S S KOTHARI MEHTA & CO
CHARTERED ACCOUNTANTS

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Independent Auditors' Report

To The Members of Semac Consultants Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Semac consultants Private Limited ("the Company"), which comprise the balance sheet as at March 31, 2016, the statement of profit and loss, the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, and the cash flow statement 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   e) On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;

   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:

      i. The Company has disclosed the impact of pending litigations as at March 31, 2016 on its financial position in its standalone financial statements - Refer Note 27 to the standalone financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There has been no delay in transferring amounts, required to be transferred to Investor Education and Protection fund by the company.

For S. S. Kothari Mehta & Co
Chartered Accountants
Firm's Registration No. 000756N

Sunil Wahal
Partner
Membership No: 087294

Place: New Delhi
Date: 02/05/2016

Annexure A to the Independent Auditor's Report to the members of Semac Consultans Private Limited on its standalone financial statements dated 02/05/2016

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order') issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets are physically verified by the management according to a phased program designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, the fixed assets has been physically verified by the management during the year and no material discrepancies were noticed on such verification, discrepancies has duly been adjusted in the financials.

(c) The title deed of immovable property is held in the name of the company.

(ii) According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said Order is not applicable to the company.

(iii) (a) The Company has granted loan to a party covered in the register maintained under section 189 of the Act. In our opinion and according to the information and explanation given to us, the terms and conditions of loan are not prejudicial to the company's interest.

(b) The company has granted tenure based loan to party covered in the register maintained under section 189 of the Act. The repayment of loan is as per tenure only. The amount of interest has been regular.

(c) There are no amount of loans which are outstanding for more than ninety days.

(iv) As per the information and explanation given to us and on the basis of our examination of the records, the company has complied with provision of section 185 and 186 of the Act, with respect to the loans and investment made.

(v) As the company has not accepted deposits, the directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other provisions of the companies Act and rules framed there under, are not applicable.

(vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under section 148 of the Act for the activities undertaken by the company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and as per the books and records examined by us, there are no dues in respect of sales tax, income tax, services tax, excise duty, custom duty and Value added tax which have not been deposited on account of any dispute.

(viii) According to the information and explanations given to us and as per the books and records examined by us, the Company does not have any borrowings from any Governments, financial institution or bank nor has it issued any debentures as at the balance sheet date, the provision of clause 3(viii) of the order are not applicable to the company.

(ix) According to the information and explanations given by the management, the Company has not raised any monies by way of initial public offer or further public offer during the financial year, and the Company has not raised any term loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the company.

(x) In our opinion and on the basis of information and explanations given to us, no cases of fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us, the provisions of section 197 read with Schedule V to the Act, do not apply on the company hence clause (xiii) of the Order is not applicable to the company.

(xii) In our opinion, the Company is not a Nidhi Company, therefore the provision of clause (xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Act, as applicable and the details have been disclosed in the notes to the financial statements as required by the applicable accounting standards.

(xiv) As the Company has not made any preferential allotment and private placement of shares or fully & partly convertible debentures during the year under review, the requirement of section 42 of the Act are not applicable.

(xv) In our opinion and on the basis of information and explanations given to us, the Company has not entered into non-cash transactions with directors and persons connected with him. Hence, the provisions of section 192 of Act are not applicable.

(xvi) In our opinion and on the basis of information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S. S. Kothari Mehta & Co
Chartered Accountants
Firm's Registration No. 000756N

NEW DELHI

Sunil Wahal
Partner
Membership No: 087294

Place: New Delhi
Date: 02/05/2016

Annexure B to the Independent Auditor's Report to the members of Semac consultants Private Limited on its standalone financial statements dated...02/05/2016

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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". 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 the 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.

Auditors' Responsibility

Our responsibility is to express an opinion on 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, as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both 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 was established and maintained and if such controls operated effectively in all material respects.

An 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.

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 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:

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

b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, 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"

For S. S. Kothari Mehta & Co
Chartered Accountants
Firm's Registration No. 000756N

Sunil Wahal
Partner
Membership No: 087294

Place: New Delhi
Date: 02/05/2016

SEMAC CONSULTANTS PRIVATE LIMITED

STANDALONE FINANCIAL STATEMENTS FOR FY2015-16

SEMAC CONSULTANTS PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2016

(Amount in Rs.)

Particulars	Note	As at 31st March, 2016	As at 31st March, 2015
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	3	18,208,920	18,208,920
Reserves and surplus	4	493,496,438	472,705,763
		511,705,358	490,914,683
Non-current Liabilities			
Long-term borrowings	5	919,707	1,366,730
Long-term provisions	6	32,183,159	26,010,528
		33,102,866	27,377,258
Current Liabilities			
Short-term borrowings	7	54,859,300	23,151,814
Trade payables	8		
(i) Dues of micro & small enterprises			
(ii) Dues of other than micro & small enterprises		86,161,127	11,150,160
Short-term provisions	9	19,568,842	17,287,645
Other current liabilities	10	64,436,102	53,275,727
		225,025,371	104,865,347
TOTAL		**769,833,596**	**623,157,288**
ASSETS			
Non-current assets			
Fixed assets			
(i) Tangible assets	11	12,118,001	15,558,809
(ii) Intangible assets	11	5,528,498	7,118,855
Non-current investments	12	1,368,400	2,540,088
Deferred tax assets (Net)	13	20,498,678	17,491,492
Long-term loans and advances	14	72,090,118	96,073,751
Other non-current assets	15	57,417,151	9,208,345
		169,020,847	147,991,340
Current Assets			
Current investments	16	20,000,000	19,116,233
Trade receivables	17	294,552,726	236,477,513
Cash and cash equivalents	18	104,295,753	33,561,756
Short-term loans and advances	19	141,826,115	178,716,516
Other current assets	20	40,138,155	7,293,930
		600,812,749	475,165,948
TOTAL		**769,833,596**	**623,157,288**
Significant Accounting Policies	2		

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm registration number : 000756N

Sunil Wahal
Partner
Membership No: 087294

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Chaitanya Dalmia
Director
[redacted]

B. D. Narang
Director
DIN : 00038052

Place : New Delhi
Date : 02/05/2016

SEMAC CONSULTANTS PRIVATE LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2016

(Amount in Rs.)

