degree in Business Administration
 Vasistha C. Patel <i>Managing Director</i>	<ul style="list-style-type: none"> Responsibilities: Business development, tendering, project planning management of organizational finances and project execution Diploma in Civil Engineering
 Nitin R. Patel <i>Non-Independent and Non-Executive Director</i>	<ul style="list-style-type: none"> 15 years experience in strategy / corporate finance as director of SEL Bachelor's degree in Commerce; Chartered Accountant Responsible for fund raising and coordination with clients

Key Board Committees in Place

Audit Committee	<ul style="list-style-type: none"> Consists of Chairman (independent) and 2 members (1 independent and 1 non-independent) Reviews internal audit reports as well as the internal control systems and financial disclosures
Nomination and Remuneration Committee	<ul style="list-style-type: none"> Comprises of Chairman (independent) and 3 members (1 independent and 2 non-executive) Formulates policies to determine nomination, evaluation and remuneration of directors, key managerial personnel and other employees
Stakeholders' Relationship Committee	<ul style="list-style-type: none"> Consists of Chairman (independent) and 3 members (2 independent and 1 executive) Looks into redressal of shareholders' / investors' grievances
Risk Management Committee	<ul style="list-style-type: none"> Consists of Chairman (executive) and 2 members (1 independent and 1 non-executive) Monitor and review risk management plans to recognize and mitigate risks as well as identify business opportunities

Corporate Structure



Key Financial Highlights: Q1FY21 vs Q1FY20

Performance Q1 FY21 vs Q1 FY20 (YoY)

- Income from operations is at Rs. 229.69 Crores vs Rs. 837.64 Crores
- EBITDA margin at 8.46% vs 12.49%
- PBT / (Loss before tax) after Exceptional items at Rs. (28.10) Crores vs Rs. 53.40 Crores
- Net Profit / (Loss) after tax at Rs. (26.58)* crores vs Rs. 39.46 Crores

* Note :-

- Due to COVID-19 Pandemic followed by nation wide lockdown during Q1FY21, Company has faced disruption in its execution of work orders as planned leading to lower execution and profitability.
- However as lock down restrictions were eased, the Company has resumed operations in a phased manner in line with the directives of the Government of India. Presently the company is continuously monitoring developments across all construction sites and operating at sub optimal level and will continue to witness a significant improvement in execution of work post completion of monsoon period .

Business Impact of COVID-19 – Lock down Phase Vs. Unlock Phase

Particulars	Lock down Phase	Unlock Phase	
	March-June 2020	From July 2020 Onwards	From October 2020 onwards
Availability of Work force	30% - 40%	70% - 80%	90% to 100%
Supply of Raw Material	10%-20%	60%-80%	85% to 100%
Disruption in Supply Chain	Significant	Improved	Normal
Release of payments from Authorities	Minimal & Stagnant	80%-90%	Normal
Execution Run rate	25% of Pre- Covid levels	60% to 70% of Pre- Covid levels	Normal

Standalone Financial Performance

Particulars (In Rs cr.)	Q1FY21	Q1FY20	FY20
Income from operations	229.69	837.64	2,251.66
(Net GST)			
Construction expenses	174.44	673.88	1,735.02
<i>% of sales</i>	<i>75.95</i>	<i>80.45</i>	<i>77.06</i>
Employee expenses	25.69	42.05	147.15
<i>% of sales</i>	<i>11.18</i>	<i>5.02</i>	<i>6.54</i>
Other expenses	10.12	17.13	90.03
<i>% of sales</i>	<i>4.41</i>	<i>2.05</i>	<i>4.00</i>
EBITDA	19.44	104.58	279.46
<i>% of sales</i>	<i>8.46</i>	<i>12.49</i>	<i>12.41</i>
Depreciation	24.94	28.01	108.45
Finance cost	23.98	27.31	100.49
<i>% of sales</i>	<i>10.44</i>	<i>3.26</i>	<i>4.46</i>
Other income	1.38	4.14	22.22
Exceptional item	-	-	17.01
PBT after Exceptional Items	(28.10)	53.40	109.75
<i>% of sales</i>	<i>(12.23)</i>	<i>6.38</i>	<i>4.87</i>
Taxes	(1.52)	13.94	24.59
PAT	(26.58)	39.46	85.16
<i>% of sales</i>	<i>(3.17)</i>	<i>4.71</i>	<i>3.78</i>