Particulars	Note	For the year ended 31st March, 2016	For the year ended 31st March, 2015
Revenue from operations			
Sales	21	825,615,809	547,556,356
Other income	22	32,158,737	29,688,253
Total revenue		**857,774,545**	**577,244,609**
Expenses			
Cost of services (works contract)	23	236,494,096	5,030,270
Employee benefits expense	24	353,759,256	310,860,724
Professional charges paid		63,069,436	56,949,482
Finance costs	25	10,718,339	3,939,177
Depreciation and amortization expense	11	10,995,650	15,071,860
Other expenses	26	133,682,454	123,926,111
Total expenses		**808,719,230**	**510,747,354**
Profit before exceptional items and tax		**49,055,315**	**66,497,255**
Exceptional Item		-	-
Profit Before Tax		**49,055,315**	**66,497,255**
Tax expenses :			
Current tax		31,271,827	24,753,973
Deferred tax	13	(3,007,187)	121,707
Income tax relating to earlier years		-	3,701,938
		28,264,640	**28,577,618**
Net profit/ (loss) for the year		**20,790,675**	**37,919,637**
Earnings per equity share (par value of Rs.10 each)			
Basic (Rs.)		11.42	20.82
Diluted (Rs.)		11.42	20.82
Significant accounting policies	2		

The accompanying notes form an integral part of these financial statements
As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm registration number: 000756N

NEW DELHI

Sunil Wahal
Partner
Membership No: 087294

For and on Behalf of the Board of Directors
Semac Consultants Private Limited

Chaitanya Dalmia
Director
DIN : 00028402

B. D. Narang
Director
DIN : 00038052

[redacted]

Place : New Delhi
Date : 02/05/2016

SEMAC CONSULTANTS PRIVATE LIMITED

Cash Flow Statement for the year ended 31st March 2016

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
A. Cash flows from operating activities		
Net profit / (loss) before tax and after exceptional items	**49,055,315**	**66,497,255**
Depreciation	10,995,650	15,071,860
(Profit) / loss on sale of fixed assets	97,000	(249,685)
Provision no longer required written back	(7,922,578)	(397,691)
Interest income	(24,003,156)	(19,898,815)
Interest on borrowings	247,343	3,939,177
Provision for bad debts	-	-
Loss / (Profit) on sale of investments	-	(8,639,532)
Bad debts written off	26,874,676	24,973,938
Operating profit before working capital changes	**55,344,250**	**81,296,508**
Changes in working capital		
(Increase)/ decrease in trade and other receivables	(87,757,856)	(123,019,526)
(Decrease)/ increase in trade payables	65,732,093	(2,619,346)
Cash generated from operations	**(22,025,763)**	**(125,638,872)**
Direct taxes paid (net of refund)	(28,264,640)	(28,455,911)
Net cash/ (used in) from operating activities	**5,053,847**	**(72,798,275)**
B. Cash flows from investing activities		
Purchase of fixed assets	(6,227,857)	(11,725,037)
Capital work-in-progress	-	-
Sale of fixed assets	72,000	664,335
Purchase of investment	(47,996,589)	-
Sale/redemption of investments (Net)	38,567,710	101,186,044
Interest received	25,707,383	-
Deposits with more than 12 months maturity	(64,849,866)	-
Net cash used in investing activities	**(54,727,218)**	**90,125,342**
C. Cash flows from financing activities		
Proceeds from/(repayment) of borrowings	114,485,726	(263,523)
Interest paid	5,921,642	(3,939,177)
Net cash provided by/(used in) financing activities	**120,407,368**	**(4,202,700)**
Net increase in cash and cash equivalents	**70,733,997**	**13,124,367**
Cash and cash equivalents		
Beginning of the year	33,561,756	20,437,390
End of the year	**104,295,753**	**33,561,756**

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

Place : New Delhi
Date : 02/05/2016

For and on Behalf of the Board of Directors
Semac Consultants Private Limited

Chaitanya Dalmia
Director
DIN : 00028402

B. D. Narang
Director
DIN : 00038052

Vikas Jain
Chief financial officer

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

1 Corporate Information

Semac Consultants Private Limited ("the company") was incorporated as a private company was registered on Jan 16, 1987 under the Companies Act 1956 (superceded by companies, act 2013). The Company is a subsidiary of Revathi Equipment Ltd which is currently listed on Bombay Stock Exchange and National Stock Exchange. The company is pioneers in design Engineering consulting in india, with the end-to-end capabilities across Architecture, Structural, Electrical, Public Health Engineering (PHE), Fire protection, Heating Ventilation and Air Conditioning (HVAC), LEED certifications and Energy Audit domains.

2 Significant Accounting Policies

2.1 Basis of Preparation of Financial Statements

The financial statements have been prepared in accordance with the generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the accounting Standards specified under Section 133 of Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. These accounts have been prepared on accrual basis and under historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.2 Use of Estimates

The preparation of financial statements require the management to make estimates and assumption that affect the reported amount of assets and liabilities and disclosures relating to contingent liabilities and assets as at the Balance Sheet date and the reported amounts of income and expenses during the year. Difference between the actual results and the estimates are recognised in the year in which the results are known/materialised. Contingencies are recorded when it is probable that a liability will be incurred and the amount can reasonably be estimated.

2.3 Tangible Assets

Fixed assets are stated at historical cost less accumulated depreciation and impairment loss if any. Historical cost comprises the purchase price (net of cenvat / duty credits wherever applicable) and all direct costs attributable to bringing the asset to its working condition for intended use. Subsequent expenditure related to an item of fixes assets is added to the bookd value only if it increases the future benefit from the existing assets beyond its previously assessed standard of performace. All other expenses on existing fixed assets, including day to day repair and maintaince and cost of replacing parts, are charged to statement of profit & loss for the period during which such expenses are incurred.

2.4 Intangible Assets

Intangible Assets acquired separately are measured on initial recoginition at cost. Following Initial recoginition, assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

2.4 Depreciation / amortisation

Tangible fixed assets

The company has provided depreciation on written down value basis by adpoting useful life of at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch where depreciation is provided on a stright line basis over the useful life of assets as ascertained by the management. All assets costing ₹ 5,000 or below are fully depreciated in the year of addition. The company has adpoted the residual value of 2%.

Intangible fixed assets

Intangible assets- Computer software are amortized over a period over the period of 3 to 5 years on written down value basis.

2.5 Impairment

Fixed assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of the fixed assets is determined. An impairment loss is recognised, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is greater of assets' net selling price or its value in use. In assessing value in use, the estimated future cash flows from the use of assets are discounted to their present value at appropriate rate. An impairment loss is reversed if there has been change in the recoverable amount and such loss either no longer exists or has decreased. Impairment loss/reversal thereof, which in case of CGU, are allocated to its assets on a pro-rata basis, is adjusted to carrying value of the respective assets.

2.6 Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value. Long-term investments are carried at cost individually. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments in case of long term investments.

2.7 Revenue recognition

a) Income for engineering consultancy and project management services is recorded in the books on the basis of issuance of invoices as per agreed terms with the customer and generally on the basis of confirmation of the work done by the customer. When there is uncertainty as to the measurement of work being done or ultimate collectability, revenue recognition is postponed till resolution thereof. Revenue for construction job and services is account for on complettion of the work as per agreed terms.

b) Interest income is recognized on time basis and is determined by the amount outstanding and rate applicable.

c) Dividend income is recognized as and when right to receive payment is established.

2.8 Income Tax

Income tax expense comprises current tax, deferred tax charge or credit. Current tax provision is made based on the tax liability computed after considering tax allowances and exemptions under of the Income tax Act, 1961.

The deferred tax charge or credit and the corresponding deferred tax liability and assets are recognised using the tax rates that have been enacted or substantively enacted on the balance sheet date. Deferred tax assets are recognised only to the extent where there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward business loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date to reassess their realisability.

2.9 Retirement and other employee benefits

Short-term employee benefits

The employee benefits payable only within 12 months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, leave travel allowance, short-term compensated absences, etc., and the expected cost of bonus are recognized in the period in which the employee renders the related services.

Post employment benefits

Defined contribution plan : The Company has contributed to state governed Provident Fund Scheme, and Employee Pension Scheme which are Defined Contribution Plans. Contribution paid or payable under the Schemes is recognized during the period in which employee renders the related service.

Defined benefit plan : The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary, using the Projected unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Company has an Employee Gratuity Fund managed by Life Insurance Corporation. The provision made during the year is charged to profit and loss account.

In respect of overseas branch, provision is made for end-of-service gratuity liability in accordance with the local labour laws.

2.10 Foreign currency transactions

Transactions in foreign currencies are accounted for at the exchange rate prevailing on the date of transaction. Foreign currency monetary assets and liabilities at the year end are transacted at the year end exchange rates. Non-monetary items other than fixed assets, which are carried in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expenses and are adjusted to the profit and loss account under the respective heads of account.

In respect of the overseas branch, all transactions are translated using the average rates. Branch monetary assets and liabilities are restated at the year end rates. Differences arising therefrom are considered as expenses or income as the case may be.

2.11 Segment reporting

(a) Identification of segments:

The company's operating business are organized and managed separately according to the nature of products manufactured and services provided , with each segment representing a strategic business unit that offers different products.

(b) Allocation of common costs:

Common allocable costs are allocated to each segment on reasonable basis.

(c) Inter-Segment Revenue

The company generally accounts for intersegment sales and transfer at cost plus appropriate margin.

NEW DELHI

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

2.12 Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

2.13 Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

2.14 Provisions

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

2.15 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

2.16 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted. average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

		Amount in Rs.	
		As at 31 March 2016	As at 31 March 2015
3	**SHARE CAPITAL**		
	Authorised:		
	20,00,000 (Previous year 20,00,000) Equity Shares of Rs.10/- each	20,000,000	20,000,000
	Issued, Subscribed and fully Paid Up :		
	18,20,892 (Previous year 18,20,892) Equity Shares of Rs.10/- each	18,208,920	18,208,920
		18,208,920	**18,208,920**

a) **Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year**

Equity shares	As at 31 March, 2016		As at 31 March 2015	
	No. of shares	Rs.	No. of shares	Rs.
Shares outstanding at the beginning of the year	1,820,892	18,208,920	1,820,892	18,208,920
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	**1,820,892**	**18,208,920**	**1,820,892**	**18,208,920**

b) **Details of equity shareholders holding more than 5% shares in the Company**

	As at 31 March,		As at 31 March 2015	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up				
Revathi Equipment Ltd. (the Holding Company)	1,401,860	76.99	1,401,860	76.99
B. S. Aswathnarayan	97,390	5.35	97,390	5.35
T. S. Gururaj	95,851	5.26	95,851	5.26
	1,595,101	87.60	1,595,101	87.60

c) **Terms and rights attached to equity shares :**

The Company has one class of equity shares having par value of Rs 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation the equity shareholders are eligible to receive the remaining assets after discharging all liabilities of the Company, in proportion to their shareholding.

d During the year ended 31st March, 2016 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (Previous Year Rs. NIL)

e) The company has not issued any shares for considration other than cash including bonus share and and shares brough back during the period of five years immediately preceeding the reporting date.

4 RESERVES AND SURPLUS

General Reserve		
Opening balance as per last financial statements	164,127,053	164,127,053
Surplus in the statement of profit and loss		
Opening Balance as per last financial statement	308,578,710	279,887,897
Less : Adjustment on account of remaining useful life in terms of Schedule II of Companies Act,2013 (Net of deferred tax of Rs. 44,32,376)	-	(9,228,824)
Add: Profit/ for the year	20,790,675	37,919,637
Balance at the end of the year	329,369,385	308,578,710
Total Reserve and surplus	**493,496,438**	**472,705,763**

5 LONG TERM BORROWINGS (Secured)

	Non-current portion		Current portion	
	As at 31 March, 2016 Rs.	As at 31 March, 2015 Rs.	As at 31 March, 2016 Rs.	As at 31 March, 2015 Rs.
Term Loan from ICICI Bank (a)	919,707	1,123,573	208,578	299,151
Vehicle Term Loan from Bank (b)	-	243,157	243,355	330,037
	919,707	**1,366,730**	**451,933**	**629,188**
Less: Amount disclosed under the head "Other current liability" (Refer note no. 10)			(451,933)	
	919,707	**1,366,730**	-	**629,188**

a) Loan taken from ICICI Bank is secured/to be secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 38,569 each (starting from August 2005 for a period of 120 months) and Rs. 29,676 each (starting from November, 2005 for a period of 176 months).

b) Vehicle Loans are secured/to be secured by hypothecation of vehicles and are payable in EMI of Rs.12467 (starting from April 2014 for a period of 36 months), Rs. 9787 (starting from July 2014 for a period of 36 months and Rs 11637 (starting from April 2013 for a period of 35 months).