Movement of net debt to equity since last 10 years

Financial Year – Rs. Crs.	Net Debt	Networth	Net Debt to Equity ratio
FY 20	111,907	210,398	0.53
FY 19	152,695	203,367	0.75
FY 18	147,200	186,679	0.79
FY 17	175,416	166,089	1.06
FY 16	118,000	147,146	0.80
FY 15	106,125	135,206	0.78
FY 14	94,954	95,722	0.99
FY 13	74,123	83,252	0.89
FY 12	39,247	76,231	0.51
FY 11	31,149	62,575	0.50
FY 10	37,904	39,151	0.97

Net debt to equity ratio has reached almost the lowest level since last 10 years

Key Developments

- Details of New orders awarded in Q2FY21 as under :-

Sr No.	Project Name	Sector	Project cost (INR in Crs)
1)	Ahmedabad-Dholera Greenfield Alignment (Package-I)	Transport sector-EPC	690.30
2)	Ahmedabad-Dholera Greenfield Alignment (Package-II)	Transport sector-EPC	882.00

- We have successfully achieved PCOD for following HAM projects which will start to fetch regular annuity.

Sr No.	Project Name	Order Size (INR in Crs)	Date of PCOD
1)	Sadbhav Bhavnagar Highway Pvt. Ltd.	819.00	28.02.2020
2)	Sadbhav Udaipur Highway Pvt. Ltd.	891.00	31.07.2020

Maharashtra Border Check Post (MBCPNL)

Overview: First of its kind project in India; facilitates RTO checks, sales tax and excise clearances, weighment of vehicles and IT support, providing E-Way bill data to GST Network. 24 border check posts located around Maharashtra



★ Major (03) ★ Big (02) ★ Medium (07) ★ Small (12)



Key Characteristics

	INR 14.3 Bn Project Cost	INR 4.3 Bn Equity Invested	INR 10.1 Bn FY18 Debt ¹
	N/A Length	N/A Lanes	24 Check Posts ²
	Govt. of Maharashtra Client	A- (CARE) Credit Rating	Ownership D Thakkar Constructions 9% SIPL 91%

Timeline

	5 May 2009 Appointed Date	8 Apr 2013 COD for 1 st Check Post
	5.0 yrs Operational History	15.6 yrs Remaining Concession Life

Toll Rate Increase

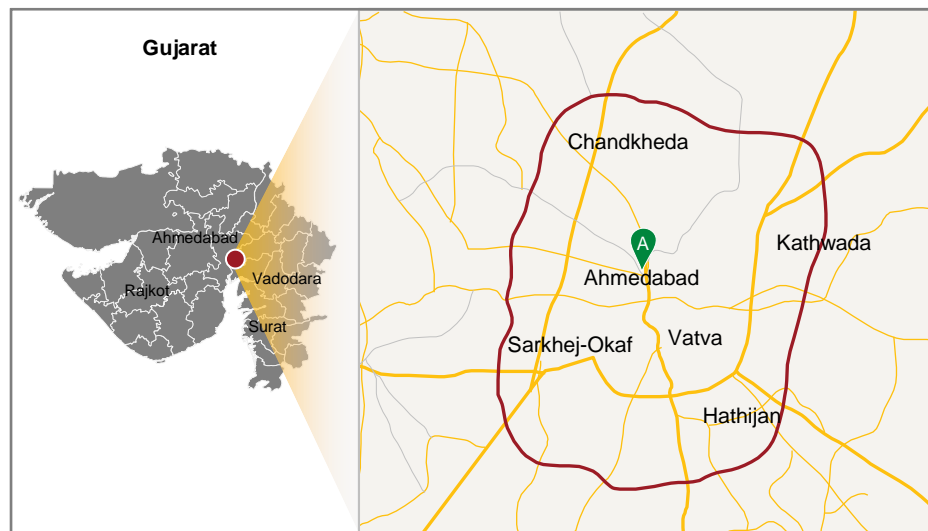
	c. 18% Every 3 years; last increase in FY19
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Notes

1. Total debt arrived at after netting off unamortized processing fees
2. 18 check post operational as of FY18, 6 additional to become operational in FY19

Ahmedabad Ring Road (ARRIL)