6 LONG - TERM PROVISIONS

	As at 31 March 2016	As at 31 March 2015
Provision for Employee Benefits (Refer note 30)		
Provision for gratuity	29,652,643	26,010,528
Provision for leave salary	2,530,516	-
	32,183,159	**26,010,528**

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

7 SHORT TERM BORROWINGS (Unsecured)

	As at 31 March 2016	As at 31 March 2015
Amount due to related parties	14,859,300	11,868,024
Loan from body corporate*	40,000,000	11,283,791
	54,859,300	**23,151,814**

* The above loan is taken from Hari Investment Pvt Ltd carrying interest @ 12% p.a. The loan will be due for repayment on 30th June 2016

8 TRADE PAYABLES

	As at 31 March 2016	As at 31 March 2015
Trade Payables	86,161,127	11,150,160
	86,161,127	**11,150,160**

a) Based on the information available with the Company, there are no supplier as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" and hence the disclosure as required in Section 22 of the said Act has not been given in these accounts.

9 SHORT TERM PROVISIONS

	As at 31 March 2016	As at 31 March 2015
Provision for Gratuity	6,520,140	4,887,645
Provision for Leave Salary	648,702	-
Provision for contingency*	12,400,000	12,400,000
	19,568,842	**17,287,645**

*Claim made by a client which is under dispute.

10 OTHER CURRENT LIABILITIES

	As at 31 March 2016	As at 31 March 2015
Current maturity of long term borrowings		
Vehicle Loan	243,355	330,037
ICICI Bank Loan	208,578	299,151
Advance from Clients	8,806,643	-
Statutory Liabilities	4,988,734	21,252,811
Employee Related Dues	33,796,936	23,193,970
Unclaimed Dividend*	-	7,200
Other Payables	16,391,856	8,192,559
	64,436,102	**53,275,727**

*During the year company has deposit the amount of unclaimed dividend in investor education and protection fund.

SCHEDULES TO AND FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH 2016

SCHEDULE - 11

FIXED ASSETS

Sl. No.	Description of Asset	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost as on 01-04-2015	Additions During The Year	Deduction During The Year	Cost as on 31-03-2016	As on 01-04-2015	Additions During The Year	Deduction During The Year	As on 31-03-2016	As on 31-03-2016	As on 01-04-2015
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
	TANGIBLE ASSETS										
1	BUILDINGS	7,715,968	6,728	-	7,722,696	3,268,046	219,919	-	3,487,965	4,234,731	4,447,922
2	PLANT & MACHINERY	2,117,998	52,900	-	2,170,898	2,077,780	41,603	-	2,119,383	51,515	40,218
3	COMPUTERS (END-USER DEVICES)	53,866,922	2,197,862	24,999	56,039,785	51,004,499	2,348,189	-	53,352,688	2,687,097	2,862,423
4	COMPUTERS (SERVERS & NETWORKS)	275,765	-	-	275,765	218,163	30,431	-	248,594	27,171	57,602
5	OFFICE EQUIPMENTS	25,583,085	332,053	-	25,915,138	23,390,185	1,226,341	-	24,616,526	1,298,612	2,192,900
6	GENERAL FURNITURE & FITTINGS	18,821,993	2,139,257	-	20,961,250	14,746,271	1,671,242	-	16,417,513	4,543,737	4,075,722
7	MOTOR VEHICLE - CARS	8,476,509	-	240,000	8,236,509	6,960,945	631,050	-	7,591,995	644,514	1,515,564
8	MOTOR VEHICLE - MOTORCYCLE	48,525	-	-	48,525	10,655	10,675	-	21,330	27,195	37,870
9	LEASE HOLD IMPROVEMENTS	2,646,109	-	-	2,646,109	2,317,521	293,029	-	2,610,550	35,559	328,588
	TOTAL TANGIBLE ASSETS (A)	**119,552,874**	**4,728,800**	**264,999**	**124,016,676**	**103,994,065**	**6,472,478**	-	**110,466,544**	**13,550,132**	**15,558,809**
	INTANGIBLE ASSETS										
10	INTANGIBLE ASSETS - SOFTWARE	43,968,352	1,500,685	-	45,469,037	36,849,497	4,523,172	-	41,372,669	4,096,368	7,118,855
	TOTAL INTANGIBLE ASSETS (B)	**43,968,352**	**1,500,685**	-	**45,469,037**	**36,849,497**	**4,523,172**	-	**41,372,669**	**4,096,368**	**7,118,855**
	TOTAL (A + B)	**163,521,226**	**6,229,485**	**264,999**	**169,485,712**	**140,843,562**	**10,995,650**	-	**151,839,213**	**17,646,499**	**22,677,664**
	PREVIOUS YEAR	153,116,868	11,725,037	1,320,679	**163,521,226**	113,016,530	28,733,060	906,029	140,843,562	22,677,664	-

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

12 NON CURRENT INVESTMENTS

			As at 31 March 2016	As at 31 March 2015
	(At cost unless otherwise stated) (Non Trade- Unquoted)			
	In Equity Instruments :			
a)	**Shares in Subsidiary Company :**			
	163,150 (Previous year 1,63,150) Equity Shares of Omani Riyal 1/- ea		662,800	662,800
b)	**Shares in Joint Venture :**			
	98 (previous year 98) Paid-Up Shares of Qatari Riyal 1000/- each fully paid up in Semac Qatar WLL, Doha.	1,171,688		
	Less: Provision for Diminution	(1,171,688)	-	1,171,688
c)	**Share in Other Bodies Corporate**			
	128 (previous year 128) Paid-Up Equity Shares of Rs. 25/- each fully paid up in Shamrao Vittal Co-op. Bank Ltd.		3,200	3,200
	74,050 (previous year 74,050) Paid up Equity shares of Rs. 10/- each fully paid up in AEC Infotech Pvt. Ltd.		666,400	666,400
	(Non Trade - Quoted) :			
d)	**Share in Other Bodies Corporate**			
	3,600 Fully Paid up Equity Shares of Rs. 10/- each in Lakeland Hotels Ltd.		36,000	36,000
			1,368,400	**2,540,088**
	Aggregate amount of Quoted Investments		36,000	36,000
	Market Value of Quoted Investments		35,640	46,188
	Aggregate amount of Unquoted Investments		2,504,088	2,504,088
	Provision for diminution in investment		1,171,688	-

Informations pertaining to Joint Venture are given in note 32

13 DEFERRED TAX ASSETS (NET)

	As at 31 March 2016	As at 31 March 2015
Deferred Tax Assets :		
Expenses Allowable On payment basis And Others	14,266,694	10,024,912
Provision for Doubtful debt	728,273	2,887,850
	14,994,967	**12,912,762**
Deferred Tax Liabilities :		
Depreciation Difference	(5,503,711)	(4,578,730)
	(5,503,711)	**(4,578,730)**
Net Deferred Tax Asset/(Liabilities)	**20,498,678**	**17,491,492**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

14 LONG TERM LOANS AND ADVANCES

(Unsecured)

	As at 31 March 2016	As at 31 March 2015
Security deposit	5,913,295	6,060,520
Advance Income Taxes (Net of provision of Rs.12,54,26,682/-, previous year 6,94,00,883)	66,176,823	65,013,231
Loan to others	-	25,000,000
	72,090,118	**96,073,751**

15 OTHER NON-CURRENT ASSETS

	As at 31 March 2016	As at 31 March 2015
Deposits with Banks (Under Lien) (Lien in the favour of guarantees given to customers)	57,417,151	9,208,345
	57,417,151	**9,208,345**

16 CURRENT INVESTMENTS

	As at 31 March 2016	As at 31 March 2015
Mutual Funds:		
HDFC Liquid Fund (522,879.53 units in HDFC Liquid Fund - Growth (Quoted))	20,000,000	13,561,086
Forefront - Depository A/c	-	5,555,147
Nil, (95) Fully paid up equity shares of Rs. 10 each in Clariant Chemicals (India) Ltd.	-	77,249
Nil, (2160) fully paid up equity shares of Rs. 10 each in Coal India Ltd.	-	783,864
Nil, (76) fully paid up equity shares of Rs. 10 each in D I C India Ltd.	-	25,806
Nil, (1738) fully paid up equity shares of Rs. 10 each in Essar Oil Ltd.	-	189,703
Nil, (616) fully paid up equity shares of Rs. 10 each in Essar Ports Ltd.	-	75,830
Nil, (4697) fully paid up equity shares of Rs 10 each in Essar Shipping Ltd.	-	103,099
Nil, (15793) fully paid up equity shares of Rs. 10 each in Mangalore Chemicals & Fertilizers Ltd.	-	1,396,101
Nil, (390) fully paid up equity shares of Rs. 10 each in Manjushree Technopack Ltd.	-	173,999
Nil, (3102) fully paid up equity shares of Rs 10 each in Nirlon Ltd.	-	609,853
Nil, (52) fully paid up equity shares of Rs 5 each in Oracle Financial Services Software Ltd.	-	169,523
Nil, (64) fully paid up equity shares of Rs.10 each in Panasonic Appliances India Co. Ltd.	-	23,674

Nil, (7165) fully paid up equity shares of Rs 10 each in Pipavav Defence & Offshore Engg. Co. Ltd.	-	409,838
Nil, (1241) fully paid up equity shares of Rs 5 each in Polaris Consulting & Services Ltd.	-	205,323
Nil, (654) fully paid up equity shares of Rs. 2 each in Shasun Pharmaceuticals Ltd.	-	243,550
Nil, (2293) fully paid up equity shares of Rs. 3 each in Spice Mobility Ltd.	-	60,879
	20,000,000	**19,116,233**

Investments shown under equity instruments and made in Cash fund are made through portfolio manager and has been accounted for as per the balance confirmation received therefrom.

17 TRADE RECEIVABLES

	As at 31 March 2016	As at 31 March 2015
(Unsecured -considered good unless otherwise stated)		
Receivables outstanding for a period exceeding six months from the date on which they are due for payment		
Considered Good	222,298,422	72,167,514
Considered good (others)	72,254,304	164,309,999
Considered doubtful	2,104,349	-
Less : Provision for doubtful debts	(2,104,349)	-
	294,552,726	**236,477,513**

a)	Amount receivable from customers is considered due on raising of invoice.		
b)	Debts due by a limited liability company in which a director is a member	3,429,787	2,835,866

18 CASH AND CASH EQUIVALENTS

	As at 31 March 2016	As at 31 March 2015
Cash on hand	368,073	209,410
Balances with banks		
-in Current Accounts	81,963,683	31,577,165
-in Deposit Accounts	10,702,691	1,775,181
Other Bank Balances		
- Unclaimed dividend account (restricted)	11,440	11,440
- In deposit accounts with maturity of less than 12 months (under lien)	2,749,866	1,213,467
- In deposit accounts with maturity of more than 12 months (under lien)	8,500,000	561,714
	104,295,753	**33,561,756**

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

19 SHORT-TERM LOANS AND ADVANCES

	As at 31 March 2016	As at 31 March 2015
(Unsecured -considered good unless otherwise stated)		
Loan to Holding Company	80,000,000	130,000,000
Loan to other parties	25,000,000	25,000,000
Security Deposit	5,851,482	2,214,228
Loan and advance to related parties	21,497,098	16,615,487
Current maturity of Long term Loan to Others	-	25,000,000
Other Loans and Advances	243,879	94,421
Advance to Employees	1,403,392	2,825,646
Advance to suppliers	5,438,513	704,263
Prepaid Expenses	2,391,751	1,262,472
	141,826,115	**203,716,516**

(i) Loan has been given to Vasundhara International, a sole proprietary concern on 1st October, 2014 for general corporate purposes for a period of two years at interest of 14% per annum. The same is repayble annually in two equal installments.

(ii)Assignment of life insurance policy of Rs 6500000 of the proprietor in favour of the Company is in process.