Overview: Circularly located around Ahmedabad city – 10 kms from state capital Gandhinagar. Crosses 19 major radial roads of the city



Key Characteristics

	INR 5.4 Bn Project Cost	INR 0.5 Bn Equity Invested	INR 2.6 Bn FY18 Debt ¹
	76.4 km Length	4 Lanes	7 Toll Plazas
	AUDA² Client	A+ (CARE) Credit Rating	 Ownership

Timeline

	31 Dec 2006 Appointed Date	29 May 2008 COD (early completion)
	9.8 yrs Operational History	8.7 yrs Remaining Concession Life

Toll Rate Increase

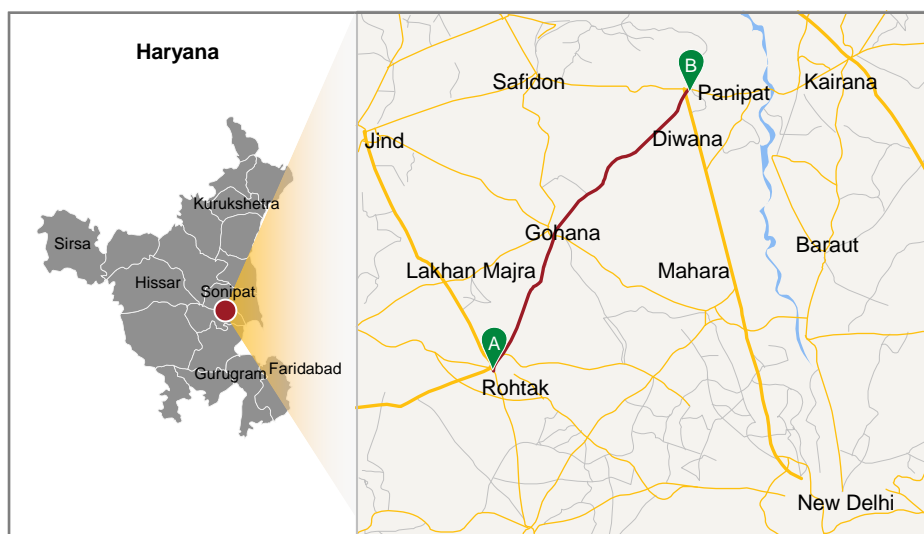
	100% of WPI, every September
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Notes





1. Total debt arrived at after netting off unamortized processing fees
2. Ahmedabad Urban Development Authority

Rohtak Panipat (RPTPL)

Overview: Part of the NH-709 section in Haryana, catering to long distance traffic originating from Rajasthan, Maharashtra, Gujarat to Northern states like Punjab, Jammu & Kashmir, Haryana and vice versa



Key Characteristics

	INR 11.6 Bn Project Cost	INR 2.4 Bn Equity Invested	INR 9.9 Bn FY18 Debt ¹
	80.9 km Length	4 Lanes	2 Toll Plazas
	NHAI Client	BB+ (CARE) Credit Rating	 Ownership

Timeline

	18 Apr 2011 Appointed Date	6 Jan 2014 COD
	4.2 yrs Operational History	18.0 yrs Remaining Concession Life ²

Toll Rate Increase

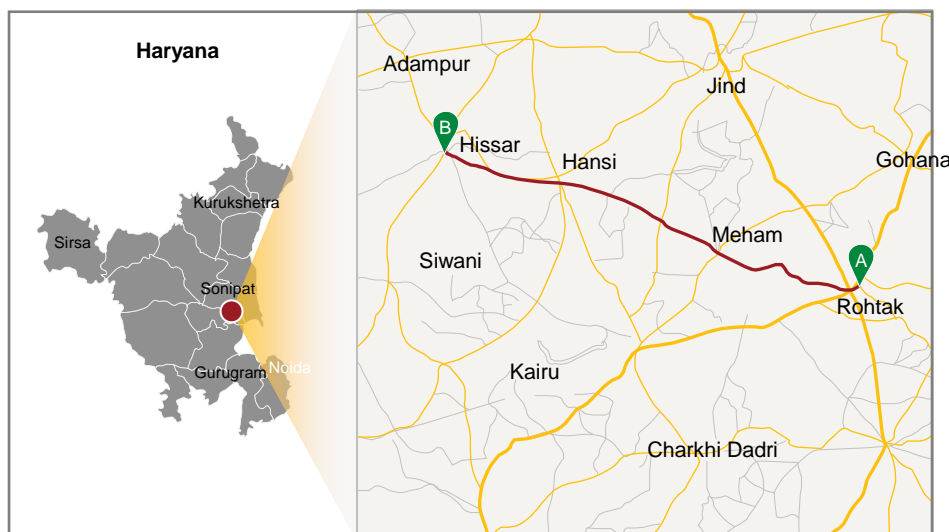
	3% fixed + 40% of WPI Every April
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Notes