Details of loan and advances given to related parties for general business purposes. (Refer note no. 31)

	Amount as on 31 March 16	Amount as on 31 March 15
Holding Company (Interest Bearing)	80,000,000	133,800,711
Semac Qatar W.L.L (Interest free) (Joint Venture Company)	19,919,563	19,453,363
(A limited liability company in which a director is a member)		

20 OTHER CURRENT ASSETS

	As at 31 March 2016	As at 31 March 2015
(Unsecured -considered good unless otherwise stated)		
Interest Accrued on Loan given to Holding company	2,506,229	5,733,860
Unbilled Revenue	33,883,906	-
Interest Accrued on Deposits	3,748,020	1,560,070
	40,138,155	**7,293,930**

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

21 REVENUE FROM OPERATIONS

	Amount in Rs.	
	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Engineering Consultancy and Project Management Charges	590,488,613	594,623,172
Work Contract Services	334,526,659	4,615,654
Less: Taxes & Duties	(99,399,464)	(51,682,470)
Revenue from Operations	**825,615,809**	**547,556,356**

a) INCOME IN FOREIGN CURRENCY (Accrual basis)

Engineering Consultancy and Project Management Charges	52,422,142	83,213,769
	52,422,142	**83,213,769**

22 OTHER INCOME

	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Interest from Bank	4,035,826	594,847
Interest on Income Tax Refund	4,241,142	9,364,078
Interest on Other Loans & Advances	21,503,589	9,939,890
Profit on sale/redeemption of current Investments	-	8,639,532
Bad Debts Recovered	9,033	125,569
Tender document charges received	202,348	90,990
Sundry balances/Provision no longer required written back	-	397,691
Sundry balances written off	1,919,382	-
Profit/Loss on sale of fixed assets (Net)	97,000	249,685
Miscellaneous Income	150,417	285,972
	32,158,737	**29,688,253**

23 COST OF SERVICES

	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Works Contract Expenses	235,447,403	5,030,270
Purchase of Materials	1,046,693	-
	236,494,096	**5,030,270**

Semac Consultants Private Limited
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

24 EMPLOYEE BENEFITS EXPENSE

	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Salaries & Wages	319,851,012	292,054,594
Contribution to Provident and other Funds	21,268,738	12,408,712
Staff Welfare expense	6,727,563	6,397,418
Site Expenses and Allowances	5,911,943	4,158,998
	353,759,256	**315,019,722**

25 FINANCE COSTS

	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Interest on Loans	7,220,980	**3,939,177**
Interest paid on delay in payment of statutory dues	3,497,359	-
	10,718,339	**3,939,177**

26 OTHER EXPENSES

	For the Year ended on 31 March 2016	For the Year ended on 31 March 2015
Power & Fuel	4,428,117	5,042,024
Rent	17,406,776	15,335,292
Repairs on Buildings	561,560	325,648
Repairs on Others	9,285,885	6,448,508
Insurance	2,360,978	1,027,103
Rates & Taxes	1,078,516	572,932
Bad Debts Written Off	26,874,676	24,973,938
Training & Seminar	9,512,939	10,646,549
Travel & Conveyance	32,175,934	26,747,442
Vehicle Maintenance	3,506,128	4,065,183
Bank Charges	1,482,278	264,728
Postage & Telephone	4,646,293	4,901,503
Printing & Stationery	4,449,373	5,041,687
Foreign Exchange Difference (Net)	1,011,232	313,896
Corporate Social Responsibilites	2,130,415	943,125
Provision for Diminution (Joint Venture)	1,171,688	-
Miscellaneous Expenses	11,599,665	8,087,286
	133,682,454	**114,736,842**

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

a) Expenditure in Foreign Currency (accrual basis)

Salary & Wages	18,151,882	13,317,693
Travelling	1,853,432	3,256,621
Rent	2,595,827	1,233,961
Interest	1,051,995	834,861
Others	45,366,673	3,129,176
	69,019,808	**21,772,312**

b) Payments to the Auditors (included in Miscellaneous Expenses)

Audit Fee	675,000	440,000
Other Matters (Certification etc.)	140,000	200,000
For Reimbursement of Expenses	150,000	234,873
	965,000	**874,873**

C) Corporate Social Responsibility (CSR) expenditure represents Donation made towards "Promotion & Improvement of standard of Education", activity covered under Corporate Social Responsibility under Section 135 of the Companies Act 2013 & covered under Rule 7 of the CSR Rules. The donation was given to International Foundation for Research and Education (Sponsor body of Ashoka University), a "Not-for-Profit" company incorporated under the provisions of Section 25 of erstwhile Companies Act 1956 & the company is engaged in promotion & improvement of standard of education in India & is eligible under Rule 4(2) of Companies (Corporate Social Responsibility Policy) Rules 2014 ("the CSR Rules") to receive CSR Contributions from companies.

27 CONTINGENT LIABILITIES AND COMMITMENTS
(to the extent not provided for)

Service Tax Matters	2,776,740	2,776,740
Bank Guarantee	78,692,151	-
	81,468,891	**2,776,740**

a) Details with respect to service tax matters above were under compilation. Pending this, figures for previous year have been continued during the year.

28 Capital and other commitement

Particulars	Thursday, March 31, 2016	Tuesday, March 31, 2015
Estimated amount of contracts remaining to be executed on capital	Nil	Nil
Other commitments (net of	Nil	Nil

29 There are no present obligations requiring provision in accordance with guiding principles as enunciated in the Accounting Standard (AS – 29) as notified by Companies (Accounting Standards) Rules, 2006, (as amended) as it is not probable that an outflow of the resources embodying economic benefits will be required.

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

30 Retirement and other employee benefits

The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below:

a) Defined Contribution Scheme

Contribution to Defined Contribution Plan, recognized for the year are as under :

Employer's Contribution to Provident and Pension Fund	21,268,738	13,194,998
	21,268,738	**13,194,998**

b) Defined Benefit Scheme

The employee's gratuity fund scheme is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Gratuity (Funded) As on 31 March 2016	Gratuity (Funded) As on 31 March 2015
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows		
Liability at the beginning of the year	35,845,459	34,540,001
Interest Cost	2,873,755	2,968,199
Current Service Cost	4,882,940	3,888,689
Past Service Cost (Vested Benefits)	1,555,886	-
Actuarial (gain) / loss on obligations	(1,227,606)	(1,991,650)
Benefits paid	(4,028,175)	(3,559,781)
Liability at the end of the year	39,902,259	35,845,459
ii) Changes in the Fair Value of Plan Asset representing reconciliation of opening and closing balances thereof are as follows:		
Fair value of Plan Assets at the beginning of the year	6,041,999	6,162,452
Expected Return on Plan Assets	546,390	510,286
Contributions by the Company	2,891,979	2,539,357
Benefits paid	(4,028,175)	(3,559,781)
Actuarial gain / (loss) on Plan Assets	(1,445)	389,685
Fair value of Plan Assets at the end of the year	5,450,748	6,041,999
iii) Amount Recognized in Balance Sheet		
Liability at the end of the year	39,902,259	35,845,459
Fair value of Plan Assets at the end of the year	5,450,748	6,041,999
Amount Recognized in the Balance Sheet	34,451,511	29,803,460
iv) Expenses Recognized in the Income Statement		
Current Service Cost	4,882,940	3,888,689
Interest Cost	2,873,755	2,968,199
Expected Return on Plan Assets	(546,390)	(510,286)
Net Actuarial (gain) / loss to be Recognized	(1,226,161)	(2,381,335)
Past Service Cost (Vested Benefits)	1,555,886	-
Expenses Recognized in Profit & Loss Account	7,540,030	3,965,267

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v) Balance Sheet Reconciliation		
Opening Net Liability	29,803,460	28,377,548
Expenses as above	7,540,030	3,965,267
Employers Contribution	(2,891,979)	(2,539,357)
Amount Recognized in Balance Sheet	34,451,511	29,803,458
vi) Principal Actuarial assumptions at the Balance Sheet		
Discount Rate	7.60%	8.00-9.11%
Rate of Return on Plan Assets	9.00%	9.00-9.00%

Disclosure in terms of Para 120(n) of AS 15 (revised 2005)

Particulars	Gratuity (Funded)				
	2015-16	2014-15	2013-14	2012-13	2011-12
Present value of defined benefit obligations	39,902,259	35,845,459	34,540,001	33,256,953	28,965,560
Fair value of plan assets	5,450,748	6,041,999	6,162,452	6,827,292	6,783,217
Surplus/(Deficit)	(34,451,511)	(29,803,460)	(28,377,549)	(26,429,660)	(22,182,343)
Experience adjustment on plan liabilities (loss)/ gain	(2,432,983)	(3,950,232)	-	(2,778,613)	(2,501,875)
Experience adjustment on plan assets (loss)/ gain	(1,445)	389,685	(42,161)	(404,146)	(201,286)

c) **Other Long Term Employee Benefit Plans relating to the Earned Leave**

The Other Long Term Employee Benefit Plan is relating to the Earned Leave (i.e. Carrying Forward employee's leaves to the next financial year for future availment). The present value of obligation is determined based Valuation Methodology, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Leave encashment (unfunded) As on 31 March 2016
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows	
Liability at the beginning of the year	-
Interest Cost	-
Current Service Cost	1,304,581
Past Service Cost (Vested Benefits)	1,874,637
Actuarial (gain) / loss on obligations	-
Benefits paid	-
Liability at the end of the year	3,179,218

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

ii) Changes in the Fair Value of Plan Asset representing reconciliation of opening and closing balances thereof are as follows:	
Fair value of Plan Assets at the beginning of the year	-
Expected Return on Plan Assets	-
Contributions by the Company	-
Benefits paid	-
Actuarial gain / (loss) on Plan Assets	-
Fair value of Plan Assets at the end of the year	-
iii) Amount Recognized in Balance Sheet	
Liability at the end of the year	3,179,218
Fair value of Plan Assets at the end of the year	-
Amount Recognized in the Balance Sheet	3,179,218
iv) Expenses Recognized in the Income Statement	
Current Service Cost	1,304,581
Interest Cost	-
Expected Return on Plan Assets	-
Net Actuarial (gain) / loss to be Recognized	-
Past Service Cost (Vested Benefits)	1,874,637
Expenses Recognized in Profit & Loss Account	3,179,218
v) Balance Sheet Reconciliation	
Opening Net Liability	-
Expenses as above	3,179,218
Employers Contribution	-
Amount Recognized in Balance Sheet	3,179,218
vi) Principal Actuarial assumptions at the Balance Sheet	
Discount Rate	7.60%
Rate of Return on Plan Assets	10.00%

Disclosure in terms of Para 120(n) of AS 15 (Revised 2005)

Particulars	**Leave encashment (Unfunded)** **2015-16**
Present value of defined benefit obligations	-
Fair value of plan assets	-
Surplus/(Deficit)	-
Experience adjustment onplan liabilities (loss)/gain	-
Experience adjustment onplan assets (loss)/gain	-

a) During the year company has started the policy of carry forward of leaves, which was not there in previous years.

b) The expected return on plan assets has been determined considering several applicable factors mainly the composition of plan assets held, associated risks of assets management, historical results of returns and policies for plan assets.

c) The estimates of future salary increase considered in actuarial valuation take into account inflation, seniority, promotions and other relevant factors such as supply and demand factors in the employment market.

d) Based on the Guidance Note from the Institute of Actuaries of India, the Company's Actuary has reliably measured the provident fund liability in respect of Provident Fund (Trust).

31 Related Party Disclosures pursuant to Accounting Standard-18

a) Enterprises where control exists:

Revathi Equipment Limited (Holding company)
Semac Oman- LLC, Muscat (Subsidiary)
Renaissance Construction Technologies India Ltd. which on 27-Dec-2012 has been converted to Renaissance Construction Technologies India LLP, a Limited Liability Partnership (till 31-Dec-2013), (RCTILLP)

b) Other related party with whom the company has transactions, etc.

(i) Joint Ventures:

Semac Qatar WLL

(ii) Key Management Personnel and their relatives:

a) Key Management Personnel

Mr. Ramesh Pangasa
Mr. Vikas Jain (Chief Financial Officer), w.e.f. 8th April 2015
Mr. Rohit Sharda (Chief Executive Officer), w.e.f. 16th February 2015

b) Relative of Key Management Personnel

Smt. V. Pangasa (Wife of Mr. Ramesh Pangasa)
Mr. Nitin Pangasa (Son of Mr. Ramesh Pangasa)

c) Enterprises where Director having significant influence

Renaissance Construction Technologies India LLP (RCTILLP)
Hilltop Metals Limited

d) Disclosures of transactions between the related parties and the status of outstanding balances as on March 31, 2016 :

i) Transactions with Key Management Personnel, their relatives and enterprises controlled by Director:

Particulars	Directors and Relatives		RCTILLP		Hilltop Metals Ltd.	
	2015-16	2014-15	2015-16	2014-15	2015-16	2015-16
Remuneration:						
- Mr. Ramesh Pangasa	6,032,000	7,928,000	-	-	-	-
- Mr. Nitin Pangasa	2,322,319	1,790,108	-	-	-	-
Rent - Smt. V. Pangasa	480,000	432,000	-	-	-	-
	-	-	-	-	-	-
Mr. Vikas jain	5,087,500	Nil	-	-	-	
Mr. Rohit Sharda	9,000,000	1,598,214	-	-	-	-
(a) Payable:						
- Remuneration (Mr. Ramesh Pangasa)	-	11,868,024	-	-	-	-
- Rent	-	-	-	-	-	-