1. Total debt arrived at after netting off unamortized processing fees
2. Remaining Concession Life likely to be extended by 4.0 years

Rohtak Hissar (RHTPL)

Overview: Part of the NH-9 stretch in Haryana. Attracts strong traffic because of NH-9's connectivity with Delhi, Punjab, Uttar Pradesh, Uttarakhand and Haryana states



Key Characteristics



INR 12.7 Bn

Project Cost

INR 1.1 Bn

Equity Invested

INR 9.4 Bn

FY18 Debt¹



98.8 km

Length

4

Lanes

2

Toll Plazas



NHAI

Client

BB+ (CARE)

Credit Rating



Ownership

Timeline



26 Dec 2013

Appointed
Date

30 Jul 2016

COD



1.7 yrs

Operational History

17.7 yrs

Remaining Concession Life²

Toll Rate Increase



3% fixed + 40% of WPI

Every April

Notes

1. Total debt arrived at after netting off unamortized processing fees
2. Remaining Concession Life likely to be extended by 4.0 years

Overview of SIPL Projects (cont'd)

Low-risk Under-construction assets under HAM Model

HAM Projects

Project Name	Project Cost	Sources of Funds ¹			Equity Invested till date	FY18 Debt	% Completion	Scheduled COD	Cash Income ²		
		Grant	Equity	Debt					FY20	FY21	FY22
		INR MM	INR MM	INR MM	INR MM	INR MM			INR MM	INR MM	INR MM
Bhavnagar	8,190	3,596	1,082	4,330	381	1,204	31%	Aug-19	432	863	863
Bangalore	10,080	4,405	1,211	4,846	617	175	12%	Aug-19	629	1,267	1,278
Rampur I	7,380	3,278	886	3,543	305	1,449	32%	Mar-19	732	730	727
Rampur II	6,570	2,979	789	3,157	491	156	8%	Oct-19	401	749	748
Una	6,230	2,791	840	3,361	267	731	16%	Aug-19	344	688	688
Udaipur	8,910	3,841	1,075	4,300	442	673	16%	Nov-19	466	819	813
Waranga Mahagaon	10,710	4,682	1,292	5,168	337	-	0%	Mar-20	-	1,043	1,038
Bhimasar	11,520	4,598	1,270	5,079	-	-	0%	Apr-21	-	140	988
Jodhpur RR	11,610	4,761	1,333	5,332	-	-	0%	Jul-20	-	507	1,012
Tumkur III	10,080	4,375	1,216	4,866	-	-	0%	Oct-20	-	661	937
Vadodara	14,040	6,094	1,694	6,777	-	-	0%	Oct-20	-	721	1,322
Visakhapatnam	5,490	2,252	636	2,545	-	-	0%	Apr-20	-	483	481
Total	110,810	47,652	13,326	53,302	2,841	4,387			3,005	8,672	10,895

All HAM assets are 100% owned by the Company and will have an Operational Life of 15 years post construction

Notes

1. Funding is for escalated value of bid project cost
2. Includes Annuity income, interest income and O&M income

SADBHAV INFRASTRUCTURE PROJECT LIMITED

The Company has organized the Familiarization Programme on 10th February, 2021 for Independent Directors during the year 2020-21. All the Independent Directors of the Company were present.

The details of the same are mentioned as under:

Sr. No.	Name of Independent Director	Number of Programmes attended		Number of hours spent		Other Relevant Details
		During the year 2020-21	On a cumulative basis during the year 2020-21	During the year 2020-21	On a cumulative basis till date	
1	Mr. Sandip V. Patel	1 (one)	1 (one)	1 hour	7 hours	-
2	Mr. Arun S. Patel	1 (one)	1 (one)	1 hour	7 hours	-
3	Mrs. Daksha Shah	1 (one)	1 (one)	1 hour	7 hours	-