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(b) Advance Given	-	-	-	-	-	-
- Advance Refunded	-	-	-	12,737,079	-	-
(c) Project management Charges	-	-	-	(83,508)	-	-
(d) Professional Fees	-	-	-	12,653,571	2,040,000	2,040,000

ii) **Transactions with enterprises where control exists**

Particulars	Holding Company		SEMAC Oman LLC		RCTILLP		Hilltop Metals Ltd.	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Unsecured Loans and advances taken	-	-	-	-	-	-	-	-
Advances given	-	-	-	-	2,131,828	-	-	-
Interest Income on Loan	17,332,766		-	-	-	-	-	-
Advances Refunded	50,000,000	-	-	-	1,865,789	8,560,975	-	-
Unsecured Loans and advances Repaid	-	-	-	-	-	-	-	-
Professional charges	-	-	-	-	-	8,560,975	2,040,000	2,040,000
Interest on Unsecured Loan taken	-	-	-	834,861	-	-	-	-
Balances as on 31-Mar-2016			-	-			-	-
Advances given outstanding	80,000,000	13,000,000	-	-	-	-	-	-
Interest receivable	2,506,229	6,370,957	-	-			-	-
Unsecured Loan taken outstanding	-	-	13,628,020	11,283,791	-	-	-	-
Debtors	-	-	-	458,651	-	-	-	-

Semac Consultants Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

iii) Transactions with Joint Venture

Particulars	Joint Venture	
	2015-16	2014-15
Consultancy Income	-	2,250,297
Expenses paid and claimed	17,000	155,113
Balances as on March 31, 2016		
Trade Receivables	16,668,205	16,615,487
Receivables	3,251,358	2,835,866

Note:

(i) In respect of the above parties, there is no provision for doubtful debts as on 31.3.2016 and no amount has been written off or written back during the year in respect of debts due from/to them.

(ii) The above related party information is as identified by the management and relied upon by the auditors.

32 Information on Joint Ventures

The company has made provision for the investment made in the joint venture. However the company has not made any provision for other receivables as appearing, as the management thinks the same is fully recoverable.

a) Joint Venture

Name of Joint Venture	Country of Incorporation	Percentage of Ownership Interest
Semac Qatar W.L.L	Qatar	49.00%

b) Interest in the assets, liabilities, income and expenses of joint venture :

Particulars	Financial Year	
	2015-16	2014-15
I. Assets		
Fixed Assets (Net Block)	-	659,724
Long Term Loans and advances	-	109,205
Current Assets, Loans and Advances:		
Sundry Debtors	-	9,273,063
Cash and Bank Balances	-	65,524
Loans and Advances	-	271,637
II. Liabilities		
Loan Funds		
Current Liabilities and Provisions:		
Liabilities	-	19,319,103
Provisions	-	3,372,950
III. Income		
Engineering consultancy and Project Management Charges	-	36,702,090
Other Income	-	-
IV. Expenditure		
Operational expenses	-	1,133,149
Employee expenses	-	26,215,933
Selling, Administrative and Other General Expenses	-	6,283,411
Finance Charges	-	3,724
Depreciation	-	375,165
Provision for taxation	Nil	Nil

c) There being no contingent liabilities and capital commitments in respect of joint venture, disclosure of information in this respect are not applicable to the company.

33 The company has taken office premises on operating lease and rent amounting to Rs. 1,74,06,776 (Previous Year Rs 1,53,35,292) and the same has been debited to Profit and Loss Account. The future minimum lease and rent payments are as under:

Particulars	2015-16	2014-15
Not later than one year	17,257,098	14,429,042
Later than one year and not later than five years	70,108,639	69,348,401
Later than five years	-	-

The above compilation does not include the charge on account of operating lease and information about minimum lease payment of the overseas branch of the Company.

34 Disclosure of Earnings per share under Accounting Standard 20 - Basic & Diluted Earnings per share :

Particulars	2015-16	2014-15
Net Profit attributable to share holders (Rs.)	20,790,675	37,919,637
Weighted Average Number of Equity Shares issued	1,820,892	1,820,892
Basic and Diluted Earnings Per Share of Rs.10/- each (Rs.)	11.42	20.82

35 Particulars of unhedged foreign currency exposure as at the balance sheet date

Particulars	Amount in foreign currency	2015-16	2014-15
Trade Payable (E+C Consultants)	EURO 2,50,255.09, (P.Y ,BDT 7,75,000) Closing rate 1 Euro=74.8227, (P.Y,1 BDT=0.8525)	18,724,762	660,744

36 The Company operates mainly in one business segments viz. Engineering Consultancy for Commercial and Industrial Projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under:

Rs.

Geography	Revenue	Asset	Liabilities	Capital Expenditure
Within India	773,193,667	762,512,571	762,512,571	5,575,883
	(448,625,459)	(616,485,977)	(108,853,353)	(11,695,022)
Outside India	52,422,142	7,321,025	7,321,025	653,602
	(98,930,897)	(6,671,311)	(23,389,252)	(30,016)

(Previous year figures are shown in brackets)

37 Certain debit and credit balances including accounts receivables, trade payables and loans & advances and fixed deposit balances are subject to confirmation and reconciliation arising thereform.

38 Figures have been rounded off to the nearest rupee. However, previous year's figures wherever necessary have been regrouped / rearranged/ reclassified.

For S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No: 087294

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Chaitanya Dalmia
Director
DIN : 00028402

B. D. Narang
Director
DIN : 00038052

Vikas Jain
Chief Financial Officer

Place : New Delhi
Date : 02/05/2015

S S KOTHARI MEHTA & CO

CHARTERED ACCOUNTANTS

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Independent Auditor's Report

To The Members of Semac Consultant Private Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Semac Consultants Private Limited** (hereinafter referred to as "the Holding Company"), and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the consolidated balance sheet as at March 31, 2016, the consolidated statement of profit and loss and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the group as at 31st March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of one subsidiary incorporated outside India, whose financial statements reflect total assets of Rs. 24,48,21,103 as at 31st March, 2016, total revenues of Rs. 23,20,14,211 and net cash inflow amounting to Rs. 62,66,964 for the year ended on that date, as considered in the consolidated financial statement. These financial statement have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditor.