

**इंजीनियर्स
इंडिया लिमिटेड**
(भारत सरकार का उपक्रम)



**ENGINEERS
INDIA LIMITED**
(A Govt of India Undertaking)

रजिस्टर्ड ऑफिस/Regd. Office: इंजीनियर्स इंडिया हाऊस/Engineers India House
1, भीकाएजी कामा प्लेस/Bhikaiji Cama Place, नई दिल्ली/New Delhi – 110066
सीआईएन/CIN : L74899DL1965GOI004352

COMPANY SECRETARIAT
कम्पनी सचिवालय

सं.सचिव /No. Secy/906/9/10

21st September, 2016

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 023

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra Kurla Complex
Bandra (East), Mumbai-400051

विषय: वित्तीय वर्ष 2015-16 की वार्षिक रिपोर्ट

Sub: Annual Report for the Financial Year 2015-16

प्रिय महोदय/महोदया

Dear Sir/Madam,

Kindly note that 51st Annual General Meeting of the Company was held on Monday, 19th September, 2016 and the business mentioned in the Notice dated 5th August, 2016 were transacted.

Pursuant to the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report of Engineers India Limited for the Financial Year 2015-16 duly approved and adopted by the members in the 51st Annual General Meeting as per the provisions of the Companies Act, 2013.

उपरोक्त कृपया आपकी जानकारी एवं रिकॉर्ड के लिए है।
The above is for your information and records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

राजन कपूर/Rajan Kapur
कंपनी सचिव/Company Secretary

संलग्नक : यथोक्त /Encl: As above

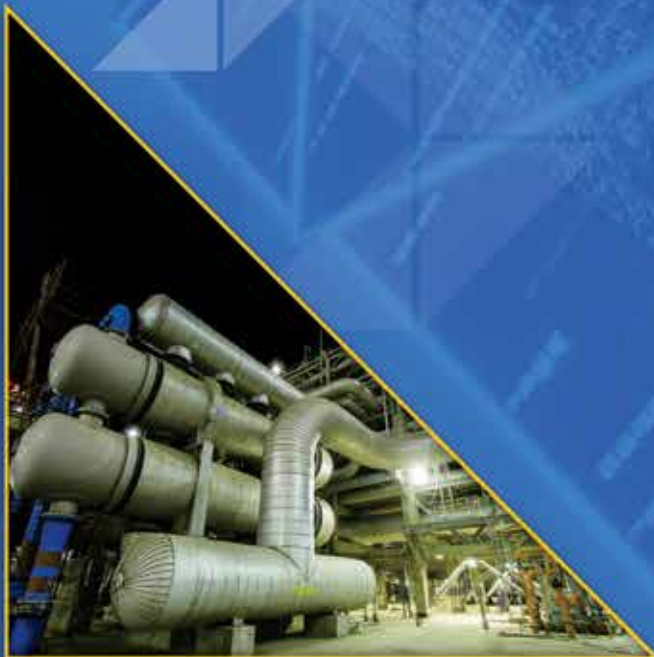
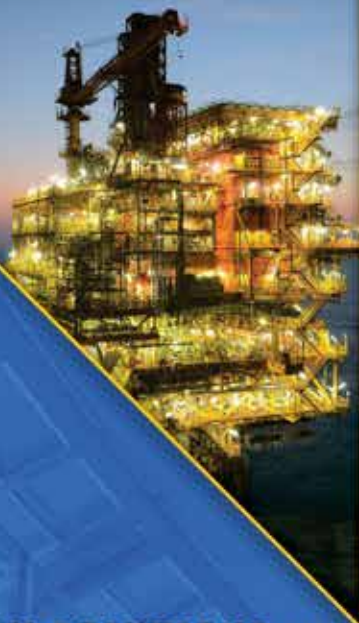
Phone / दूरभाष : 26100258
26762855

फैक्स/ Fax: 26191690
ईमेल/ e-mail: company.secretary@eil.co.in
वेबसाइट/website : <http://www.engineersindia.com>

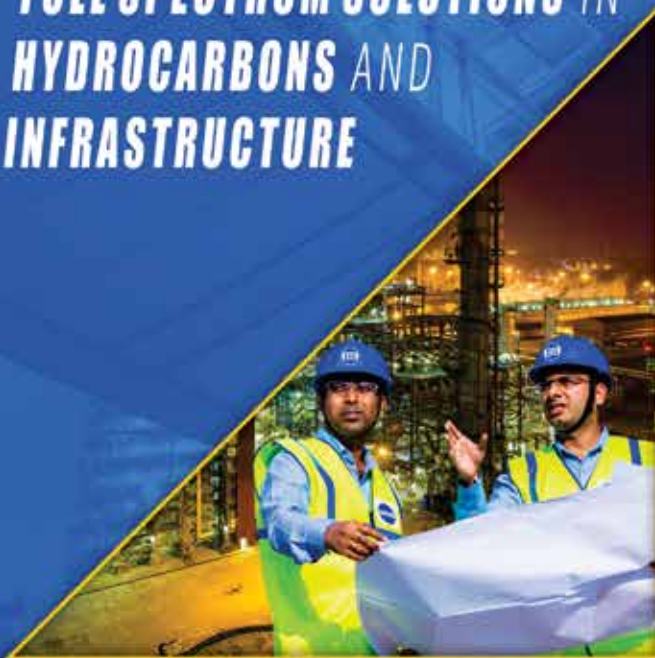




**ENGINEERS
INDIA LIMITED**



**FULL SPECTRUM SOLUTIONS IN
HYDROCARBONS AND
INFRASTRUCTURE**



**51st
annual
report
2015-16**

Our Vision

To be a world-class globally competitive EPC and Total Solutions Consultancy Organization.

Our Mission

- Achieve 'Customer Delight' through innovative, cost effective and value added consulting and EPC services.
- To maximize creation of wealth, value and satisfaction for stakeholders with high standards of business ethics and aligned with national policies.

Risk Management

EIL is committed to effective management of risks across the organization by aligning its risk management strategy to its business objectives through instituting a risk management structure for timely identification, assessment, mitigating, monitoring and reporting of risks.

Risk management at EIL is the responsibility of every employee both individually as well as collectively.



Core Values

- Benchmark to learn from superior role models.
- Nurture the essence of Customer Relationship and Bonding.
- Foster Innovation with emphasis on value addition.
- Integrity and Trust as fundamental to functioning.
- Thrive upon constant Knowledge updation as a Learning organization.
- Passion in pursuit of excellence.
- Quality as a way of life.
- Collaboration in synergy through cross functional Team efforts.
- Sense of ownership in what we do.



Who We Are



- One of India's leading Engineering Consultancy and EPC companies in Hydrocarbons and Petrochemicals.
- Over five decades of experience on landmark projects with global energy majors.
- Significant track record across entire Oil & Gas value chain.
- Focused diversification into other sectors:
 - Fertilizer and LNG
 - Non-ferrous Metallurgy
 - Infrastructure
 - Strategic Crude Oil Storage
 - Nuclear and Solar energy
 - E&P
- Over 2400 highly experienced professionals and technical workforce.
- In-house and collaborative R&D support with 17 registered patents.
- Expanding overseas presence in MENA and South East Asia.
- Zero debt firm with track record of healthy earnings and consistent dividend payout.





Table of Contents

02

Who
We Are

04

Chairman's
Statement

07

Board of
Directors

11

Corporate
Information

1.	Chairman's Statement	4-6
2.	Board of Directors	7-10
3.	Corporate Information	11
4.	Ten Years' Performance at a Glance	12
5.	Notice - 51 st Annual General Meeting (AGM)	13-25
6.	Directors' Report along with following Annexures	26-99
	- Management Discussion & Analysis	47-51
	- Report on Sustainable Development	52-58
	- Annual Report on CSR Activities	59-65
	- Particulars of Contracts entered into by the Company with Related Parties (AOC-2)	66
	- Report on Corporate Governance	67-84
	- Auditors' Report on Corporate Governance & Management's Reply on Comments of the Auditors	85-86
	- Secretarial Audit Report & Management's Reply to Secretarial Audit Report	87-90
	- Extract of Annual Return (MGT-9)	91-99
7.	Independent Auditor's Report	100-105
8.	Balance Sheet	106
9.	Statement of Profit & Loss	107
10.	Cash Flow Statement	108-109
11.	Significant Accounting Policies and Notes to Accounts	110-140
12.	CAG Comments on the Accounts of EIL	141
13.	Annual Report of Certification Engineers International Ltd. for the financial year 2015-16	142-186
14.	Consolidated Accounts with Independent Auditor's Report thereon and CAG Comments	187-223
15.	Proxy Form	225
16.	Route Map - Venue of 51 st AGM	227

Chairman's Statement



Sanjay Gupta
Chairman & Managing Director

Dear Shareholders,

It gives me immense pleasure to report your Company's performance during its 51st year of shaping the Hydrocarbons landscape of India.

As EIL emerges from its Golden Jubilee year, with strong credentials of over five decades of service to the nation, its robust corporate strategy steered by the corporate vision to build a world-class EPC and total solutions consultancy organization continues to inspire its workforce to deliver excellence and to create a business portfolio for long term sustainable growth.

This year, your Company successfully carried out an Offer for Sale (OFS) as part of the Government of India's decision to divest 10% of its stake in EIL. The OFS was oversubscribed by 2.54 times with overwhelming participation from FIIs, banks, mutual funds and Insurance Companies. With this divestment, the GOI holding in EIL is at 59.37% of the paid up share capital of the Company.

During the financial year 2015-16, your Company has registered a turnover of ₹ 1496 Cr. The revenue from consultancy & engineering business stood at ₹ 992 Cr. Profit After Tax during the year was ₹ 258 Cr. Revenue from overseas operations touched all time high of ₹ 329 crore, a year on year increase of 49%. The contribution of revenue from overseas operations has touched 22% for FY 2015-2016 as compared to 13% in the previous fiscal.

On the business front, your Company secured new business of ₹1596 Crore in FY2015-16 which includes ₹1210 Crore from domestic

consultancy and turnkey business and ₹386 Crore from overseas business. Major contribution in the order inflows continues to be from Consultancy and Turnkey Business in Upstream and Downstream sector of Hydrocarbon Industry, both from domestic and overseas markets and diversified areas of Infrastructure.

In the upstream segment, your Company was awarded Consultancy Services for Life Extension of Well Head Platform Project (Post Award Activities) for ONGC, Consultancy Services for Integrity Check of Platforms under PRP-4 Project for ONGC, and FEED for Bhagyam Polymer Enhanced Oil Recovery Project of Cairn India Ltd.

In the midstream segment, HPCL has entrusted your Company with a challenging assignment of preparation of a DFR for pumping of LPG through a multi-product pipeline, a unique project being executed for the first time in India. In addition to this your Company has also bagged the job for providing EPCM Services for Mundra Bathinda Pipeline Capacity Expansion Project (MCEP), PMC Services for Laying Skin Effect Heat Traced Pipelines with associated facilities for BPCL at Kochi Refinery and Mumbai Refinery for integrating both Refineries.

In the downstream segment, the major orders include Diesel Hydrotreater (DHT) and Associated Facilities at BPCL Mumbai Refinery, EPCM services for DHDT Project of Numaligarh Refinery, EPCM services for Calico Tankage project at HPCL Mumbai Refinery, PMC Services for Revamp and Capacity Enhancement of BORL Refinery, Project Management Consultancy for Propylene Derivative Petrochemical Project (PDPP) at BPCL Kochi Refinery, Pre-project activities of VRMP at

HPCL Vizag Refinery, Consultancy Services for VGOHDT & SRU Revamp and Additional Offsite under Low Cost Expansion Project of GGSR Refinery of HMEL, BDEP for DHDT & DHDS Units for Gujarat Refinery of IOCL, Pre-project Activities for BS VI MS Block Project (MSBP) at Kochi Refinery of BPCL among many others.

In the Turnkey domain, your Company was successful in securing the job for executing Installation of Lean Gas Compressor and LPG Column Condenser in LPG plant at Hazira Complex on OBE mode of implementation.

Your Company has diversified into Port Infrastructure development and secured major jobs such as, PMC Services for LPG Import Facility at Haldia for BPCL, PMC Services for Construction of Fifth Oil Berth at Jawahar Dweep, Mumbai Harbor, DFR for Development of Berth in the Spending Beach to Handle Chemical Small Parcel Size Vessels at New Mangalore Port, and DFR & DPR for Providing Handling Equipment at Berth No.8 for Handling Containers and Clean Cargo for New Mangalore Port Trust.

In the Infrastructure segment, your Company has synchronized its strategic direction with the impetus created by Government of India for Urban Infrastructure Development, viz., Smart Cities & AMRUT Schemes. Your Company has secured various prestigious jobs despite stiff competition like Preparation of Smart City Proposal (SCP) for assisting Rampur Nagar Palika Parishad & Moradabad Municipal Corporation to participate in the Smart Cities Challenge. Under the Water & Waste Water Management segment your Company was awarded Project Development and Management Consultant (PDMC) Services under AMRUT for Government of Odisha, PMC services for implementation of Sewerage Projects on the command of Najafgarh Drain for segment A-B (Dhansa to Goyla) and B-C (Goyla to Keshapur) for Delhi Jal Board (DJB), under the Namami Gange Programme – Execution of entry level activities (Ghats, Crematoriums & Village level drain treatment) and Sewerage Infrastructure. Technical and Financial Audit of Infrastructure works to be executed by the Urban Local Bodies and Punjab Water Supply & Sewerage Board for Punjab Municipal Infrastructure Development Company, EPCM Services for Effluent Treatment Plant at Tengakhat Assam for Oil India Limited.

In the buildings and other infrastructure development projects, your Company secured various assignments like DPR for development of Vijayawada Airport to International Standards, PMC Services for Data Center Complex at Hyderabad for State Bank of India, PMC Services for construction and development of various buildings and services for IIT Patna.

In the overseas segment your Company has maintained its business growth in the MENA (Middle East North Africa) Region. In the UAE market, your Company secured two major PMC assignments viz Al-Dabbayah ASR Gas Development Project for ADCO, and Improvement of Fire Fighting Facilities at Abu Dhabi Refinery for Takreer. In Bahrain, your Company was successful in signing the extension of its long term General Engineering Services Agreement with the state owned company M/s BAPCO. Under this contract, BAPCO awarded your Company a number of engineering assignments which included FEED package for Heater Replacement and LBO Oil System Study.

Your Company has also forayed into training services segment for its overseas clients and has provided four training sessions for BAPCO in Bahrain. Trainee Engineers of DORC (Dangote Oil Refining Company) are being provided an insight into various facets of Project Management, Process Design, Detailed Engineering and Construction Management by in-house faculty of your company, including the detailed information about DORC Refinery.

Your Company has entered the Mauritius market by undertaking Feasibility Study related to supplying petroleum products in and around

Mauritius and mainland Africa, for M/s. State Trading Corporation of Mauritius. In appreciation of the work carried out for Sonangol Angola earlier for their refinery, your Company was awarded further consultancy work for cost estimation, licensor selection, BDEP review for their upcoming Lobito Refinery for Sonangol, Angola.

Additional works were also awarded by Dangote, Nigeria as part of its 20 MMTPA refinery for which your Company is providing EPCM/ PMC Services.

Your Company bagged a contract for additional services from Turkish Petroleum Corporation (TPAO) with whom EIL was working for advance FEED for their offshore pipelines and Platform project.

This year saw a number of critical projects commissioned and good progress achieved on other ongoing projects. In the Refinery Segment, CDU-4 project of BPCL Mumbai Refinery which was executed by your Company in EPCM Mode has been completed and successfully commissioned this year. The IREP project of BPCL's Kochi Refinery to increase refining capacity from the current 9.5 MMTPA to 15.5 MMTPA is in the advanced stages of construction and is close to completion, EPCM services for conversion of CRU to ISOM and revamp of NHDS to NHT at BPCL Mumbai Refinery is progressing well and PMC services for implementation of Captive Power Plant of IOCL's 15 MMTPA Paradip Refinery Project has been completed.

In Petrochemical Sector, Assam Gas Cracker Project, a grass-root petrochemical project of Brahmaputra Cracker and Polymer Limited, executed by EIL on EPCM mode, was commissioned this year. The availability of petrochemicals from the project will boost the development of plastic industry in the North-Eastern region of the country. Dahej Petrochemical Complex of ONGC Petro additions Limited (OPaL), being executed on PMC mode, is in advanced stage of completion and Captive Power Plant and utilities have been commissioned. Propylene Derivative Petrochemical Plant of BPCL Kochi Refinery among other petrochemical projects are progressing well.

As part of strategic investment in the Fertilizer sector, EIL has taken equity participation in Revival of Ramagundam Fertilizer Project along with National Fertilizers Limited and Fertilizer Corporation of India Limited. A joint venture company (M/s Ramagundam Fertilizers and Chemicals Limited) has been formed to pilot this project. EIL is also executing this project on EPCM Mode, with significant progress achieved this year on front end activities. During this fiscal your Company also successfully completed fertilizer projects in Nigeria, Bangladesh and Indonesia.

In Infrastructure Segment, significant progress was achieved in Head Quarters Building of UIDAI in Delhi, Inland Container Depot for Container Corporation of India Limited where your Company is providing PMC Services among other ongoing infrastructure jobs.

Under Phase-I of the GOI's Strategic Storage programme, your Company is providing PMC services to Indian Strategic Petroleum Reserves Limited (ISPRL) for construction of underground unlined rock cavern storages in Vishakhapatnam, Mangalore and Padur having a total capacity of 5.33 MMT. During the year, significant progress has been achieved and the Vishakhapatnam storage has been commissioned. Pre-commissioning activities are underway at Mangalore and Padur.

In the metallurgy segment, your Company successfully completed appointment of Mine Developer-cum-Operator for Kapurdi and Jalipa Mines of Barmer Lignite Mining Company Limited in Rajasthan, Feasibility Study for revamping of Rectifier Station-I for Hirakud Smelter of HIL among various other ongoing projects.

Your Company's overseas operations have been augmented with an Engineering Hub in Abu Dhabi to cater to the business in the MENA region. Significant overseas jobs completed during the year include

Detailed Engineering & Procurement services for Slops & Drains Upgrade at Umm Sharif Super Complex (USSC) of Abu Dhabi Marine Operating Company (ADMA-OPCO), Study for Up-gradation of Anti Surge Valves for Propane Compressor of Train 1 & 2 for ADGAS, Shahjalal Fertilizer Project of Bangladesh having a capacity of 1000 MTPD Ammonia Plant and 1760 MTPD Melt Area and Urea Granulation Plant among others.

To meet the rising expectations of clients and stay ahead in the technological curve, your Company has invested significantly in research and development with the consolidation of existing capabilities, development of new technologies and hardware besides enhancement of the portfolio for special technology related services. R&D Division is pursuing developmental activities, both in-house and in collaboration with academic institutes like IIT Delhi and other R&D organizations like IOCL-R&D, CSIR-IIP, BPCL (R&D) etc. Apart from these established R&D organizations EIL (R&D) has also been collaborating and cooperating with small companies to promote the creative ideas generated by them. During the year, your Company's R&D Efforts were recognized by grant of patent for Novel Distributor Tray for Trickle Bed Reactor Trademarks. In addition 5 Patents have been filed during the year. With this your Company's patent portfolio has grown to 17 live patents and 18 pending patent applications for various process technologies. Trademarks for 9 in-house technologies have been applied for registration to bolster your Company's brand equity.

Information Technology Services (ITS) division of your Company continued to provide state-of-the-art IT enabled services to your Company's main stream activities by developing / implementing leading IT solutions with an aim to deliver better quality services with increased efficiency at reduced costs. Key projects developed by the ITS Department include - as a part of statutory requirement of the Government of India, the eTDS system at EIL which was modified in line with the changed formats and validations released by NSDL. Also, modifications were made in vendor TDS return filing program in compliance with the latest file validation utility of NSDL, a single window facility was developed for NEFT transfer of employee salary. To achieve operational improvement various project execution related dashboards have been integrated to have all the data well-structured and well connected at one place.

Your Company over the years has also executed projects in diversified fields of water & waste water treatment; effluent recycle and zero discharge projects; Environmental Impact Assessment studies; environmental audits; air quality assessment, solid & hazardous waste management, fugitive emissions control, environmental health & risk management etc.

Your Company takes pride in its highly motivated and spirited work-force with professional expertise and strong technical calibre - the propellers of your Company's growth engine. Engagement and Empowerment of executives is therefore critical, for improving the project performance in terms of time and cost efficiencies.

Working in the knowledge and services sector, your Company recognizes and values the importance of nurturing its human capital. This year focused on strengthening HR's role as a Strategic Business Partner with the formulation of a HR strategy 2015-2020 aligned to your Company's Business Strategy. Internal organizational restructuring efforts have been made to reduce interfaces, enhance productivity and improve efficiency in company's business operations. The Strategy has been drawn up for proactively facilitating the achievement of organizational plans, targets and challenges through timely identification, preparation and deployment of appropriate human resources. To create robust systems of performance assessment in line with Industry best practices, the performance appraisal process and promotion policy for officers was modified and implemented to drive higher employee engagement. The core competencies of the Company were further strengthened by designing and organizing Domain Specific/Specialized Training

Programmes, whereas the managerial and behavioral capabilities were strengthened through adequate focus on soft skills programmes.

The CSR Policy of your Company is aligned with the national focus on inclusive growth, DPE Guidelines on CSR and the Companies Act 2013. The thrust areas for your Company's CSR activities/projects were in education, healthcare, drinking water/sanitation, rural electrification, environment protection/sustainability, women empowerment, upliftment of underprivileged, community development, vocational training/skill centre. In line with the Hon'ble Prime Minister's vision to provide safe and clean toilets to a large segment of the Indian population especially women, your Company met its target for the construction of 509 toilets in the states of Bihar, Odisha, Tamil Nadu and Assam this year.

As part of the Hon'ble Prime Minister's Make in India initiative, EIL is piloting the midstream sectors for Make in India initiative under MoP&NG and is a member of the Steering Committee set up for the purpose. To this effect, regular vendor meets are being organized by EIL for interaction with the specific domain based industries and online vendor empanelment processes. Apart from regular vendor meets, two dedicated workshops were also organized by your Company with select domestic and overseas stakeholders in Mumbai and Delhi for sensitizing the manufacturing sector to various policy initiatives being contemplated by GOI and by the Oil & Gas sector.

Ever since its inception, your Company has accorded highest priority to Health, Safety & Environment (HSE) in all aspects of its operations. During the year, your Company's Health, Safety and Environmental (HSE) Management system was certified by an accredited Certification Body to OHSAS 18001 (Occupational Health and Safety Assessment Series) and ISO 14001 (Environmental Management system). The same was revalidated by third party certification bodies through a surveillance audit conducted during the year. These certifications will enhance your Company's evaluations scores while bidding for overseas jobs particularly in the Middle East Oil & Gas market.

During the year, the Quality Management System of your Company was reassessed through external Surveillance Audit for continual conformance to ISO 9001:2008 by the third party certification agency which confirmed that the Quality Management System of your Company continues to conform to the international standard ISO 9001.

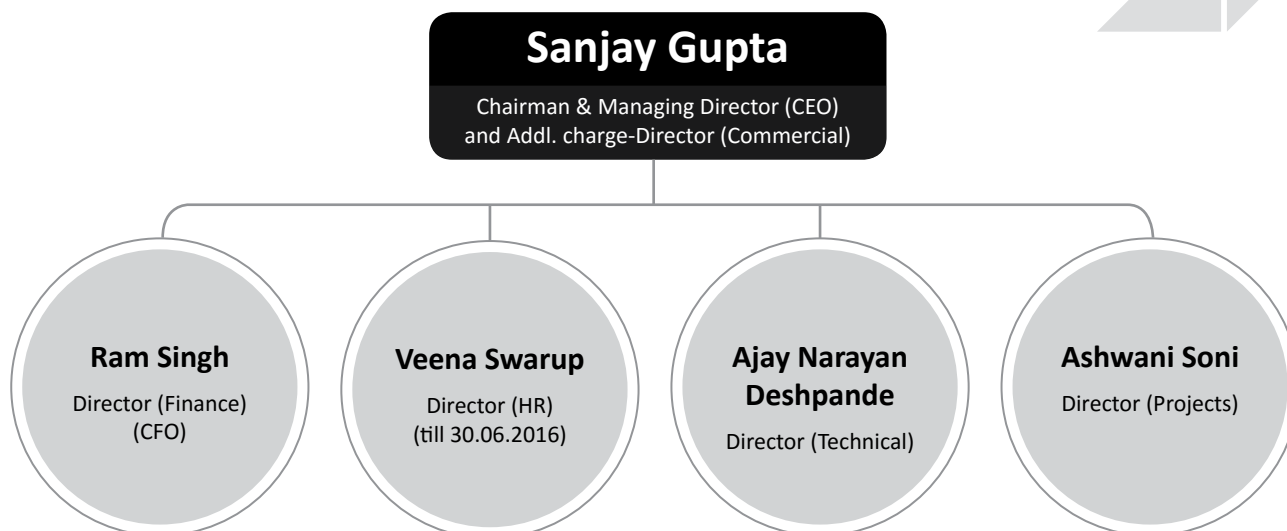
This year also saw the Company being bestowed with number of prestigious awards, prominent being National Awards for Excellence in CSR & Sustainability by "World Federation of CSR Professionals" and "World CSR Day", 8th CIDC Vishakarma Award for Best Construction Projects to CDU-4 Project, BPCL Refinery, Mumbai, Scope Excellence Award for Outstanding Woman Manager and Legend PSU of the Year Award for R&D in Petrochemicals. While our efforts are self-less and authentic in spirit, these recognitions from external Boards of eminent judges confirms that our progress is in the right direction.

Your Company remains committed to good Corporate Governance and ethical practices as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with stock exchanges and Government Guidelines.

I thank you for your continued support and faith in the Company's growth potential and look forward to your feedback and advice. EIL management joins me in wishing you and your family lot of prosperity and good health.

Sanjay Gupta

Board of Directors



Non-Executive Directors

Sandeep Poundrik Director (Govt. Nominee) (w.e.f. 14.07.2015)	Dr. Archana S. Mathur Director (Govt. Nominee) (till 27.10.2015)	
Sushma Taishete Director (Govt. Nominee) (w.e.f. 2.01.2016)	Dr. (Prof.) Mukesh Khare Non-official Independent Director (w.e.f. 20.11.2015)	Arusha Vasudev Non-official Independent Director (w.e.f. 15.12.2015)
Vikas Khushalrao Deshpande Non-official Independent Director (w.e.f. 20.11.2015)	Umesh Chandra Pandey Non-official Independent Director (w.e.f. 20.11.2015)	

Company Secretary

Rajan Kapur

Brief Profiles of the Directors



Functional Directors

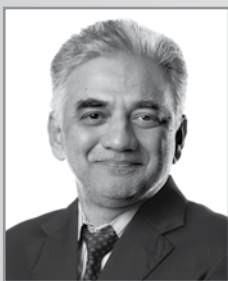


Shri Sanjay Gupta is the Chairman and Managing Director of our Company. He is also holding the additional charge of the post of Director (Commercial). He is a B.E. from IIT, Roorkee and has about 35 years of experience in implementation of mega grassroots and brown field projects in Refineries and Petrochemicals. He was also entrusted with the task of leading the implementation of the first ever OBE Project and pioneered the same in the Hydrocarbon sector in India. Several projects on this mode have been implemented by the Company, thereafter. He has hitherto also been additionally responsible for all the commercial functions of the Company including Estimation, Contracting, Inspection and Business Development. He has been engaged in consolidation, internationalization and strategy building for the Company. The improvement of Governance function of the Company while providing emphasis on project delivery to the owners is the cardinal principle around which all the efforts are being expanded.



Shri Ram Singh is the Director (Finance) of our Company. He has been on the Board since January 28, 2010. He has a Bachelor's Degree in Commerce from Delhi University and is an associate member of the Institute of Cost Accountants of India. He has 35 years of experience in finance and cost accounting in the steel and hydrocarbon sector. His experience includes positions held with the Steel Authority of India Limited, Bharat Petroleum Corporation Limited, Oil Co-ordination Committee and Petroleum Planning and Analysis Cell of the Ministry of Petroleum and Natural Gas. He is currently responsible for the financial management of our Company. Shri Singh was associated with the preparation of report on the Scope for Improvement of Asian Markets for Crude Oil & Products in association with Institute of Energy Economics, Japan (2006).

He has also delivered guest lectures and actively participated in various International Energy Forums which include Working Group on Energy Security at Asia Cooperation Dialogue held in Phillipines (2004); ASEAN Oil Market Forum at Bangkok held jointly by Ministry of Energy, Thailand and Ministry of Trade & Industry, Japan. (2007); Energy Security in Asia at International Association for Energy Economics at New Zealand (2007) and Energy Information Administration (EIA), US Department of Energy. Shri Ram Singh has been conferred with the Citation on "100 Most Influential CFOs of India" by Chartered Institute of Management Accountants (CIMA), 2015; Top Rankers Excellence Award for Finance; Business Today Best CFO of a PSU (Mid size) Award-2013; India CFO Award for Excellence in Risk Management by IMA India and Excellence in Cost Management Practices by Institute of Cost Accountants of India during 2011 and 2012.



Shri Ajay Narayan Deshpande is the Director (Technical) of our Company. He has a Bachelor's Degree in Chemical Engineering and a Master's Degree in Systems & Management securing top honours. He has worked in various capacities of the Company over the past 36 years, including oil and gas, refinery and petrochemicals sector, covering the functions of process design/development, research and development, plant operations and safety, heat & mass transfer, environmental engineering, specialist materials and information technology in the Technology Division. He also has exposure to Projects Management having worked in execution of Projects. As ED (Technical), he was responsible for the company's business growth through technology initiatives of the Company and was also responsible for meeting the MOU targets on R&D and sustainable development. He has co-authored twelve patent applications on behalf of the Company. He has served as part time Director for two years on the Board of CEIL, an EIL subsidiary for certification services and is presently part time Director on Board of a JV Company of EIL with NFL for Ramagundam Fertilizer Project. As full time Director (Technical) of EIL, he is responsible for all Technology and Engineering Divisions within the Company.



Functional Directors



Shri Ashwani Soni is the Director (Projects) of our Company. He is a graduate in Mechanical Engineering from IIT (BHU), Varanasi & an MBA from FMS, Delhi. He joined EIL in 1979 as a Management Trainee. Under his leadership, Project divisions are providing services for Upstream, Mid-stream and Downstream Oil & Gas projects apart from Petrochemical, Power, and Metallurgy projects. He also oversees Project Services (Planning), Construction Management and Regional Office at Kolkata.

He has around 36 years of diversified experience in execution of Refinery & Petrochemical Projects, Onshore and Offshore Terminals/ Pipelines, Captive Power Plants and Non-Ferrous Metallurgy projects. He is a member of the OISD Committee responsible for preparation of Standards related to Hydrocarbon Pipelines and Bureau of Indian Standards (BIS). Shri Soni has chaired a number of conferences and presented many papers in national and international Conferences/ Forums including Pipeline Conferences organized in India. He is also on the panel of ASME B31 Committee for finalization of ASME Codes.

Government Nominee Directors



Shri Sandeep Poundrik is a Government Nominee Director of our Company. He is IAS (1993 batch, Bihar cadre) and is presently posted as Joint Secretary (Refineries), Ministry of Petroleum & Natural Gas, New Delhi since October, 2014. As Joint Secretary (Refineries), he is looking after the matters related to Refineries, Auto Fuel Policy, Petrochemicals, Import/export of crude oil and other petroleum products; Pricing of Petroleum products; Matters related to Strategic storage of crude oil; Bio Fuels, Renewable energy and conservation, Integrated Energy Policy; Climatic Change & National Clean Energy Policy. Before joining MoP&NG, he has served the Bihar Govt at various senior level assignments including Secretary, Energy; C&MD, Bihar State Power Holding Company; Secretary, Road Construction Department; MD, Infrastructure Development Authority; MD, Bihar Industrial Area Development Authority & Collector & District Magistrate, Gaya, Begusarai, Buxar. He is Gold Medalist in BE (Electrical), Rajasthan University & Masters in Public Administration in International Development from Harvard University. His publications include Group Disaster Risk Financing: Case studies & Improving the resilience of livelihoods to natural disaster published by the World Bank and Leadership and Institutional Change in the Public Provision of Transport Infrastructure: An Analysis of India's Bihar, Issue 1/2013 of The Journal of Development Studies.



Ms. Sushma Taishete is a Government Nominee Director of our Company. She is M.Sc. in Microbiology, Haffkine Institute, Mumbai, Diploma in Clinical Analysis, Sophia College, Mumbai and Civil Service Batch, 1989. Presently, she is posted as Joint Secretary (G), Ministry of Petroleum and Natural Gas, Government of India. She has worked as Director (Marketing), Ministry of Petroleum & Natural Gas, Under Secretary (ID/PNDT) to the Government of India in the Ministry of Health & Family Welfare and as Principal Administrative officer and Adviser (Gender Issues) at National Health Systems Resource Centre. She has Published a number of Articles on adverse child-sex ratio in the Country & on health sector in reputed magazines i.e. Economic & Political weekly & Indian Journal of Medical Microbiology.





Dr. (Prof.) Mukesh Khare is a Non-official Part-time Independent Director of our Company. He is the Fellow of Institution of Engineers India and Fellow of Wessex Institute of Great Britain. He is a Chartered Engineer and was born in Varanasi, India. He obtained his Ph.D. degree in Faculty of Engineering from Newcastle University, UK and has managed a range of environmental projects throughout his professional career. With a specialisation in air quality modelling, his experience has covered research and development studies, teaching, consulting, modelling, editorial activities. In addition, he has authored more than 150 research publications primarily for peer reviewed journals and conference proceedings.



Mrs. Arusha Vasudev is a Non-official Part-time Independent Director of our Company. She is B.A. and she joined the Custom and Excise Department, Ministry of Finance in 1979. She has held important positions in the department in Pune, Delhi, Mumbai, Bangalore and Ahmedabad as well as in the office of the Comptroller and Auditor General of India. In 2003, she was conferred the highest award in Indirect Tax administration namely the President's Award for Meritorious Record of Service. A highly capable officer with 36 years of experience with the Government of India mainly in the Customs, Excise and Service Tax. Excellent Leader and Manager of Human Resources with extensive experience of dealing with various strata of bureaucratic work force, as well as interaction with the trade and industry. Extensive experience in law enforcement including anti-smuggling and commercial frauds as well as anti-corruption measures.



Shri Vikas Khushalrao Deshpande is a Non-official Part-time Independent Director of our Company. He is B.E. (Civil) from Nagpur University. He has 42 years of rich experience in the fields of Project Management, planning and co-ordination, Tender Bid Preparation and contracts management, budgeting and costing of Infrastructure Projects and heavy industrial structures, with expertise in carrying out Techno-Economic Validation and viabilities studies of BOT/BOOT/BOOST and BOO projects. He is a founder member of Unison Project Management Pvt. Ltd. and has worked as Managing Director of the Company from 1997 till March, 2015. Prior to Unison, he has worked with reputed corporate houses in India and abroad at various positions. He is also closely associated as Guest Faculty with various reputed Management and Engineering Institutes. He has conducted various training programmes on project management and also working as Advisor for corporate training assignments and training faculty. He has at his credit the publications on Project Management, Contracts and Claim Management, Business Development and Quality Management.



Shri Umesh Chandra Pandey is a Non-official Part-time Independent Director of our Company. He is a fellow member of the ICAI and is having around more than 25 years of experience in the field of statutory audit of listed and public limited companies, banks and public sector undertakings etc. He is also having a vast exposure in the matters of taxation for domestic and transfer pricing and statutory compliance audit under direct, indirect tax and labour laws. He has specialised knowledge in due diligence of MSME and Heavy Industries and preparation of project reports of various types of projects.

Corporate Information



COMPANY SECRETARY

Rajan Kapur

SECRETARIAL AUDITOR

M/s Agarwal S. & Associates
Company Secretaries
119 & 127, Vardhman Star Citi Mall, Sector-7, Dwarka, New Delhi-110 075
Tel. : 011-45052182, E-mail : sachinag1981@gmail.com

REGISTRAR AND SHARE TRANSFER AGENT

M/s Karvy Computershare Private Ltd.
305, New Delhi House, 27, Barakhamba Road, Connaught Place, New Delhi-110 001, Tel No. 011-43681700, Fax No. 011-43681710, Email: delhi@karvy.com
or
Karvy Selenium Tower-B, Plot No. 31&32 Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad- 500 032
Tel No. 040-67162222, Fax No. 040-23001153
Email: einward.ris@karvy.com,
Website: www.karvy.com/www.karvycomputershare.com

SUBSIDIARY COMPANY

Certification Engineers International Limited
Engineers India Bhawan
1, Bhikaiji Cama Place, New Delhi - 110 066
CIN: U74899DL1994GOI062371
Tel. : 011-26762121, Fax : 011- 26174868, 26186245
E-mail : ceil.del@eil.co.in
Website: www.certificationengineers.com

STATUTORY AUDITORS

M/s Arun K. Agarwal & Associates
Chartered Accountants, 105, First Floor, South Ex. Plaza-1, 389, Masjid Moth, South Extn. Part-II, New Delhi-110049
Tel. : 011-26251200, 26257400, Fax: 011-26251200

STOCK EXCHANGES WHERE SHARES OF THE COMPANY ARE LISTED

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

REGISTERED & HEAD OFFICE

Engineers India Bhawan, 1, Bhikaiji Cama Place, New Delhi-110 066
CIN: L74899DL1965GOI004352
Tel. : 011-26762121, Fax : 011- 26178210, 26194715
E-mail : eil.mktg@eil.co.in
Website : www.engineersindia.com

MAIN BANKERS

State Bank of India
Corporate Accounts Group
11th Floor, Jawahar Vyapar, Bhawan, 1, Janpath, New Delhi-110 001
Indian Overseas Bank
F-47, Malhotra Building, Janpath, New Delhi - 110 001
Corporation Bank
3, Ansal Chamber - I, Bhikaiji Cama Place, New Delhi - 110 066
State Bank of Travancore
3, Ansal Chamber - I, Bhikaiji Cama Place, New Delhi - 110 066
HDFC Bank Ltd.
B-6/3, Safdarjung Enclave, DDA Complex, New Delhi - 110 029



Ten Years' Performance at a Glance

(₹ in Lakh)

PARTICULARS/YEARS	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16
A OPERATING STATISTICS										
Turnover*	57,108.13	73,775.21	153,246.28	199,379.70	282,328.44	369,882.43	250,596.70	182,359.17	171,300.42	149,584.28
Other Income	8,227.26	12,412.79	21,476.29	18,240.11	15,038.90	21,750.32	26,184.33	23,208.51	27,310.80	25,693.76
Expenditure	44,899.47	56,557.68	122,675.67	151,492.06	218,341.43	299,964.65	187,259.58	135,487.80	151,037.44	136,043.96
Prior Period Adjustments (Net)	(28.07)	242.27	0.13	79.96	577.45	191.57	427.75	277.07	818.15	30.38
Profit before Tax	20,463.99	29,388.05	52,046.77	66,047.79	78,448.46	91,476.53	89,093.70	69,802.81	46,755.63	39,203.70
Tax	8,647.19	10,904.48	19,385.10	24,972.04	29,608.15	31,707.33	28,446.97	21,276.40	16,048.18	12,121.24
Fringe Benefit Tax	275.00	270.20	286.67	-	-	-	-	-	-	-
Deferred Tax (Assets)/ Liability	(2,757.61)	(1,246.50)	(2,078.37)	(2,481.76)	(3,411.63)	(3,862.33)	(2,210.82)	550.06	(90.19)	1,251.50
Profit after Tax	14,299.41	19,459.87	34,453.37	43,557.51	52,251.94	63,631.53	62,857.55	47,976.35	30,797.64	25,830.96
Amount Transfer from General Reserve	-	-	-	56,156.10	-	-	-	-	-	-
Dividend including Dividend Tax	6,183.11	7,205.74	12,124.72	69,620.58	19,510.55	23,438.99	23,507.42	25,554.95	20,148.82	16,119.37
Retained Surplus	8,116.30	12,254.13	22,328.65	30,093.03	32,741.39	40,192.54	39,350.13	22,421.40	10,648.82	9,711.59
B FINANCIAL POSITION										
CAPITAL EMPLOYED	103150.34	115205.00	137533.65	111470.58	144211.97	184404.51	223754.64	246176.04	256790.09	266501.68
NON CURRENT ASSETS										
i) Fixed Assets**	3967.54	5035.89	6328.12	7189.38	7315.10	10469.07	18597.45	24966.27	28881.37	30315.56
ii) Other Non current Assets***	22047.43	24312.64	27058.43	24224.52	28674.83	34724.74	39170.21	30041.36	29512.95	36430.8
CURRENT ASSETS ***	143754.70	182309.81	265175.87	251937.62	310934.04	329212.37	326699.21	320034.01	333200.35	341143.85
EQUITY & LIABILITIES										
i) Share Capital	5615.62	5615.62	5615.62	5615.62	16846.84	16846.84	16846.84	16846.84	16846.84	16846.84
ii) Reserve & Surplus	97534.72	109589.38	131918.03	105854.96	127365.13	167557.67	206907.80	229329.20	239943.25	249654.84
NON CURRENT LIABILITIES ****	-	-	-	-	2101.85	2515.21	2,479.95	2,192.55	1,968.61	2,378.62
CURRENT LIABILITIES ****	66619.33	96453.34	161028.77	171880.94	200610.15	187486.46	158232.28	126673.05	132835.97	139009.91
C RATIOS										
PBT / Turnover	35.83%	39.83%	33.96%	33.13%	27.79%	24.73%	35.55%	38.28%	27.29%	26.21%
PAT/ Turnover	25.04%	26.38%	22.48%	21.85%	18.51%	17.20%	25.08%	26.31%	17.98%	17.27%
PBT / Capital Employed	19.84%	25.51%	37.84%	59.25%	54.40%	49.61%	39.82%	28.35%	18.21%	14.71%
PAT / Net Worth	13.86%	16.89%	25.05%	39.08%	36.23%	34.51%	28.09%	19.49%	11.99%	9.69%
Turnover / Net Worth (number of times)	0.55	0.64	1.11	1.79	1.96	2.01	1.12	0.74	0.67	0.56
Sundry Debts / Turnover (Month's Turnover)	4.21	2.87	2.35	1.91	1.31	1.00	1.59	2.26	2.98	2.90

Notes:

* Turnover includes accretion/decretion to Work in Progress.

** Fixed Assets includes Capital Work-in-progress.

*** From Financial Year 2010-11, Assets have been reclassified into Current and Non Current as per provisions of Companies Act. Prior to that other Non Current Assets comprise of Investments, Deferred Tax asset and Voluntary Retirement Compensation (to the extent not written off or adjusted)

**** From Financial Year 2010-11, Liabilities have been reclassified into Current and Non Current as per provisions of Companies Act.



Regd. Office: Engineers India Bhawan, 1, Bhikaiji Cama Place, New Delhi – 110066
 Tel: 011-26762121, Fax: 011-26178210, E-mail: eil.mktg@eil.co.in
 Website: <http://www.engineersindia.com>
 CIN: L74899DL1965GOI004352

Notice

NOTICE is hereby given that the 51st Annual General Meeting of the Members of Engineers India Limited will be held on Monday, the 19th day of September, 2016 at 3.00 p.m. at Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi-110049 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31st March, 2016 and the Reports of Directors and Auditors thereon.
2. To consider declaration of final dividend on equity shares.
3. To appoint a Director in place of Shri Ram Singh (DIN: 02942267), who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.
5. To fix remuneration of Auditors for the financial year 2016-17 and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to fix the remuneration, out of pocket, statutory taxes and other ancillary expenses of Auditors to be appointed by the Comptroller and Auditor General of India for the financial year 2016-17.”

SPECIAL BUSINESS:

6. To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force and Articles of Association of the Company, Dr. (Prof.) Mukesh Khare (DIN: 02029807), who was appointed as an Additional Director (Non-official Part-time Independent) by the Board of Directors w.e.f. 20.11.2015 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice from Dr. (Prof.) Mukesh Khare himself in writing proposing his candidature for the office of Director, be and is hereby appointed as Non-official Part-time Independent Director of the Company till 19.11.2018 or till further orders of the Government, whichever is earlier.”

7. To appoint Mrs. Arusha Vasudev (DIN: 07370575) as Non-official Part-time Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force and Articles of Association of the Company, Mrs. Arusha Vasudev (DIN: 07370575), who was appointed as an Additional Director (Non-official Part-time Independent) by the Board of Directors w.e.f. 15.12.2015 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice from Mrs. Arusha Vasudev herself in writing proposing her candidature for the office of Director, be and is hereby appointed as Non-official Part-time Independent Director of the Company till 19.11.2018 or till further orders of the Government, whichever is earlier.”

8. To appoint Shri Vikas Khushalrao Deshpande (DIN: 01200938) as Non-official Part-time Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force and Articles of Association of the Company, Shri Vikas Khushalrao Deshpande (DIN: 01200938), who was appointed as an Additional Director (Non-official Part-time Independent) by the Board of



Directors w.e.f. 20.11.2015 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice from Shri Vikas Khushalrao Deshpande himself in writing proposing his candidature for the office of Director, be and is hereby appointed as Non-official Part-time Independent Director of the Company till 19.11.2018 or till further orders of the Government, whichever is earlier.”

9. To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force and Articles of Association of the Company, Shri Umesh Chandra Pandey (DIN: 01185085), who was appointed as an Additional Director (Non-official Part-time Independent) by the Board of Directors w.e.f. 20.11.2015 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice from Shri Umesh Chandra Pandey himself in writing proposing his candidature for the office of Director, be and is hereby appointed as Non-official Part-time Independent Director of the Company till 19.11.2018 or till further orders of the Government, whichever is earlier.”

By order of the Board

Place: New Delhi
Date: August 5, 2016

(Rajan Kapur)
Company Secretary



Notes

1. A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint one or more proxy(ies) to attend and vote on a poll instead of himself and a proxy so appointed need not be a member of the Company. The instrument appointing the proxy (duly completed, stamped and signed) must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.
2. The Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 setting out the material facts in respect of special business is annexed herewith.
3. Members are requested to:-
 - (i) bring their copy of Annual Report and Attendance Slip, duly completed and signed, to the meeting.
 - (ii) quote their Folio/Client ID & DP ID Nos. in all correspondence with the R&TA/Company.
 - (iii) note that due to strict security reasons, eatables and other belongings are not allowed inside the Auditorium.
4. Corporate Members intending to send their authorized representative(s) to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 9th September, 2016 to Monday, 19th September, 2016 (both days inclusive) for the purpose of ascertaining the entitlement of dividend.
6. Dividend, if any, approved at the 51st Annual General Meeting of the Company will be paid to those shareholders whose names appear:
 - a. As Beneficial Owners as at the end of the business hours on Thursday, 8th September, 2016 as per the list to be furnished by the Depositories in respect of shares held in Electronic form, and
 - b. As Members in the Register of Members of the Company after giving effect to all valid share transfers in physical form lodged with the Registrar and Share Transfer Agent of the Company on or before Thursday, 8th September, 2016.
7. Members holding shares in physical form are requested to notify immediately Change of Address, Bank Account etc., if any, quoting their Folio Number to M/s Karvy Computershare Private Ltd., Karvy Selenium Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad -500 032 (Tel No. 040-67162222, Fax No. 040-23001153, Email: einward.ris@karvy.com, Website : www.karvy.com / www.karvycomputershare.com) or at 305, New Delhi House, 27, Barakhamba Road, Connaught Place, New Delhi – 110 001 (Tel No. 011-43681700, Fax No. 011-43681710, Email: delhi@karvy.com) to ensure prompt receipt of communications and other corporate actions. Similarly, members holding shares in Electronic / Demat form are requested to notify any change of address and change of bank account to their respective Depository Participant (DP) with whom the Demat account is maintained as the Company is obliged to use only the data provided by NSDL / CDSL.
8. In order to provide protection against fraudulent encashment of dividend warrants, Members are requested to provide their Bank Account Number, Name and Address of the Bank / Branch to the Registrar and Share Transfer Agent of the Company i.e. M/s Karvy Computershare Private Limited in respect of shares held in physical mode and to their respective DPs for Demat mode to enable them to incorporate the same in the dividend warrant.
9. Shareholders may avail the facility of National Electronic Clearing Service (NECS)/Electronic Clearing Service (ECS) for receiving direct credit of Dividend to their accounts with the Banks. This will enable expeditious credit of dividend amount and protect from loss, theft and postal delay of dividend warrant.
10. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in Electronic/Demat form, the nomination form may be filed with the respective Depository Participant.
11. The balance lying in the unpaid dividend account of the Company in respect of final dividend declared on 18.09.2009 for the financial year 2008-2009 will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government by 17.10.2016 (tentative date). Members who have not encashed their dividend warrants pertaining to the said year may approach to the Company or its Registrar & Share Transfer Agent for obtaining the payments thereof upon completion of necessary formalities in the said behalf on or before 17th October, 2016. The subsequent due dates of transfer of unpaid/unclaimed dividend to IEPF for the respective financial years have been provided in the Corporate Governance Report and also at Company's website. Therefore, the members who have not encashed their dividend so far for these years are also requested to write to the Company or its Registrar & Share Transfer Agent for claiming the unpaid dividend before their due dates of transfer to IEPF.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market failing which the demat account/folio no. would be suspended for trading. Members holding

shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its RTA.

13. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.
14. Pursuant to the requirements of Corporate Governance, brief resume of the Directors proposed for appointment/reappointment are annexed with the Notice.
15. The Annual Report of the Company, circulated to the Members of the Company, will also be made available on the Company's website i.e. www.engineersindia.com.
16. Electronic copy of the Annual Report for the financial year 2015-2016 is being sent to all the Members whose e-mail ids are registered with the Company/Depository Participant(s)/RTA for communication purposes unless any Member has requested for a hard copy of the same. For the Members who have not registered their e-mail address, physical copy of the Annual Report for the financial year 2015-2016 is being sent in the permitted mode.
17. Members may kindly note that the Company had sent a letter dated July 4, 2011 to all the members towards the "Green Initiative in the Corporate Governance" in view of circular no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs. The said letter is also posted on the website of the Company at www.engineersindia.com. Further, the appeals were also made to the Members in this regard in the Annual Reports of the Company for the financial years 2010-11, 2011-12, 2012-13, 2013-14 and 2014-15. Since the Company is committed towards Green Initiative, it is earnestly requested again in view of the circulars issued by Ministry of Corporate Affairs and other statutory provisions, that the Members who have yet not registered/updated their e-mail ids may notify the same to the Company either at the registered office or at e-mail address eil_annualreport@eil.co.in in quoting full details of Folio No./DP, Client ID and name of first/sole holder or to the concerned depository.
18. Members desirous of obtaining any information / clarification (s) concerning the accounts and operations of the Company or intending to raise any query are requested to forward the same at least 10 days before the date of meeting at the Registered Office of the Company so that the same may be attended to appropriately.
19. Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility through M/s Karvy Computershare Private Limited (KCPL) to exercise their right to vote on resolutions proposed to be considered at the 51st Annual General Meeting (AGM) of the Company by electronic means and the business may be transacted through e-Voting. The facility of casting the votes by the members using

an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by KCPL.

20. The facility for voting through ballot paper shall be made available at the venue of 51st AGM and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
21. The members who have cast their vote by remote e-voting prior to the 51st AGM may also attend the 51st AGM but shall not be entitled to cast their vote again.
22. The remote e-voting period commences on Thursday, 15th September, 2016 at 9.30 a.m. (IST) and ends on Sunday, 18th September, 2016 at 5.00 p.m. (IST). During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 8th September, 2016, may cast their vote by remote e-voting. Remote e-voting shall not be allowed beyond the said date and time and the remote e-voting facility shall be blocked thereafter. Once the vote on a resolution is cast by the member through remote e-voting, the member shall not be allowed to change it subsequently or cast the vote again.
23. The process and manner for remote e-voting is as under:
 - A. In case a Member receives Notice of 51st AGM through email [for members whose email IDs are registered with the Company/Depository Participant(s)/RTA]:
 - i. Initial password is provided in the body of the e-mail.
 - ii. Launch internet browser by typing the following URL: <https://evoting.karvy.com>.
 - iii. Enter the login credentials i.e., User ID and password mentioned in your email. Your Folio No/DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your votes.
 - iv. After entering the details appropriately, click on LOGIN.
 - v. You will reach the Password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi. You need to login again with the new credentials.
 - vii. On successful login, the system will prompt you to select the EVENT i.e., Engineers India Limited.
 - viii. On the voting page, the number of shares (which represents the number of votes) as held by the member as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution then enter all shares and click "FOR"/"AGAINST" as the case may be or partially in "FOR" and partially in "AGAINST", but the total number in "FOR / AGAINST" taken together should not exceed



- your total shareholding as on the cutoff date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- ix. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.
 - x. Cast your votes by selecting an appropriate option and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
 - xi. Corporate/Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the scrutinizer through e-mail id eil.scrutinizer@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name_EVENT No."
 - xii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and e-voting User Manual available at the "download" section of [https:// evoting.karvy.com](https://evoting.karvy.com) or call M/s Karvy Computershare Private Limited on 1800 345 4001 (toll free).
- B. In case a Member receives physical copy of the Notice of 51st AGM [for members whose email IDs are not registered with the Company/Depository Participants(s)/RTA or requesting physical copy] :
- i. User ID and Initial password as provided.
 - ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
24. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 8th September, 2016.
 25. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of 51st AGM and holding shares as of the cut-off date i.e. 8th September, 2016, may obtain the login ID and password by sending a request at mohsin.mohd@karvy.com.
 26. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the 51st AGM through ballot paper. A person who is not a member as on cut-off date should treat this Notice for information purposes only.
 27. Shri Santosh Kumar Pradhan, Practising Company Secretary (C.P. No. 7647) has been appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
 28. The Chairman & Managing Director shall, at the 51st AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of ballot paper for all those members who are present at the 51st AGM but have not cast their votes by availing the remote e-voting facility.
 29. The Scrutinizer shall after the conclusion of voting at the 51st AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the 51st AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman & Managing Director or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 30. The Results declared alongwith the Report of the Scrutinizer shall be placed on the website of the Company at <http://www.engineersindia.com> and on the website of KCPL at [https:// evoting.karvy.com](https://evoting.karvy.com) immediately after the declaration of result by the Chairman & Managing Director or a person authorized by him in writing. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited.
 31. The Notice of the 51st AGM is also placed on the website of the Company at www.engineersindia.com and on the website of KCPL at <https://evoting.karvy.com>.
 32. Details of the person who can be contacted for any grievances connected with facility for voting by electronic means:-

Shri Mohsin Uddin, Manager
M/s Karvy Computershare Private Limited
Karvy Selenium Tower-B, Plot No. 31&32
Gachibowli, Financial District
Nanakramguda, Serilingampally
Hyderabad-500 032
Toll Free No. 1800 345 4001
Email: evoting@karvy.com
 33. The Resolutions, if passed by the requisite majority, shall be deemed to have been passed on the date of the 51st Annual General Meeting i.e. 19th September, 2016.
 34. The Route Map of the venue of 51st AGM along with prominent land-mark is given in the Annual Report.
 35. No Gifts, gift coupons or cash in lieu of gifts shall be distributed to Members in the Annual General Meeting or afterwards.

By order of the Board

Place: New Delhi
Date : August 5, 2016

(Rajan Kapur)
Company Secretary



Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 6

Dr. (Prof.) Mukesh Khare was appointed as Additional Director (Non-official Part-time Independent) w.e.f. 20.11.2015 by the Board of Directors of the Company pursuant to Article 83 and 93-A of the Articles of Association of the Company, applicable provisions of Companies Act, 2013 and in terms of Ministry of Petroleum & Natural Gas, Government of India letter No. C-31034/12/2015-CA/FTS:39810 dated 20.11.2015. The tenure of Dr. (Prof.) Mukesh Khare as per said Government of India letter is till 19.11.2018 or till further orders of the Government, whichever is earlier. In terms of Section 161 of the Companies Act, 2013, he shall hold office up to the date of this Annual General Meeting. The Company has received valid notice along with requisite deposit from Dr. (Prof.) Mukesh Khare under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director. In view of the background and vast experience, it will be in the interest of the Company that he continues as Non-official Part-time Independent Director of the Company. Brief resume containing, inter-alia, the statutory disclosures of Dr. (Prof.) Mukesh Khare has been given in the Annexure to the Notice of 51st Annual General Meeting. Being the Non-official Part-time Independent Director, Dr. (Prof.) Mukesh Khare is entitled to receive the sitting fees for attending the meetings of the Board or Committees thereof.

Your Directors recommend the resolution for approval of members.

None of the Directors or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 6 of AGM Notice, except Dr. (Prof.) Mukesh Khare who is proposed to be appointed. This statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All documents referred above are open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

Item No. 7

Mrs. Arusha Vasudev was appointed as Additional Director (Non-official Part-time Independent) w.e.f. 15.12.2015 by the Board of Directors of the Company pursuant to Article 83 and 93-A of the Articles of Association of the Company, applicable provisions of Companies Act, 2013 and in terms of Ministry of Petroleum & Natural Gas, Government of India letter No. C-31034/12/2015-CA/FTS:39810 dated 20.11.2015. The tenure of Mrs. Arusha Vasudev as per said Government of India letter is till 19.11.2018 or till further orders of the Government, whichever is earlier. In terms of Section 161 of the Companies Act, 2013, she shall hold office up to the date of this Annual General Meeting. The Company has received valid notice along with requisite deposit from Mrs. Arusha Vasudev under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director. In view of the background and vast experience, it will be in the interest of the Company that she continues as Non-official Part-time Independent Director of the Company. Brief resume containing, inter-alia, the statutory disclosures of Mrs. Arusha Vasudev has been given in the Annexure to the Notice of 51st Annual General Meeting. Being the Non-official Part-time Independent Director, Mrs. Arusha Vasudev is entitled to receive the sitting fees for attending the meetings of the Board or Committees thereof.

Your Directors recommend the resolution for approval of members.

None of the Directors or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 7 of AGM Notice, except Mrs. Arusha Vasudev who is proposed to be appointed. This statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All documents referred above are open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

Item No. 8

Shri Vikas Khushalrao Deshpande was appointed as Additional Director (Non-official Part-time Independent) w.e.f. 20.11.2015 by the Board of Directors of the Company pursuant to Article 83 and 93-A of the Articles of Association of the Company, applicable provisions of Companies Act, 2013 and in terms of Ministry of Petroleum & Natural Gas, Government of India letter No. C-31034/12/2015-CA/FTS:39810 dated 20.11.2015. The tenure of Shri Vikas Khushalrao Deshpande as per said Government of India letter is till 19.11.2018 or till further orders of the Government, whichever is earlier. In terms of Section 161 of the Companies Act, 2013, he shall hold office up to the date of this Annual General Meeting. The Company has received valid notice along with requisite deposit from Shri Vikas Khushalrao Deshpande under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director. In view of the background and vast experience, it will be in the interest of the Company that he continues as Non-official Part-time Independent Director of the Company. Brief resume containing, inter-alia, the statutory disclosures of Shri Vikas Khushalrao Deshpande has been given in the Annexure to the Notice of 51st Annual General Meeting. Being the Non-official Part-time Independent Director, Shri Vikas Khushalrao Deshpande is entitled to receive the sitting fees for attending the meetings of the Board or Committees thereof.

Your Directors recommend the resolution for approval of members.



None of the Directors or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 8 of AGM Notice, except Shri Vikas Khushalrao Deshpande who is proposed to be appointed. This statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All documents referred above are open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

Item No. 9

Shri Umesh Chandra Pandey was appointed as Additional Director (Non-official Part-time Independent) w.e.f. 20.11.2015 by the Board of Directors of the Company pursuant to Article 83 and 93-A of the Articles of Association of the Company, applicable provisions of Companies Act, 2013 and in terms of Ministry of Petroleum & Natural Gas, Government of India letter No. C-31034/12/2015-CA/FTS:39810 dated 20.11.2015. The tenure of Shri Umesh Chandra Pandey as per said Government of India letter is till 19.11.2018 or till further orders of the Government, whichever is earlier. In terms of Section 161 of the Companies Act, 2013, he shall hold office up to the date of this Annual General Meeting. The Company has received valid notice along with requisite deposit from Shri Umesh Chandra Pandey under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director. In view of the background and vast experience, it will be in the interest of the Company that he continues as Non-official Part-time Independent Director of the Company. Brief resume containing, inter-alia, the statutory disclosures of Shri Umesh Chandra Pandey has been given in the Annexure to the Notice of 51st Annual General Meeting. Being the Non-official Part-time Independent Director, Shri Umesh Chandra Pandey is entitled to receive the sitting fees for attending the meetings of the Board or Committees thereof.

Your Directors recommend the resolution for approval of members.

None of the Directors or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 9 of AGM Notice, except Shri Umesh Chandra Pandey who is proposed to be appointed. This statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All documents referred above are open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

By order of the Board

Place: New Delhi
Date : August 5, 2016

(Rajan Kapur)
Company Secretary

**Brief Resume of Directors, retiring by rotation and eligible for re-appointment vide Item Nos. 3 & 4 of Notice of 51st AGM:****Item No. 3**

Name	:	Shri Ram Singh
Father's Name	:	Shri Santokh Singh
Designation	:	Director (Finance)
Official Address	:	Engineers India Limited 1, Bhikaiji Cama Place, New Delhi-110066
Date of Birth	:	1 st May, 1957
Qualifications	:	Bachelor's Degree in Commerce from Delhi University ACMA
Experience	:	He has 35 years of experience in finance and cost accounting in the steel and hydrocarbon sector. His experience includes positions held with the Steel Authority of India Limited, Bharat Petroleum Corporation Limited, Oil Co-ordination Committee and Petroleum Planning and Analysis Cell of the Ministry of Petroleum and Natural Gas. He is currently responsible for the financial management of our Company. He has been associated with various government appointed committees, including Expert Technical Group, Advisory Committee on Synergy in Energy and Committee on Pricing and Taxation of Petroleum Products and the High Powered Committee. He has been conferred with Business Today Best CFO of a PSU (Mid size) Award-2013, Top Rankers Excellence Award for Finance, Excellence in Cost Management Practices by Institute of Cost Accountants of India during 2011 & 2012, India CFO Award for Excellence in Risk Management by IMA India and citation on "100 Most Influential CFOs of India" by Chartered Institute of Management Accountants (CIMA) 2015.
Other Directorships	:	Ramagundam Fertilizers and Chemicals Limited
Other Committee Memberships / Chairmanships	:	Nil
Number of Board Meeting(s) attended	:	6
Shareholding in EIL	:	Nil
Relationship between Directors / Key Managerial Personnel inter-se	:	None

**Item No. 4**

Name	:	Shri Ashwani Soni
Father's Name	:	Shri Tilak Raj Soni
Designation	:	Director (Projects)
Official Address	:	Engineers India Limited 1, Bhikaiji Cama Place, New Delhi-110066
Date of Birth	:	16 th December, 1956
Qualifications	:	Bachelor degree in Mechanical Engineering from IIT-BHU, Varanasi, India MBA degree from Faculty of Management Studies (FMS), Delhi
Experience	:	Under his leadership, Project divisions are providing services for Refinery, Petrochemical, Power, Pipelines & Off-shore projects. He also oversees Project Services (Planning), Construction Management and Regional office at Kolkata. He joined EIL in 1979 as a Management Trainee. He has over 37 years of diversified experience in execution of Refinery & Petrochemical projects, onshore & offshore terminals, captive power plants, onshore & offshore Pipelines and Non-Ferrous Metallurgy Projects. He is a member of the Oil Industry Safety Directorate (OISD) of India responsible for preparation of Standards related to Hydrocarbon Pipelines and Bureau of Indian Standards (BIS). He has chaired a number of conferences and presented many papers in national and international Conferences/Forums including pipelines conferences organized in India. He is also on the Panel of ASME B31 Committee for finalization of ASME codes.
Other Directorships	:	Nil
Other Committee Memberships / Chairmanships	:	Nil
Number of Board Meeting(s) attended	:	6
Shareholding in EIL	:	100 equity shares (holding jointly as second holder)
Relationship between Directors / Key Managerial Personnel inter-se	:	None

**Brief Resume of Additional Directors vacating office at 51st AGM and proposed to be appointed vide Item Nos. 6 to 9 of Notice of 51st AGM:****Item No. 6**

Name	: Dr. (Prof.) Mukesh Khare
Father's Name	: Shri Amar Nath Khare
Designation	: Non-official Part-time Independent Director
Official Address	: Civil Engineering Department, Block-IV IIT, Delhi, Hauz Khas, New Delhi-110016.
Date of Birth	: 1 st January, 1956
Qualifications	: B. Tech (Civil Engineering), University of Roorkee M. Tech (Civil Engineering), University of Roorkee Ph.D (Faculty of Engineering), Newcastle University, UK
Experience	: He is the Fellow of Institution of Engineers India and Fellow of Wessex Institute of Great Britain. He is a Chartered Engineer and was born in Varanasi, India. He obtained his Ph.D. degree in Faculty of Engineering from Newcastle University, UK and has managed a range of environmental projects throughout his professional career. With a specialisation in air quality modelling, his experience has covered research and development studies, teaching, consulting, modelling, editorial activities. In addition, he has authored more than 150 research publications primarily for peer reviewed journals and conference proceedings.
Other Directorships	: Certification Engineers International Ltd.
Other Committee Memberships / Chairmanships	: Member-Audit Committee, Certification Engineers International Ltd.
Number of Board Meeting(s) attended	: 3
Shareholding in EIL	: Nil
Relationship between Directors / Key Managerial Personnel inter-se	: None

**Item No. 7**

Name	:	Mrs. Arusha Vasudev
Father's Name	:	Shri Anand Sadashiv Gupte
Designation	:	Non-official Part-time Independent Director
Official Address	:	374, 8 th Cross, 1 st Block Jayanagar, Bangalore-560011
Date of Birth	:	15 th March, 1955
Qualifications	:	B.A.
Experience	:	She joined the Custom and Excise Department, Ministry of Finance in 1979. She has held important positions in the department in Pune, Delhi, Mumbai, Bangalore and Ahmedabad as well as in the office of the Comptroller and Auditor General of India. In 2003, she was conferred the highest award in Indirect Tax administration namely the President's Award for Meritorious Record of Service. A highly capable officer with 36 years of experience with the Government of India mainly in the Customs, Excise and Service Tax. Excellent Leader and Manager of Human Resources with extensive experience of dealing with various strata of bureaucratic work force, as well as interaction with the trade and industry. Extensive experience in law enforcement including anti-smuggling and commercial frauds as well as anti-corruption measures.
Other Directorships	:	Nil
Other Committee Memberships / Chairmanships	:	Nil
Number of Board Meeting(s) attended	:	3
Shareholding in EIL	:	Nil
Relationship between Directors / Key Managerial Personnel inter-se	:	None

**Item No. 8**

Name	: Shri Vikas Khushalrao Deshpande
Father's Name	: Shri Khushalrao Ramchandra Deshpande
Designation	: Non-official Part-time Independent Director
Official Address	: U-B-3/9, Flat No. 103, Ajmera Colony, Pimpri, Pune, Maharashtra-411018
Date of Birth	: 26 th October, 1953
Qualifications	: B.E. (Civil), MIE
Experience	: He has 42 years of rich experience in the fields of Project Management, planning and co-ordination, Tender Bid Preparation and contracts management, budgeting and costing of Infrastructure Projects and heavy industrial structures, with expertise in carrying out Techno-Economic Validation and viabilities studies of BOT/BOOT/BOOST and BOO projects. He is a founder member of Unison Project Management Pvt. Ltd. and has worked as Managing Director of the Company from 1997 till March, 2015. Prior to Unison, he has worked with reputed corporate houses in India and abroad at various positions. He is also closely associated as Guest Faculty with various reputed Management and Engineering Institutes. He has conducted various training programmes on project management and also working as Advisor for corporate training assignments and training faculty. He has at his credit the publications on Project Management, Contracts and Claim Management, Business Development and Quality Management.
Other Directorships	: Unison Project Management Pvt. Ltd. KRBTA- Unison Consultancy Pvt. Ltd. Unicore Consultants Pvt. Ltd.
Other Committee Memberships / Chairmanships	: Nil
Number of Board Meeting(s) attended	: 3
Shareholding in EIL	: Nil
Relationship between Directors / Key Managerial Personnel inter-se	: None

**Item No. 9**

Name	:	Shri Umesh Chandra Pandey
Father's Name	:	Late Shri Triyogi Narayan Pandey
Designation	:	Non-official Part-time Independent Director
Official Address	:	B-138, Sector-50, Noida-201301.
Date of Birth	:	1 st January, 1961
Qualifications	:	B.Com FCA
Experience	:	He (a fellow member of the ICAI) is having around more than 25 years of experience in the field of statutory audit of listed and public limited companies, banks and public sector undertakings etc. He is also having a vast exposure in the matters of taxation for domestic and transfer pricing and statutory compliance audit under direct, indirect tax and labour laws. He has specialised knowledge in due diligence of MSME and Heavy Industries and preparation of project reports of various types of projects.
Other Directorships	:	Chatrath Capital Services Pvt. Ltd. Certification Engineers International Ltd. BMC Support and Accounting Services Pvt. Ltd.
Other Committee Memberships / Chairmanships	:	Chairman-Audit Committee, Certification Engineers International Limited
Number of Board Meeting(s) attended	:	3
Shareholding in EIL	:	Nil
Relationship between Directors / Key Managerial Personnel inter-se	:	None

Directors' Report

To

**The Shareholders
Engineers India Limited**

Dear Members,

Your Directors have great pleasure in presenting the 51st Annual Report for the financial year ended March 31, 2016 along with Audited Statement of Accounts, the Auditors' Report and Review of the Accounts by the Comptroller and Auditor General of India.

2015-16 in Retrospect

Your Company sustained its good performance during FY 2015-16. The key highlights of the financial performance of the Company for the year, as stated in the audited financial statement, along with the corresponding performance for the previous year are as under:

Financial Performance

(Figures in ₹ Lakhs)

No.	Description	2015-16	2014-15
A (i)	INCOME FROM SERVICES RENDERED	149584	171300
A (ii)	OTHER INCOME	25694	27311
	TOTAL INCOME	175278	198611
B.	EXPENDITURE		
i)	Cost of rendering services	133593	149892
ii)	Depreciation	2481	1963
	TOTAL	136074	151855
C	PROFIT BEFORE TAX (A-B)	39204	46756
D	Provision for Current tax	12576	15924
E	Provision for Deferred Tax	1252	(90)
F	Prior Period Tax Adjustments, Short/ (Excess)	(455)	124
G	PROFIT AFTER TAX (C-D-E-F)	25831	30798
H	Dividend	13477	16847
I	Tax on Dividend	2642	3302
J	CSR Activity Reserve	(47)	(20)
K	Retained Profits	9759	10669
L	RESERVES & SURPLUS	249655	239943
M	NET WORTH	266502	256790

Segment wise Performance

(Figures in ₹ Lakhs)

Consultancy & Engineering Projects	Year ended 31.03.2016	Year ended 31.03.2015
Segment Revenue		
Consultancy & Engineering Projects	99228	94797
Turnkey Projects	50356	76503
Total	149584	171300

Segment Profit From Operations		
Consultancy & Engineering Projects	22776	24650
Turnkey Projects	1218	5602
Total (A)	23994	30252
Prior period adjustment	30	818
Interest	10	23
Other un-allocable expenditure	10444	9966
Total (B)	10484	10807
Other Income (C)	25694	27311
Profit Before Tax (A-B+C)	39204	46756
Capital Employed (*)	266502	256790

(*) Fixed Assets used in the Company's Business or Liabilities Contracted have not been identified to any of the reportable segments as the fixed assets and support services are used interchangeably between segments. Accordingly, no disclosure relating to segment wise assets and liabilities has been made.

Dividend

The Board of Directors of the Company has recommended a final dividend of ₹2/- per share (of face value of ₹ 5/- per share) for the financial year 2015-16, in addition to ₹ 2/- per share interim dividend already paid during the year. With this, the total dividend for the financial year 2015-16 works out to ₹ 4/- per share amounting to ₹ 13477.46 Lacs excluding dividend distribution tax. The payment of final dividend is, however, subject to approval of the shareholders in the ensuing Annual General Meeting of the Company which shall be paid to the Members whose names appear in the Register of Members as well as beneficial ownership position provided by NSDL/ CDSL as on 8th September, 2016.

Investor Relations

It has been a constant endeavor of your Company to achieve highest standards of corporate governance and all measures are undertaken to enhance market confidence and improve shareholder engagement through periodic, regular, transparent and open communication.

The Management is committed to sharing information with investor community on the Company's performance and convey essential updates on likely expected projects, new business initiatives, future outlook, industry insights and avenues of growth potential and investment plans periodically.

Investor Relations provides timely communication of such information which acts as an effective bridge between the management and investor community. The Investor Relations Cell handles all investor concerns and issues efficiently, aligning it with disclosure requirements, transparency and Corporate Governance Rules & Regulations, thereby inculcating a "trust relationship" with the stakeholders.

The Management and Investor Relations Cell are actively communicating with the investors by means of one-on-one meetings, conference calls, investor conferences, road shows, etc. The print and web media are also being utilized for timely dissemination of vital information, which is extremely significant in the financial world.



Management Discussion & Analysis

A separate report on Management Discussion & Analysis is annexed to this Report.

Consultancy Assignments (Domestic)

Offshore Oil and Gas

During the year, EIL continued to make considerable progress in Offshore Oil & Gas and LNG sectors in India and overseas.

The following consultancy assignments were successfully completed during the year:

- FEED for Marine Works, Storage Tanks and Re-gasification Terminal for LNG Terminal at Chhara of HPCL Shapoorji Energy Pvt. Limited (joint venture project of HPCL and Shapoorji Energy Pvt. Ltd).
- Remedial measures for ONGC's 42" SBHT Pipeline at Umharat sea beach.
- Integrated check of platforms under PRP-4 Project.

During the year, EIL secured the following orders against stiff competition and implementation has taken off in right earnest:

- Construction of fifth oil berth at Jawahar Dweep island of Mumbai Port Trust.
- Feasibility Report for development of berth in the spending beach to handle chemical small Parcel size vessels at New Mangalore Port.
- Detailed Feasibility Report & Detailed Project Report to provide handling equipment at Berth no. 8 for containers and clean cargo at New Mangalore Port.

Additionally, the following projects are currently under execution:

- Pre-award activities for ONGC's Water Injection South (WIS) platform.
- PMC for Dahej LNG Terminal Ph-III A Expansion Project of Petronet LNG Limited.
- Consultancy services for post-award activities for ONGC's BPA-BPB revamp project.
- Life Extension of Well Platform Project of ONGC.
- Underwater structural repair of HC Platform in Heera Field of ONGC.
- NQ-RC Phase-II Project of ONGC.

Onshore Oil & Gas

During the year, an important assignment of providing PMC services for Cairn's Associated Facilities Project at Mangala Processing Terminal comprising Storage Tanks and Export System, Power Generation & Distribution system and integrated balance works was completed.

Additionally, FEED for Bhagyam Polymer EOR Project of Cairn India Limited was prepared during the year.

Pipelines

EIL has a significant track record in design and execution of cross-country pipelines for transportation of crude oil, refined petroleum products, natural gas and LPG. The following assignments were successfully completed during the year:

- 16" HDD Saloni River crossing for GAIL.
- 24" HDD Ganga River crossing for GAIL.
- 8" HDD Narmada river crossing for ONGC.

The following major pipeline projects are in progress:

- 18" x 45 km Re-routing of Mumbai-Manmad Pipeline for BPCL.
- 24"/ 18"/ 8"/ 4" x 243 km Replacement of KG Basin Pipeline for GAIL.
- 36" HDD Satluj River crossing and 18" HDD Yamuna River crossing for GAIL.
- Upgradation of pumping stations for Naharkatiya-Barauni Crude Oil Pipeline of Oil India Limited (OIL).
- DFR for Palanpur-Vadodara pipeline project for HPCL.
- DFR for augmentation of Barauni-Bongaigaon Section in Naharkatiya-Baurauni Crude Oil Pipeline-Upgradation Project (Phase-II) for OIL.
- 12"/ 8" x 450 km Kochi - Salem LPG Pipeline for KSPPL.
- 18"/ 16" x 275 km Natural Gas Pipeline from Vijaipur to Kota and Spurline to Chittorgarh for GAIL.
- Engineering and PMC Services for Mundra-Bhatinda Pipeline Capacity Expansion of HPCL-Mittal Pipeline Ltd.

Petroleum Refining

The following Projects were successfully completed during the year:

- 6 MMTPA CDU-4 project of BPCL Mumbai Refinery.
- Captive Power Plant of IOCL's 15 MMTPA Paradip Refinery which was dedicated to the Nation by Hon'ble Prime Minister of India Shri Narendra Modi on February 7, 2016.
- Feasibility Report for BS VI Fuel Quality upgradation for IOCL Refineries. Reports completed and submitted to client.

During the year, the Company achieved significant progress on the following major projects:

- The Integrated Refinery Expansion Project of BPCL Kochi Refinery for enhancing the refining capacity to 15.5 MMTPA has witnessed considerable progress with engineering and procurement activities having been completed while the construction activities are in advance stage of completion. A number of units viz., CDU/VDU, SR LPG and FO/FG units, RWTP, Cooling Tower-I, GT-III have been mechanically completed and commissioning activities are in progress.
- EIL is providing EPCM services for conversion of CRU to ISOM and revamp of NHDS to NHT at BPCL Mumbai Refinery to maximize Isomerase yield and Octane Number and produce special products like Food Grade Hexane. Detailed engineering, procurement and construction activities are in progress.
- EIL has been rendering PMC services for Revamp and Capacity Enhancement Project of BORL Refinery which aims to increase the refining capacity from the current 6.0 MMTPA to 7.8 MMTPA. Completion of BDEP by Licensors for licensed units and procurement activities for long lead items are nearing completion.
- Procurement and construction activities are in progress for

New Coke Chamber and Allied Modernization Facilities of IOCL Barauni Refinery for which EIL is providing EPCM Services.

- Engineering, procurement and construction activities are in progress for Distillate Yield Improvement Project at IOCL Haldia Refinery.
- Detailed engineering and ordering has been completed for INDAdapt⁶ Project at IOCL, Guwahati Refinery. Construction activities are in progress.
- Substantial progress has been achieved in construction of new RO Plant at Barauni Refinery.

The following major projects were secured by the Company in the Petroleum Refining sector during the year and good progress has been achieved in these projects:

- EPCM services for 2.6 MMTPA Diesel Hydrotreater (DHT) and Associated Facilities project at BPCL Mumbai Refinery to produce Diesel conforming to BS IV standards. All major equipment and other materials have been ordered. Construction activities are progressing in full swing.
- EPCM services for 0.7 MMTPA DHDT and Supporting Facilities project at Numaligarh Refinery of NRL. Engineering, Procurement and Construction activities are in full swing.
- HPCL engaged EIL as PMC for the pre-project activities of their Vizag Refinery Modernization Project. Additionally, multiple assignments for preparation of DFRs for HPCL's new/existing (upgradation) of marketing terminals across the country have been received.
- EPCM Services for LPG Import facility at Haldia for BPCL.
- HPCL awarded to EIL their new tankages project at Mumbai. Engineering and tendering is in progress.

Petrochemicals

The following Projects were successfully completed during the year:

- The Assam Gas Cracker Project, a grass-root petrochemical project of Brahmaputra Cracker and Polymer Limited, was commissioned during the year. The Project was dedicated to the Nation by Hon'ble Prime Minister of India Shri Narendra Modi on February 5, 2016. The availability of petrochemicals from the project will boost the development of plastic industry in the North-Eastern region of the country.
- GAIL Petrochemical Complex-II Project consisting of Gas Sweetening and Gas Processing units with associated Captive Power Plant and Utilities & Offsite at Vijaipur and Gas Cracker complex, GPU-II, LLDPE/HDPE (Swing unit) and Butene-1 Units at Pata were successfully commissioned and Plants have been put into operation after stabilization.

Significant progress has been made on the following petrochemical projects:

- The Dahej Petrochemical Complex of ONGC Petro additions Limited (OPaL) has achieved considerable progress with the Dual Feed Cracker, HDPE, PP and Butene units being under commissioning and LLDPE/HDPE Swing Unit is in advanced stage of completion. The Captive Power Plant and utilities have been commissioned.
- The Propylene Derivative Petrochemical Plant of BPCL Kochi

Refinery comprising Acrylic Acid Unit, Oxo-Alcohol Unit and Acrylates Unit is moving ahead with EPCM-I awarded by BPCL for site enabling works, BDEP review and acceptance of Licensor's package. For EPCM-II, go ahead has been given by BPCL.

- Preparation of DFR for standalone Petrochemical Complex in Andhra Pradesh for GAIL was awarded during the year.

Strategic Storages

Recognizing the country's dependence on imported oil and gas resources, Government of India (GoI) has embarked on the Strategic Crude Oil Storage Programme which will bolster India's energy security by creating a buffer stock of crude oil sufficient to meet requirements in case of any disruption of supplies from abroad.

Under Phase-I of the Strategic Storage programme, EIL is providing PMC services to Indian Strategic Petroleum Reserves Limited (ISPRL) for construction of underground unlined rock cavern storages in Vishakhapatnam, Mangalore and Padur having a total capacity of 5.33 MMT. During the year, Vishakhapatnam storage has been commissioned while pre-commissioning activities are underway at Mangalore and Padur.

Metallurgy

The following key metallurgy projects/assignments were completed during the year:

- Appointment of Mine Developer-cum-Operator for Kapurdi and Jalipa Mines of Barmer Lignite Mining Company Limited in Rajasthan.
- Feasibility Study for revamping of Rectifier Station-I for Hirakud Smelter of Hindalco.
- Techno Economic Feasibility study for increasing production, productivity or profitability of Smelter Plant at Angul for NALCO.
- Benchmarking study for downstream Aluminium industries in the proposed Aluminium park in Angul.

The following Projects/Assignments are in progress:

- Detailed Feasibility Report based on the report for Scoping Study for Mechanised Production and Evacuation of Iron Ore from Kurmitar Project of Odisha Mining Corporation Limited (OMC).
- Review of various high rise structure stability for Hindalco.

Infrastructure

In the Infrastructure sector, EIL is providing a wide spectrum of services such as Project Management, Third Party Inspection (TPI), Quality Assurance, Independent Engineer & Lender's Engineer services, Project Appraisal and project execution services.

The following infrastructure projects were completed during the year:

- Preparation of Smart City proposals for Moradabad and Rampur.
- PMC Services for Canal lining works of Sardar Sarovar Narmada Nigam Limited for Package VI.

The following major projects were secured during the year and work on these projects has been initiated:

- Consultancy services for preparation of Master Plan and DPR for development of Vijayawada Airport to international standards.
- PMC services including preparation of Service Level Improvement Plan (SLIP), State Annual Action Plan (SAAP) & DPR and execution



of projects pertaining to water supply, sewerage & septage, transportation and park development as part of rejuvenation of 9 cities of Odisha under AMRUT (Atal Mission for Rejuvenation and Urban Transformation) Scheme.

- PMC Services for Development of IIT Patna Campus.
- PMC Services for Data Centre at Hyderabad for SBI.
- PMC Services for execution of balance works of Konark Sun Temple for IndianOil Foundation.
- Technical and Financial Audit of Infrastructure works in various Urban Local Bodies (ULBS) of Punjab for Punjab Municipal Infrastructure Development Company (PMIDC).

During the year, the Company achieved significant progress on the following projects:

- PMC services for Headquarter Building of UIDAI in Delhi.
- PMC services for Inland Container Depot for Container Corporation of India Limited.
- Extension of TPI services for Infrastructure Projects of Pune Municipal Corporation.
- PMC Services for Biotech Science Cluster, Faridabad.
- PMC Services for Housing Project of Gujarat Housing Board.
- PMC Services for Central University of Punjab at Ghudda, Bhatinda.
- Allied Services for Air Side development of Mumbai Airport.

Fertilizers

Pursuant to the declaration of New Investment Policy in January, 2013 by the Government of India and its amendment in September, 2014, the Fertilizer sector in India is expected to grow in the near future. EIL is leveraging its capabilities and global network to tap significant business opportunities presented by this sector in India and Overseas. As a result, EIL has achieved considerable success in this sector.

As part of strategic investments in the Fertilizer sector, EIL has taken equity participation in Revival of Ramagundam Fertilizer Project along with National Fertilizers Limited and Fertilizer Corporation of India Limited. A joint venture company (M/s Ramagundam Fertilizers and Chemicals Limited) has been formed to pilot this project. EIL is also executing this project on EPCM Mode. During the year, significant progress was achieved on front end activities.

Water and Waste Management

The following major projects were secured by the Company during the year:

- Namami Gange Programme – execution of entry level activities (Ghats, Crematoriums & Village level drain treatment) and Sewerage Infrastructure.
- PMC Services for sewerage system in Ponda Colony - Zones IA & IB of Goa for Sewerage and Infrastructure Development Corporation of Goa Limited (SIDCGL).
- PMC services for implementation of Sewerage Projects on the command of Najafgarh Drain for segment A-B (Dhansa to Goyla) and B-C (Goyla to Keshopur) for Delhi Jal Board (DJB).
- Technical and Financial Audit of Infrastructure works to be executed by the Urban Local Bodies and Punjab Water

Supply & Sewerage Board for Punjab Municipal Infrastructure Development Company.

- EPCM Services for Effluent Treatment Plant at Tengakhat, Assam for Oil India Limited.

The Interceptor Sewer Project of Delhi Jal Board (DJB) for abatement of pollution in River Yamuna witnessed significant progress during the year. One Package has been already handed over to DJB and the other packages are partially ready.

Nuclear Power

In the nuclear power sector, EIL is engineering the Greenfield Nuclear Fuel Complex at Kota, Rajasthan. During the year, engineering and procurement activities progressed and site activities gathered momentum.

Overseas Assignments

EIL has leveraged its strong track record in the Indian hydrocarbon sector to successfully expand its international operations. Over the years, the Company has emerged as a global player with the execution of a number of prestigious assignments for international energy majors in Middle East, Africa and South East Asia.

During the year, the following overseas projects were completed:

- Detailed Engineering & Procurement services for Slops & Drains Upgrade at Umm Shaif Super Complex of Abu Dhabi Marine Operating Company (ADMA-OPCO).
- Study for Up-gradation of Anti Surge Valves for Propane Compressor of Train 1 & 2 for Abu Dhabi Gas Liquefaction Co Ltd (ADGAS).
- Mussaffa Terminal Fire Fighting Facility Adequacy Study for TAKREER.
- Study for LG6 Foundation Rectification – Permanent Solution for ADGAS.
- Technical Support Services Agreement (TSSA) to facilitate and complete HAZOP Studies for Habshan 1 & 2 Plants of Abu Dhabi Gas Industries (GASCO).
- Technical Support Study for 2 Nos. External Double Deck Floating Roof Tanks of ENOC.
- Shahjalal Fertilizer Project in Bangladesh having a capacity of 1000 MTPD Ammonia Plant and 1760 MTPD Melt Area and Urea Granulation Plant.
- PMC services for Indorama Fertilizer Project for Indorama Eleme Fertilizer and Chemicals Ltd., Nigeria.
- Advance FEED studies for Kuzey-Marmara Fixed Offshore platform and Pipelines of Turkish Petroleum Corporation, Turkey.
- Draft Pre-Feasibility Study Report for Global Steel Holdings, UK for Engineering Consultancy services for setting up an Ammonia and Urea Fertilizer complex in extreme weather conditions in Sakha Province of Russia.
- Configuration Study for Petcoke Storage & Handling Facility at Sohar Port, near Sohar Refinery.

EIL achieved substantial progress in the following major projects:

- EIL is providing EPCM services for the prestigious Dangote Refinery and Petrochemical Project comprising a 460,000

BPSD grassroot Petroleum Refinery & 830 KTPA Petrochemical Complex at Lekki Free Trade Zone, Nigeria for Dangote Oil Refining Company (DORC). The major process units in Refinery include Crude Distillation Unit (CDU), a Residue Fluid Catalytic Cracking unit, MS Block, a Mild Hydrocracker unit, Alkylation and Sulphuric Acid Regeneration Unit, Product Treatment units, Polypropylene Unit, Sulphur block and associated Utilities generation & Offsite facilities. The Project facilities include crude oil receipt & storage including two SPMs with associated offshore/onshore pipelines. The product dispatch facilities include product disposal through road as well as ships. Dispatch of products comprise pumping facility, onshore & offshore pipeline as well as three SPMs. Detailed engineering for the project is in full swing and recommendation sent for order placement for major Long Lead Items, Packages and equipment. Second stage 3D model review and HAZOP study have been concluded for most of the Process Units, Utilities & Offsite area.

Additionally, EIL is also providing class room and on the job training to Nigerian Executive Trainee Engineers from DORC. The Trainee Engineers of DORC will be provided an insight into various facets of Project Management, Process Design, Detailed Engineering and Construction Management as well as detailed information about DORC Refinery by in-house faculty.

- A number of major milestones have been achieved for Sonangol's 200,000 BPSD Grassroot Refinery Project at Lobito, Angola which include:

- Configuration Study for Phase-2 Units completed by EIL.
- Cost Estimates based on KBR FEED have been provided.

Further, FEED revalidation and Licensor's selection for BDEP for DHDT, RFCC, RFCC Gasoline, DCU and Meroxes are underway.

- Under PMC services for Rehabilitation and Adaptation of Algiers Refinery of SONATRACH, substantial progress has been achieved on construction front.
- PMC services for EPC of Upgrade & Replacement of Substations project Phase-1 of ADGAS.
- Design Consultancy and Project Management Consultancy services for miscellaneous tank farm, piping, instrumentation and control system, inspection, repair, maintenance & upgrade works at various depots of ADNOC-Distribution.
- PMC services for Pipeline projects of GASCO, Abu Dhabi.
- Installation of Chemical injection Skids and Solar power systems in US and ZK WHTs of ADMA-OPCO.
- Protection Relay Coordination Study for the Abu Dhabi Refinery Division Electrical Power Network of TAKREER.
- Pre FEED/FEED Study for Flash Gas Compressor Diversion Line.
- PMC services for Liwa Plastics Project of Orpic, Oman.
- PMC services for RFCC unit revamp and various unit improvements works at Sohar Refinery for Orpic, Oman.
- PMC services for 1900 TPD Ammonia Plant in Central Sulawesi for PAU, Indonesia.
- PMC services for Al Dabbayah ASR gas development project of ADCO.

Turnkey Projects

EIL's turnkey project portfolio consists of projects executed on LSTK mode or on the 'Open Book Estimate (OBE)' basis. The following LSTK/OBE jobs witnessed considerable progress during the year:

- GSPC's Onshore Gas Terminal (OGT) project at Mallavaram, Andhra Pradesh, executed on OBE mode, was commissioned during the year.
- Coker Block of Resid Upgradation Project of CPCL-Chennai is being executed by EIL on Lump sum Turnkey basis comprising DCU of 2.2 MMTPA and LPG CFC Treating Unit of 8.8 TPH. Piping, Electrical and Instrumentation works are in full swing.
- South Jetty Pipeline project for loading/unloading of petroleum products and crude oil for IOCL Paradip Refinery, being executed on OBE mode, is nearing completion.
- Modification work is in progress at Hazira Plant under Daman Development Project of ONGC on OBE basis.

During the year, EIL was successful in securing the job for executing Installation of Lean Gas Compressor and Associated facilities at Hazira Gas Processing Complex on OBE basis from ONGC.

Performance of Divisions

Process Design & Development

The Process Design & Development Division of EIL continued its efforts to secure business from new clients besides serving various existing clients, both in India and in overseas. Prominent assignments undertaken by the Division during the year include the following:

- DFR for capacity expansion of IOCL's Gujarat Refinery from a crude processing capacity of 13.7 MMTPA to 18 MMTPA.
- Basic Design Engineering Package and other services for revamping DHDT Unit at IOCL's Gujarat Refinery.
- PMC services for the Sulphur Block and Utilities & Offsites of Aishwarya project for IOCL's Haldia Refinery under LSTK mode.
- Revamp of Vis-breaker of IOCL's Haldia Refinery through installation of soaker internals.
- Coke Chamber replacement and modernization of Coker-A of IOCL's Barauni Refinery.
- EPCM Services for DHDT Project for Numaligarh Refinery Ltd.
- DFR for 6 MMTPA expansion of Numaligarh Refinery based on 100% Sour Crude processing.
- Pre-commissioning and Commissioning activities for the 2.2 MMTPA Delayed Coker Unit of CPCL's Chennai Refinery.
- Detailed engineering and pre-commissioning for Integrated Refinery Expansion Project at BPCL's Kochi Refinery for enhancing crude processing capacity from 9.5 to 15.5 MMTPA.
- PFR for maximization of production of MS and Diesel, fuel quality upgradation to BS VI in BPCL's Kochi refinery.
- Licensor selection for BS-VI MS Block, BDEP for utilities & offsite and DFR for BS-VI MS Block for BPCL Kochi.
- Configuration Study and Capacity expansion study for BPCL's Mahul Refinery for enhancing crude processing from 12 MMTPA to 14 MMTPA.



- Residual, detailed engineering and commissioning of grass root Crude Distillation Unit (CDU-4) at BPCL's Mumbai Refinery for 6 MMTPA crude processing facility.
- Licensor evaluation and detailed engineering for grass root Diesel Hydrotreater unit for BPCL's Mumbai Refinery. Design and detail engineering of new and revamped, associated facilities i.e., CDU-3 (RMP), SWS, ARU, HGU, Utilities and Offsites.
- PFR for BORL's Bina refinery expansion to 15.5 MMTPA and installation of facilities required for building basic blocks of the petrochemical hub in Bina Region.
- Preparation of revamp process packages of CDU/VDU and other open art treating units, utilities and offsite besides review of revamp process packages of licensed units of BORL's Bina refinery.
- Configuration study and DFR for HPCL's Mumbai Refinery for expansion of crude processing capacity from 7.5 MMTPA to 9.5 MMTPA.
- DFR for expanding HPCL's Vizag Refinery crude processing capacity to 15 MMTPA with inclusion of suitable bottom upgradation facilities for distillate yield and product quality improvement.
- Revalidation of HPCL's Vizag Refinery Modernization Project DFR for 100% BS-V quality MS and Diesel production.
- Licensor selection of Naphtha Isomerisation Unit, Full Conversion Hydrocracker Unit, design of new CDU/VDU, Utilities and Offsite facilities for HPCL's Vizag Refinery.
- Licensor selection for Residue Upgradation facilities of HPCL's Vizag Refinery Modernization Project.
- Configuration study for BS-VI Autofuels production and 18 MMTPA debottlenecking for MRPL integrated refinery and aromatic complex.
- Basic engineering and design services for FCC feed preparation unit for Essar Oil Limited at Vadinar Refinery, Gujarat.
- Feed Augmentation study with Ethane import facilities for GAIL's Petrochemical Complex at Vijapur and Pata.
- Site selection and preparation of Feasibility Report for Green Filled Petrochemical Complex based on imported Ethane for GAIL (India) Ltd.
- License, Engineering, Procurement and Construction management (LEPCM) Services with single point responsibility for Methanol ISBL plant and integrated OSBL facilities for 500 TPD Methanol and 200 TPD Acetic acid plant of Assam Petrochemical (APL).
- Vetting of Prefeasibility Report carried out by Adani Energy Limited in Chhattisgarh for Polygeneration.
- PFR for 2200 TPD Ammonia and 3850 TPD Urea plants in Siberia, Russia for Global Steel.
- PFR for NFL pet coke gasification project.
- Surge analysis for SMPL debottlenecking project, PHBPL and MPPL.
- Study Report for Expansion of GGSR to 18 MMTPA with Integrated Petrochemical Complex.
- Configuration Study, Licensor Selection and Feed Revalidation for Sonaref Refinery of Sonangol, Angola.
- Feasibility Report for BS-VI Fuel Quality Upgradation of five IOCL refineries.
- Consultancy Services for VGO HDT and SRU revamp and additional Offsite under LCEP of GGSR Refinery.
- Conceptual Study for a Mega Refinery-cum-Petrochemical Complex on West Coast of India.
- Configuration study for proposed refinery project in South Sudan.
- Preparation of DFR for standalone petrochemical complex based on imported Ethane.
- FEED preparation for revamp of Unmanned Platform Phase-II for ONGC.
- Study for Assessment and utilization of gas for the Western Offshore assets of ONGC to examine the potential for further optimization of gas usage.
- Preparation of Advance FEED package for Kuzey Marmara DP-1 & DP-2 platform offshore facilities for Turkish Petroleum Corporation (TPAO).
- Study report for examining the impact of high H₂S content in ONGC's B193 platform.
- Preparation of feasibility report for supply of petroleum products (in & around Mauritius and main land Africa, particularly east & south) was completed.
- Technical Feasibility Report & Detailed Feasibility Report for LPG transportation in Ramanmandi-Bahadurgarh pipeline along with facilities for separation of LPG/HSD, LPG/MS and MS/HSD for HPCL is in progress.
- BDEP preparation for Life Extension of Well Platform (LEWP) project (Tender-1, Tender-2 & Tender-3) for ONGC was completed.
- PMC services for post award activities of Life Extension of Well Platform (LEWP) project.
- FEED development for WIS Reconstruction Project to install a new water injection platform with a capacity of 3710 m³/hr at Mumbai High south field of ONGC is in progress.

Engineering

During the year, the Engineering Divisions of EIL continued their efforts towards providing optimized and value added services for all ongoing projects consistent with the client requirements and objectives of the Company. The various divisions maintained focus on key areas like System Improvement and quality of deliverables, enhanced productivity by adopting knowledge from past data, repeatability of design, enhanced software application and implementation of Electronic Data Management System (eDMS) alongwith improved information exchange and communication systems resulting in lesser manual interfaces. Major emphasis was laid on Automation and Standardization of systems, implementation of Internal Audit and Monitoring and updation of specifications standards and guides. A large number of innovative processes, concepts and technologies were implemented for the first time this year and some of them are as follows:

- Maiden Implementation of 66KV Gas Insulated Indoor Switchboards for a project being executed in EPCM mode including development of specifications, data sheets, offer evaluation and preparation of contract specifications (Technical). Till recently, EIL had been going in for 33KV as primary distribution voltage for all projects being executed in conventional mode. For DORC's 20MMTPA refinery cum petrochemical project, 66KV has been designated as the primary distribution voltage across the plant in view of the large quantum of Electric Power required to be handled and distributed because of the mega size of the plant and future expansion plans for the same.
- Development of new specifications for XLPE insulated Fire Retardant Low Smoke Extra High Voltage Cables, suitable working voltage being enhanced from 66KV to 220KV. This was done in view of mega projects wherein 66KV or higher voltage is required.
- Use of energy efficient electrical equipment/systems has been initiated in all projects. As a responsible corporate with concern for global warming and carbon foot print, use of energy efficient motors of min. 1E2 type and 100% LED fixtures for lighting of process / offsite and utilities has been initiated. This has been made a standard practice for all projects being handled.
- To provide protection from soil side corrosion of carbon steel mounded bullets (new construction) with operating temperature not exceeding 55 deg.C, application of thermally sprayed Zn coating (TSZC) with paint top coat on external surface mounded bullet is employed as sacrificial type CP System. This requires no maintenance and monitoring. For corrosion protection of steel components exposed to water, bimetallic component (new construction) of cooler and condenser, application of thermally sprayed aluminum coatings (TSAC) with top coat Sealant on channel, tube sheet, flange faces, gasket seating surface is used as sacrificial type CP System. This also does not require maintenance and monitoring system.

Focused Services for corrosion protection and refurbishment of existing facilities:

- Revamping the Corrosion Protection system for LPG mounded storage tanks at GPU, Usar.
- Corrosion Protection audit for Vizag Refinery.
- Pipeline Inspection and CIPL survey of five pipelines from Jawahar Dweep to Pirpau, Mumbai Port Trust.
- Miscellaneous troubleshooting/consulting related to Corrosion Protection activities in IOCL, Mathura/ONGC/GAIL etc.

New technologies implemented/proposed by Instrumentation Department during the year are as under:

- GSM/RF based automatic water consumption data gathering system for household water metering in AMRUT Project for nine cities of Odisha.
- Study Report on implementation of Wireless TETRA system in BOREL Refinery complex and its adjacent township. The study includes integration of existing VHF based system with TETRA system.
- A PLC based loading arm system for sensing loading arms and enforcing shutdown of the same in case of emergencies at Mumbai Port Trust Jetty Project.

- Maiden usage of Inception type aspiration based smoke detection system for the rooms of offshore platforms in Neelam Redevelopment project, ONGC.

New technologies implemented/proposed by Equipment Division during the year are as under:

- Basic design and engineering of Non-Conventional Coke Dispatch scheme for Aishwarya Project of IOCL to accomplish complete rake loading in space constraints i.e. in space approximately 3 times lesser than that required in conventional scheme. This has been achieved for the first time in EIL.
- Design and engineering of Truck Loading gantry to take care of wide variation in tanker sizes from 33 kl to 60 kl was carried out for Dangote Refinery & Petrochemical plant for the first time.
- Basic engineering and procurement of energy efficient VAV (Variable Air Volume) air conditioning system for LAB building in MRPL Phase-III Expansion Project and VRF (Variable Refrigerant Flow) air conditioning system for MBBVPL project of M/s GITL. This is a relatively new concept and has been done for the first time in EIL.
- Conceptualization of HVAC system for Catalyst, Chemical and TEAL storage building in Dahej Petrochemical complex (OPaL) and developing detailed HVAC scheme for Hazardous areas handling, especially for critical chemicals like Peroxide, TEAL etc. The building shall house chemicals and catalysts vital to plant equipment operation and requiring stringent HVAC conditions.
- A major landmark in design capability was reached this year with the design of 2 Ammonia Tanks of 10000 MT capacity.

Capability and Technology Enhancement in new areas having significant business potential in future:

Capability Development in the following new fields has been vigorously pursued and achieved during the year which will open up new business avenues for EIL:

- Design and Analysis of Bagging Silos.
- Nonlinear Finite Element Analysis of Pressure Vessel and Piping Components as per ASME Section VIII Division 2 Code 2015 edition.
- Thermo-Mechanical Fatigue Analysis of Coke Drums using Field Measured Thermocouple Temperature Data.
- Conversion of Non - Blast Proof Control Rooms to Blast Proof Control Rooms. New projects have been secured in this field already.
- Design and Analysis of Single Deck and Double Deck Floating Roof Tanks. Trouble shooting involving double deck floating roofs has been carried out for ENOC, Dubai.
- Evaluation of flaws like cracks in Pressure Vessels and Piping Components.
- Design and Analysis of Double Walled Liquefied Nitrogen Vessels.
- Dynamic Mooring Analysis of LNG Carriers.

The following specialized studies have been performed:

- Transient Preheat Analysis of Sodium Piping in Nuclear Plants.
- Seismic Re-qualification of Tanks.



Project Services – Costing

Cost Engineering Department of EIL provides cost related services for various projects in all fields of operations from inception to commissioning and beyond, for domestic as well as overseas jobs. Cost Engineering provides services such as preparation of capital cost estimates and financial/economic analysis for diverse activities ranging from technology selection to preparation of feasibility reports and option study estimates for investment decisions pertaining to projects handled by EIL in various areas like Refineries, Petrochemicals, Fertilizer, Cross country pipelines, Power projects, Metallurgy, Mines, Strategic Storage, Offshore Oil & Gas, Infrastructure (such as Namami Gange and AMRUT) etc. It provides cost estimates for procurement and tendering, assistance during price negotiation, cost monitoring and control during execution of projects under conventional and LSTK mode of execution. It also prepares cost estimates for bidding in EPC contracts.

Cost engineering has been maintaining historical data related to procurement and tendering of individual items ranging from nuts/bolts/gaskets to packages worth thousands of Crores since past two decades, which is unparalleled worldwide. This data bank is constantly updated based on the projects handled by EIL. The data bank has captured the historical data for all the projects handled by EIL, at item, unit and project levels. Cost Engineering prepares thousands of cost estimates annually, worth Crores of Rupees for various projects/items with a wide range of value. This vast database provides capabilities for valuable support in decision making regarding investments, bid evaluation and award of contracts as well as effective cost control services.

Project Services - Planning

The Planning Division continued to provide planning, scheduling, monitoring, project risk management and material control services to various projects. Using state-of-the-art tools and its database, the Division caters to diverse project execution roles of the Company, viz. EPCM, PMC, LSTK/OBE modes. The Division also continued to provide project monitoring services to the Ministry of Petroleum and Natural Gas, as in the preceding years.

Procurement Services

The Procurement Services Division, through its knowledge pool of experienced manpower, provides complete supply chain management & contracting services to various domestic and global clients besides serving EIL's in-house requirements. These services include Supplier/ Contractor Registration, Contracting & Purchasing of goods/ services/ works, Expediting, Inspection, Logistics, Supplier/ Contractor Performance Review etc. The division contributes to successful execution of projects being set up through procurement of works, material and services pertaining to specified quality within designated time at the most competitive price in a fair, just and transparent manner.

The Procurement Services Division, in order to excel in its services, has been continuously improving its systems and working procedures by introduction/ upgradation of IT tools, newer technologies, guidelines, database and most importantly, updation of knowledge and skills of its officials. This has resulted in efficiency, effectiveness and transparency in procurement.

Over the years, all procurement functions have been IT enabled - from the receipt of indent to inspection, dispatch and transportation of equipment. EIL was one of the earliest PSUs that had implemented

e-Procurement as well as reverse auction for contracting and purchasing. The Division has an integrated in-house ERP & eDMS application linking all procurement functions across various geographical locations.

In the current year, orders for ₹ 370 Crores of direct purchase and contracts were placed on suppliers/contractors globally for various OBE/LSTK/Depository projects. In addition, orders for ₹ 3900 Crores were placed for various other clients' projects.

EIL has been instrumental in stimulating and promoting domestic manufacturing and production capacities besides providing support to priority sectors in becoming more competitive and export oriented. EIL has also been in the forefront in supporting Government initiatives in enhancement of indigenous vendors' involvement in Government Procurement.

While whole heartedly carrying on Government of India's Make in India initiative with an aim to get global recognition for the Indian economy, EIL has been pursuing several initiatives like focus on import substitution, vendor interaction to upgrade indigenous manufacturing processes and technologies, online empanelment of prospective vendors and skill development of vendors through continuous interaction, assessment, evaluation and feedback.

Government of India, through Public Procurement Policy (PPP)-2012 for Micro and Small Enterprises, has set certain milestones for the Government and PSUs to achieve. EIL, through its commitment and dedication has been instrumental in implementation of this policy and ensuring increased participation of MSEs in the Company's procurement. EIL has procured ₹ 47.14 Crores goods and services from micro and small enterprises, which is around 30.57% of the total value of direct purchase orders for goods and service contracts, placed by EIL during the year 2015-16.

EIL has been organizing and participating in various seminars organised by Ministry of Micro, Small & Medium Enterprises to encourage development of MSME sector including SC/ST Entrepreneurs. EIL has participated in various seminars organised in Delhi, Kolkata, Karnal, Solan, Chennai, Ghaziabad by CII, HPCL, BPCL etc.

Procurement Services Division carried out in-process and pre-dispatch inspection of critical equipment at suppliers' works as well as at Project sites through its regional Procurement Offices, located all over the country and overseas offices located in London, Shanghai and Milan. Major items inspected included two VGO Reactors (Chrome Moly) weighing 550 MT each, for BPCL IREP Project amongst many other large sized equipments. Ten engineers were trained in TOFD (Time of Flight Diffraction) and PAUT (Phased Array Ultrasonic Testing), i.e., the latest NDT Techniques, which resulted in reducing delays as compared to conventional Radiography techniques.

Procurement Services Division has been playing a major role in development of Indian industry. Under the Government of India's Make in India drive, several steps have been taken to increase local industry participation and provide encouragement to overseas industry towards setting up plants in India.

Construction

The Division provides services for Construction Management in totality including Contract Administration, Construction Quality Surveillance, Feedback Analysis, HSE and Warehouse Management for various projects of EIL, withstanding diverse challenges and local impediments associated with climatic conditions, difficult terrain, space constraints etc. which are unique to the nature of the project.

During 2015-2016, Construction Division continued to provide Construction Management Services for various clients at 58 domestic and 5 overseas locations.

Concurrent prestigious commitments for the Division include Integrated Refinery Expansion Project at Kochi, OPaL Petrochemical Complex at Dahej, DCU for CPCL at Chennai, SJPL Paradeep, NBPS Guwahati, Indorama Fertilizer Project in Nigeria, Rehabilitation Project at Algeria, ADGAS in Abu Dhabi, Orpic in Oman and GASCO Abu Dhabi.

Construction activities commenced for the following projects during the year:

- Revival of Ramagundam Fertilizer Project
- DCU & RO Plant, IOCL Barauni Refinery
- Aishwarya Project, IOCL Haldia Refinery
- DHDT Project, Numaligarh Refinery
- De-bottlenecking of Bina Refinery, BOREL
- DHT, NHT ISOM and TGTU, BPCL Mumbai Refinery
- Daman Development Project, ONGC Hazira
- RO Plant, IOCL Gujarat Refinery, Vadodara
- Central University of Punjab, Bhatinda
- UIDAI HQ Building, New Delhi
- PDPP, BPCL Kochi Refinery
- Kochi - Salem LPG Pipeline for KSPPL
- Petcoke Evacuation Road, Mangalore
- HDD-Yamuna/ Sutlej/ Solani
- Mounded Bullet, IOCL Panipat Refinery
- Ammonia Plant, Indonesia
- Orpic, Oman
- Dangote Refinery, Nigeria
- AMRUT, Odisha
- Namami Gange

The Construction Division leverages its highly skilled and motivated team for establishing and monitoring adherence of Construction Quality Management system. The system advocates quality plans, inspection test plans and implementation of special processes for concreting, welding involving latest NDT techniques, digital radiography, ultrasonic test etc. during all phases of construction to ensure trouble free commissioning/operation of critical units.

The Construction activities for the following Projects/Units were completed during the year:

- Assam Gas Cracker Project of BCPL at Lepetkata, Assam
- Wax Project, Numaligarh Refinery, Assam
- CDU-4, BPCL Mumbai Refinery
- 42" Re-Routed SBHT Line
- South Oil Jetty of IOCL Refinery, Paradeep
- Petrochemical Complex of GAIL at Vijaipur and Pata

- SSP, Vishakhapatnam
- PPU, Mangalore Refinery
- Dream Building-Delhi University
- Shahjalal Fertilizer Project, Bangladesh
- Indorama Fertilizer Project, Nigeria
- GAIL Spur Line for Hubballi Connectivity

The Construction Division deployed a host of innovative construction techniques and improvised equipment/machineries to minimize construction schedule across project sites, as mentioned below:

- Modular construction of Tech Structure and Pipe rack
- Use of Pre-fabricated structures
- Use of Auto Blasting and auto beveling machines
- Use of monsoon shelter/hanging platform
- Extensive use of Auto UT/TOFD techniques as an alternative to hazardous conventional NDT methods like radiography.

The Company's commitment towards adherence of world-class Health, Safety and Environment standards in the execution of projects was epitomized by the multitude of accolades received from clients, during the year:

- 75 Million LTA free man-hours at BCPL, Lepetkata, Assam
- 58 Million LTA free man-hours at Petrochemical complex-II, GAIL, Pata
- 5 Million LTA free man-hours at EPCC-1, CPCL, Chennai
- 2 Million LTA free man-hours at DCU of IOCL Barauni

Environmental Engineering Services

EIL's accords utmost priority towards preservice of health and safety of people as well as natural environment during its services to customers. The Company enables the adoption of innovative integrated water management solutions for industries and municipalities, while working to increase environmental, social and economic benefits. EIL's commitment to sustainable environment is reflected from the fact that the Company has a full-fledged Environment, Water & Safety Division in the company, which has completed several projects in diversified fields of environmental engineering including water & wastewater treatment; effluent recycle and zero discharge projects; Environmental Impact Assessment studies; Environmental Audits; Air Quality Assessment, Modeling and Control; Ground Water Monitoring Studies; Solid and Hazardous Waste Management; Oily Sludge Management; Volatile Organic Carbon (Voc) and Fugitive Emissions Control; Site Assessment and Remediation; Environmental Health & Risk Management; Environmental Management Plans etc.

Some of the major achievements of EIL during FY 2015-16 include the following:

- Membrane (ultra-filtration) based raw water treatment plant for OPaL's Dahej Petrochemical Complex was commissioned successfully. This is the first plant in Indian hydrocarbon industry and one of the biggest installations in India for surface water treatment based on membrane processes. This plant will pave way for the treatment of raw water using membrane route with minimum footprint area and compatible cost besides advanced treatment and reduced project delivery time.



- EIL continued to provide consultancy services in municipal water and sewerage sector including Condition Assessment, Feasibility Study, entry level activities under Namami Gange Program, PMC Services to Odisha Water Supply & Sewerage Board (OWSSB) for management of Septage under AMRUT, Detailed Feasibility and Project report to Punjab Water Supply & Sewerage Board (PWSSB) for abatement of pollution in Buddha Nala in Ludhiana and PMC Services to Delhi Jal Board (DJB) for construction of Sewerage Network and Sewage Treatment Plants in Najafgarh Area as per NGT guidelines.
- Surveillance assessment of EIL was carried out by Quality Council of India (QCI) and the Company's accreditation has been continued for EIA studies in India. EIL has now been accredited in twelve sectors with the addition of a new sector viz., 'Isolated Storage & Handling of Hazardous Chemicals'. The Company has QCI-NABET accredited in-house EIA Coordinators and Functional Area Experts.
- Environment clearances were obtained from the Ministry of Environment, Forest and Climate Change (MoEFCC) for RFCL's Ramagundam Fertilizer Project, HPCL's Visakh Refinery Modernization Project, and MOPA airport at Goa. Environment clearance was also obtained from State Expert Appraisal Committee (SEAC) for IOCL Mathura GT-IV Project.

As a part of MoU with MoP&NG, EIL is continuing its efforts towards Sustainable Development. Biodiversity Improvement Project (Phase-IV) for flowering plants in the EIL's Gurgaon Complex has been completed.

Research & Development

EIL has continually endeavored to deliver optimum services to the clients by providing value addition and leveraging technological advances. It is with this objective of fostering the spirit of innovation and creativity in the organization that the Research and Development Division was established. R&D has contributed significantly in the consolidation of existing capabilities, development of new technologies and hardware besides enhancement of the portfolio for special technology related services. The Division is pursuing developmental activities, both in-house and in collaboration with academic institutes like IIT Delhi and other R&D organizations like IOCL-R&D, CSIR-IIP, BPCL (R&D) etc. Apart from these established R&D organizations, EIL (R&D) has also been collaborating and cooperating with small companies to promote the creative ideas generated by them.

During the year, R&D Division has undertaken the following initiatives for development of new capabilities and up-gradation / commercialization of existing capabilities:

Technology Development Projects Initiated:

- New separation devices for preflash drum
- Design methodology for trays with explosion hatches
- Basic Design for 1700 TPD fluidized type Coal Gasifier for processing high ash Indian coal
- Process scheme for selective Di-Olefin saturation for upgradation of Coker Gasoline
- Process for hydrogen recovery from refinery off-gas using cryogenic separation
- Process development for ATF hydro treatment

- Technology for Amine treatment (low pressure) of Hotwell off gasses
- Novel hardware for aiding reaction between basic media and middle or light petroleum distillates
- Feasibility study of improved 3 phase reactor configuration for hydroprocessing applications
- Catalyst and process for slurry phase residue hydrocracking
- Low pressure process technology for H₂S recovery from clause tail gas
- Technology for Kerosene Dearomatization using Liquid Extraction for producing aromatic free solvents.

Technology Commercialization Efforts:

- Energy Efficiency Improvement Study (EEIS) at HPCL Visakh Refinery in association with CHT.
- Study for adequacy check and up-gradation of Anti Surge Valves for Propane Compressor of Train 1 & 2 in ADGAS LNG plant at Das Island, Abu Dhabi.
- Preparation of Feasibility Report for BORL towards implementation of process for hydrogen recovery from refinery off-gas using cryogenic separation.
- A proposal was sent to BORL for implementation of Kero Dearomatisation technology for production of aromatics free solvents from hydrotreated kerosene.
- Revamp of DHDT/DHDS reactor of IOCL Gujarat Refinery using EIL-IOCL developed DHDT/DHDS technology.
- Grassroot Sulfur Recovery Unit (SRU) and Tail Gas Treating Unit (TGTU) at Numaligarh Refinery.
- Grassroot Sulfur Recovery Unit with Oxygen Enrichment facility towards 35% capacity enhancement at BORL.
- Scope definition studies were carried out for integration of Group Gathering Station process system with Solar Block at ONGC, Mehsana.
- Preparation of technology booklets and brochures for highlighting capabilities and advantages of various indigenous technologies developed by EIL.
- Following orders were received for development of high capacity trays and packings from
 - BPCL-Mumbai for supply of Parlpak in two quench columns and two amine absorption columns of TGTU
 - HPCL-Mumbai for supply of Parlpak in one quench column and one amine absorption column of TGTU

Initiatives taken for strengthening technology tie ups:

Renewal of membership for FY2015-16 for

- Process Science Technology Center (PSTC), an industry-academia collaborative research program initiated by University of Texas, USA.
- Fractionation Research Incorporated (FRI), a non-profit cooperative research organization based at Oklahoma, USA.
- Process Integration Research Consortium (PIRC), University of Manchester UK.

Patents/Trademarks filed /granted

During the year 5 patents have been filed as below:

- Process and Apparatus for low pressure H₂S absorption (provisional)
- Apparatus and method for removal of sulphur-containing impurities (provisional)
- Process for recovering hydrogen from off-gas stream and a system thereof.
- Low pressure process for recovering H₂S from Claus tail gas and a system for absorbing H₂S.
- System for gas-liquid distribution on a catalyst bed in a trickle bed reactor.

The following patent has been granted this year:

- Patent No: 269940 (19.11.2015) - Novel Distributor Tray for Trickle Bed Reactor

In a significant initiative, Trademarks pertaining to 9 in-house technologies were applied for registration to enhance the brand image of the Company.

Specialist Materials and Maintenance Services

EIL provides specialist services to various in-house projects and clients in Petroleum, Petrochemical, Metallurgical, Nuclear and Infrastructure sectors, in India and abroad. Some of the important assignments are mentioned below:

- Health study of dual diameter Usargarh - Dabhol gas pipeline for GAIL, Mumbai
- Health study of natural gas fuel pipeline for NTPC, Kawas
- Health assessment of Mumbai-Pune pipeline for HPCL Mumbai
- Health study of five pipelines from Pir Pau to Jawahar Dweep, Mumbai Port Trust, Mumbai.
- Restoration of Cathodic Protection system at Petrochemical Plant-I, GAIL, Pata
- Revamp of Cathodic Protection system for LPG mounded storage tanks at GPU, GAIL, Usar

Information Technology Services

Information Technology Services (ITS) Division continued to make advances, providing high-tech IT enabled services to EIL's mainstream activities by developing/implementing IT solutions to deliver better quality services with emphasis on increased efficiency and improved productivity. Various initiatives were taken during the year as enumerated below:

Up-gradation of IT Infrastructure

- Up-gradation of EILNet: The network and internet bandwidth of EILNet are being enhanced by adding new locations.
- New servers were procured and Oracle databases were migrated along with built-in redundancy and load-sharing using the RAC feature of Oracle. This facilitated a redundant environment for EIL applications as well as databases.

- The implementation of IT infrastructure at Abu Dhabi hub, which included PCs, peripherals, LAN and video-conferencing was completed.

- To automate schedule monitoring during project execution, a Manufacturing Schedule Portal was developed for suppliers. A new, web based system for Supplier Database Management is also under development.
- A new software was developed for management of tender related billing, titled RA Billing System. This shall facilitate construction engineers in provide faster billing information and the designers in accurate calculation of tender item quantities.
- Development of a 3D Modeling Progress Monitoring System is in progress for fetching information from various sources (PDMS/ PDS/ IPMCS/ eDMS etc.) and compiling them in a single user interface to allow the end user to track progress of modeling, stress analysis, isometric preparation, verification and other piping activities, thereby planning the timely release of Isometrics.

Enhancements in existing systems

Improvement and enhancement of existing systems is done regularly at ITS. During the year, various software were enhanced by adding latest features and functionalities:

- As a part of statutory requirement of the Government of India, the eTDS system at EIL was modified in line with the changed formats and validations released by NSDL. Also, modifications were made in vendor TDS return filing program in compliance with the latest file validation utility of NSDL.
- A single window facility was developed for NEFT transfer of employee salary. It enables employees to have salary accounts in any bank all over India.
- A new web based system titled PayIT is being developed to enhance employee benefit modules by automating more processes, putting various checks and balances in place thereby creating a better, robust IT ecosystem.
- Workflows associated with processing of employee's expense report related with domestic and foreign tours, LTC etc have been automated through the software Expense Management System.
- Enhancements were made in Financial Accounting System, including:
 - Development of an asset register system to maintain electronic asset registers, calculate depreciation and written down value (WDV) besides facilitate tracking of transfer-out and transfer-in to other locations.
 - A new feature was added for extraction of Service Tax Input Credit data for CenVatable and Non-CenVatable Service Tax.
 - Implementation of CSC (Centralized Site Cell) concept was completed to control and withdraw site payments (for approximately 50 sites) and controlling the same through a centralized site cell at HO. Subsequent to this control, all bank, Imprest accounts and assets have been shifted to CSC branch.



- LSTK vendor payment system (LSTKVAcS), a new software, has been developed for automating advance payment processing, bills from suppliers, contractors and site RA, provision and release of withholding etc. apart from passing entries to accounting ledgers after deducting taxes as applicable.
- Development of a web-based “Equipment Dashboard” was completed to provide equipment level information at different stages in project management life cycle and present crucial milestones from the projects perspective.

Sustainable Development

EIL's sustainability mandate has evolved from compliance to environmental regulations and norms in a way that make it a responsible organization, transparent to all its stakeholders. The Company's project designs support sustainability right from conceptualization to plant commissioning and subsequently, the commercial operation. Energy efficiency, resource optimization and safety of plant personnel and society at large are the cornerstones of our business operation. They also ensure business continuity.

EIL has refocused its engineering philosophy and business models to achieve long term sustainable growth. It has also initiated evaluation and reporting of performance on the triple bottom lines pertaining to economic, social and environmental aspects. The sustainability initiatives at EIL shall definitely, propel the organization on an upward growth trajectory.

A separate Report on Sustainable Development is annexed to this Report.

Corporate Strategy & Business Development

Corporate plans are imperative for any organization with a vision and long term perspective. Corporate Strategy and Business Development (CS&BD) division performs the role of evaluating market opportunities, business developments, venturing into new geographies, tie-ups with licensors/vendors/collaborators and augmenting the portfolio of EIL by diversifying into sunrise sectors.

The division has been consciously focusing on the market and proposing strategies required for growth of the organization. The CS&BD Division has been focusing on core hydrocarbon sector requirements, seeding ideas to new and potential clients. In the current market scenario, it is essential that EIL, while harnessing its core strengths, should also explore projects in sunrise sectors and new geographies.

As part of enhanced value creation, CS&BD has been in continuous dialogue with various licensors/technology providers, with the objective of collaboration and provision of a bouquet of niche services to owners.

The CS&BD Division has initiated sustained business development activities in sunrise sectors like Water and Waste Water Treatment, SMART Cities, PCPIRs etc as a part of expansion initiatives in new lines of business. Sustained BD efforts are also under progress with ULBs, Municipal Corporations and respective state governments in this direction. EIL has also initiated active suo motu studies and opportunity mapping in Port & Terminals, LNG value chain and Defence sector in alignment with Government of India initiatives and an enhanced presence in these domains.

Through a self sustaining seeding exercise and extensive outreach approach, Corporate Strategy & BD division is focused towards enhancing the footprint of EIL and augmenting the current business portfolio.

HSE Management System

EIL accords highest priority to Health, Safety & Environment (HSE) in all aspects of its operation.

The Company's HSE policy covers the following

- Compliance to statutory requirements, National & International Engineering codes and standards
- HSE Risks of activities, mitigation of the same to prevent injuries & ill health
- Minimization of environmental impact by conserving resources, reducing waste generation and preventing pollution
- Continual Improvement of the HSE Management system

EIL's robust HSE Management system complies with International Standards OHSAS 18001 (Occupational Health and Safety Assessment Series) and ISO 14001 (Environmental Management system). The compliance with these standards was revalidated during the year by third party certification bodies through a surveillance audit.

Various procedures, checklists, templates and an HSE manual have been developed and implemented across the organization as part of HSE Management System. Awareness of the HSE Management system amongst employees was created through class room trainings, sharing of training materials/documents across different portals and an HSE Newsletter, in addition to live demonstration of fire safety drills.

All establishments i.e. Head Office, Gurgaon, Branch Office in Mumbai, Regional Offices, Regional Procurement Offices and Construction Sites of the Company have evolved Emergency Preparedness and Response Plans (EPRP). Class room trainings and mock drills are being conducted to gauge the effectiveness of these plans besides the preparedness to respond to emergencies and feedback on gaps in the EPRPs.

In addition, Hazard Analysis, Risk Assessment & Control (HIRAC) and Environmental Impact Analysis (EIA) are being carried out at all EIL locations to mitigate and control Health & Safety hazards and environmental impact.

Departmental audits and Management reviews of the HSE Management system are being carried out to strengthen and continuously improve the HSE Management system.

EIL has 26 qualified lead auditors for OHSAS 18001 and 3 qualified lead auditors for ISO 14001 in addition to several internal auditors who contribute in conducting effective internal audits.

HSE aspects are built into the procedures of various engineering departments. Exhaustive HSE checklists have been developed to ensure that these aspects are complied positively during process design and detailed engineering.

EIL has a detailed mechanism in place for HSE management at construction sites e.g. HSE specification for construction activities is included as a part of all construction contracts so that contractors comply with EIL's HSE norms uniformly. Incident/Accident reporting

and investigation procedures with specific reporting protocols have been developed and deployed.

Being a member of the British Safety Council and National Safety Council, EIL keeps abreast of the developments in HSE domain through updates, articles, journals etc.

EIL has been accorded the status of “HSE Qualified Contractor” by its client M/s NIS, Serbia.

Quality Management System

Quality is inbuilt into the processes, workplace, deliverables and services of your Company. The Quality Management System (QMS) of EIL was reassessed during the year to meet the requirements of ISO 9001:2008 by the accredited certification agency who conducted the renewal audit. The certification agency declared that the QMS of the Company continues to conform to international standards and extended the ISO 9001 certification for a period of three years.

Important ingredients of your Company’s quality initiatives are effective, comprehensive Internal Quality Audit processes, planned customer perception surveys, analysis of feedbacks from stakeholders and frequent guidance from the Management Review Committee (MRC) and Systems Committee. The MRC is chaired by the C&MD, with all functional Directors being members. The Systems Committee is chaired by a senior Executive Director, and senior officials from all areas of operation are members of the committee. Regular monitoring is done to analyze data and feedback for recommending improvements in processes, deliverables and QMS to reduce costs, shorten cycle time, address cross functional issues and improve credibility without affecting the environment. QMS implementation and its effectiveness have been increased further by computerization of certain processes through in-house software.

The Quality Management System of EIL’s UAE (Abu Dhabi) hub was also audited independently and reassessed for certification during the year. In addition, the Company participated as a prominent and active member in various committees for formulating products and quality standards by Bureau of Indian Standards.

Quality Management System at EIL provides a competitive edge in securing and executing projects with focus on customer satisfaction.

Risk Management

Your Company’s Risk Management policy with a robust supporting risk management frame work facilitates identification and assessment of new risks besides reviewing already identified risks. The process is based on identified risks and risk events or factors which require regular assessment and quick response. Based on the probability impact of the risk, requisite controls and mitigation action plans have been designed and implemented for risk treatment.

As an early warning mechanism, Key Risk Indicators (KRI’s) have been identified to measure the adequacy, effectiveness and efficiency of these controls and action plans for prioritized risks.

The objective of risk management in the Company is to act as an enabler in maintaining its knowledge edge, sustaining and expanding the business, being competitive and ensuring execution of projects within budgeted cost, time and quality, resulting in improved turnover and profitability.

To cover all the elements of risk at enterprise level, risks have been divided into nine categories as shown in the following diagram:

Risk Categories



Risk compliance is verified regularly to test the compliance of controls and mitigation plans. A summary is presented to the Risk Management Committee (RMC). Risk identification and assessment processes, as well as risk audit process are being handled through “Enterprise Risk Management System (ERMS)” software.

Project Risk Management has been implemented for important projects as per the criteria approved by RMC. The risks severities are categorized into critical, major, cautionary and minor based on Risk Score (probability multiplied by overall impact). A risk report, issued monthly, along with mitigation action plans is circulated to all concerned regularly for action.

The status of Enterprise Risk Management (ERM) & Project Risk Management (PRM) Systems is presented to the Risk Management Committee of the Board, the Audit Committee and the Board of Directors.

Your Company issues a bi-monthly digital news letter titled “Risk Screen”. The “Risk Screen” is emailed to all the employees. This spreads awareness about various risk management activities/ achievement, new topics/practices/ updates on ERM or PRM and creates enthusiasm in them to control risks proactively in their work processes.

The Company is committed to further strengthening its risk management capabilities in order to protect interests and enhance shareholder value.

Vigilance

During the year, CTE type examination of EIL’s jobs on LSTK/OBE basis, random inspection of in-house contracts/purchases, scrutiny of Immovable Property Returns, investigation of complaints etc. were carried out by the Vigilance Department with the focused objective of ensuring conformity to Company procedures and Government guidelines. Various rules, regulations and procedures were reviewed during the year for systemizing the work. The observations reported by CTE/CVC were examined and necessary actions taken. System improvements were suggested to the Management and necessary measures were undertaken for improvement.

A number of initiatives were undertaken for spreading vigilance awareness amongst the employees which include orientation



program for new joiners on May 22, 2015 and celebration of Vigilance Awareness Week 2015 during October 26-31, 2015 in various offices of EIL. As part of the Week, a seminar on the topic "Preventive Vigilance as a tool for Good Governance" was organized on October 28, 2015 wherein Shri M. P. Juneja, former Additional Member - Railway Board & Ex. CTE, CVC delivered the keynote address in the presence of senior management officials of the Company. Various competitions viz. Essay, Poster, Slogan, Debate etc. were also organised during Vigilance Awareness Week.

A Compendium of Vigilance guidelines and circulars for Contracts & Purchase Processes was inaugurated by C&MD and Functional Directors on March 29, 2016. As per directions issued by the Central Vigilance Commission and the Department of Public Enterprises, details of vigilance activities were also presented to the Board for the period ending June 2015 and December 2015.

Vigilance continued to monitor the progress of the following programs/policies:

- **Leveraging Technology**

Reverse auctioning, e-tendering, e-payment, e-receipt, etc have already been implemented in the Company and are being monitored regularly against the set targets. Clearance of vendors' bills on 'First in, First Out' (FIFO) basis under Bill Tracking system (BTS) is ensured. BTS has a provision for facilitating details about the status of vendors' bills.

- **Complaint Handling Policy (CHP)**

As per CVC Guidelines, EIL has formulated a Complaint Handling Policy (CHP) to resolve complaints/grievances from public, contractors, vendors, suppliers etc. A web portal for online complaint handling is linked to the Company's website which is regularly monitored by Vigilance Department with respect to the status of complaints

- **Policy regarding recruitment of Ex-employees**

EIL has a policy for hiring retired/ex-employees of the Company and other PSUs. Vigilance ensures that employees who have been penalized during service are not considered for re-employment.

- **Job Rotation**

Job rotation of sensitive posts is being done and the same is being reported on monthly basis.

- **Integrity Pact**

EIL is committed to higher ethical standards in contracts and procurement as well as transparency in all its business dealings. An Integrity Pact Program was adopted in November, 2011 for all Contracts & Purchases in EIL's account for enquiries having threshold value over ₹ 5 Crore. The threshold value has now been lowered from ₹ 5 Crore to ₹ 1 Crore.

- **Online Vigilance Clearance (OVC) and Scrutiny of IPRs**

Online Vigilance Clearance and Immovable Property returns for employees are being carried out through the website for Vigilance activities - "Avalokan" on OVC portal.

Finance

The Company continued its strong cash generation driven by business performance. The efficient financial and cost management system continued to facilitate cash generation as well as creation of wealth.

EIL optimized the returns on cash reserves by deploying cash surplus in safe and liquid instruments as per the approved investment policy of the Company.

Internal Audit

The Company has an Internal Audit Department having competent professionals. During the year, several internal audit assignments with focus on checks and controls on system and procedures, monitoring compliances and continuous upgrade of controls have been carried out and the reports are regularly submitted to the Management and the major findings to the Audit Committee of the Board.

Human Resource & Industrial Relations

People are at the heart of your Company's business as the quality of services that the employees deliver directly impacts the results of the organization. HR thus endeavors at developing a motivated workforce which is committed and aligned with the organization's strategic goal and objectives. Employee-centric policies and development initiatives drive the human resource to deliver their best. The policies are regularly re-visited and updated to keep them relevant.

As of March 31 2016, EIL has 3042 employees, including 2425 professionally qualified employees. Approximately 5.69% of our employees are located outside India functioning in international work environments.

- **Talent Acquisition**

Our talent acquisition strategy aims at identifying and developing a well equipped talent pool. Diverse recruitment models are employed to meet dynamic business needs with intake of fresh talent, domain specialists, short term hiring through outsourcing and onboard consultants/advisors.

Planned job rotation has been implemented for optimum utilization of available human resources.

- **Performance Management System**

In the area of Talent Assessment and Appraisal, EIL has in place a robust and transparent Performance Management System that gives weightage to both performance and potential. The Performance Management System is an online process. The outcome of Performance Management System is used for performance related pay, career progression, training & development and succession planning.

- **Employee Welfare**

During the year, efforts were made for aligning welfare measures towards enhancement of the quality of worklife for employees. Various employee welfare initiatives were taken ranging from holding talk-cum-interactive sessions on Health & Lifestyle Enrichment, extension in medical benefits, coping with stress etc besides sports and other family get-togethers for enhancing the quality of life.

- **Thrust on Sports**

Providing a supportive role towards employee health & fitness, EIL promotes a culture of sports by organizing weekend sessions and interdepartmental tournaments for various sports. Employees are encouraged to participate in trekking expeditions and sport tournaments at regional and national levels. The employees participated in 10 PSPB tournaments. An active member of Petroleum Sports Promotion Board (PSPB),

EIL hosted the PSPB Lawn Tennis Tournament at R.K. Khanna Stadium, New Delhi where 8 teams participated. Annual Sports Day is a calendared event and was organized in December 2015.

• Annual Awards

Recognizing the contribution of team(s) and individuals, employees were felicitated through different categories of Annual Award, viz

- Best employee of the year in Staff Category
- Young Executive of the Year
- Professional of the Year
- Innovation Awards–Individual Innovation, Team Innovation
- Technical Paper Writing

Annual Awards for year 2014-15 were presented on Independence Day. A total of 37 employees were awarded in different categories.

• Training & Development

In alignment with overall organizational and business strategy, the Training Division continued to facilitate individual and organizational development. An Annual Training Calendar was drawn up enlisting programmes planned for the year. For the development of internal resources, 111 Domain training programmes, 73 soft skills/ behavioral and 6 Leadership Development Programmes were organized for professional and life skill enhancement besides development of leadership continuity. Around 412 participants were nominated to 132 external training programmes organized by reputed organizations and institutions in India and abroad.

Average training days per employee was 2.57 during the financial year.

Structured training programmes were planned and organized on specialized subjects for clients, generating revenues for the Company and showcasing EIL's technical dominance. During the year, 4 open programmes were organized at Company's Training & Development Centre, Gurgaon and 12 customized programmes were conducted at various client locations including Bahrain, Vadodara, Guwahati etc.

• Mentorship Development

With an objective to foster professional relationships and provide a forum for offering constructive advice to support the career development of the mentee, EIL supports a Mentorship Development Programme allocating trained mentors in the ratio of 1:3 (Mentor: Mentee) for all new entrants to the organization. Structured interactions are encouraged for building positive relationships between the mentor & mentees for long time benefits, both to the mentee and the organisation.

• Leveraging IT in HR

IT assisted HR processes are regularly updated to comply with existing rules and policies with emphasis on ease of use and user friendly GUIs (Graphic User Interface). More than 1060 news items/reports were uploaded on web based EIL Connect which recorded more than 17 Lakh hits during the financial year, thus continuing its efficacy in maintaining an interactive environment with employees located in India and abroad.

• HR Initiatives

The HR Strategy was formulated, integrating multiple perspectives on the links between business objectives and Human Resource functions. Cross functional teams were formulated for pointers on how HR can contribute towards better integration of business strategy with HR functions on identified focus areas.

Assessment & Development Centres (ADCs) were conducted for 67 senior management personnel during October – November 2015, for assessing officers in both individual and group based environments, for all round development.

Performance Contracts (PCs) for 2015-16 were executed for all Divisions of HR Directorate cascading business objectives within HR functions. The four perspectives namely Operational, Process, Financial and HR, with each perspective having defined Key Performance Indicators (KPIs) and quarterly targets enabled continuous monitoring and evaluation of performance.

• Implementation of Government Directives on Scheduled Caste/Scheduled Tribes

With a view to accelerate the pace of socio-economic development of the nation, EIL has been endeavoring towards safeguarding the interests of SC/ST employees.

The Company has appointed a Liaison Officer to work as a facilitator in ensuring that due attention is paid to the issues of SC/ST employees. Management also encourages communication with the office bearers of the SC/ST Employee's Welfare Association by holding periodical meetings with the Association.

Scholarships were awarded by EIL to 15 SC and ST (SC- 10 and ST-5) undergraduate engineering students.

The percentage of employees belonging to Scheduled Castes and Scheduled Tribes was 18.6% and 4.5% respectively, out of the total employee strength of the Company (as on March 31, 2016). Regular meetings were held with representatives of SC/ST Welfare Association and Liaison Officers for redressal of their grievances/concerns.

• Initiatives for the benefit of Persons with Disabilities

EIL is implementing the provisions of the Disabilities Act, 1995 by way of 3% reservation for Persons with Disabilities. Special Recruitment Drive for Persons with Disabilities (PwDs) was carried out in FY 2015-16. As on March 31, 2016, there are 41 (i.e., 1.34%) PwD employees on the rolls of the Company.

• Women Development

Women constitute approximately 12.5% of EIL's human resource, wherein 85% are in the officer cadre. EIL has in place, a Women Forum comprising of senior officials as Patron, Chairperson and Co-Chairperson, to cater to the development needs of women employees.

Adequate opportunities are made available to women employees for participation in National as well as International Conferences and Symposiums so that they benefit from the knowledge of Industry and Domain Best Practices.

Corporate Social Responsibility

EIL's CSR policy aims at creating a sustainable environment through its activities for community and environment.



As per Companies Act 2013, a budgetary allocation of 2% of the net profit made during three immediately preceding financial years has been done in the financial year 2015-16 for CSR activities.

Education: Extensive interventions were made by the way of adopting 100 Ekal Vidyalayas of Dibrugarh District in Assam and 25 Vidyalayas in Odisha under the 'One Teacher School' program. Educational programmes are being supported in schools of Uttarakhand and slums of Delhi/NCR. Construction of classrooms and toilets (for girls) at Cuddalore and set up of Digital Library for children in rural areas of Andhra Pradesh were undertaken. Projects like construction of auditorium in Ongole, Prakasam district, Andhra Pradesh, compound wall of school in Thiruvottiyur, Chennai are under implementation.

Health Care: Four Mega health camps were held for the needy in Dibrugarh, Mangalore, Vadodra and Rawatbhata. Projects such as 30 health checkup camps for poor in Delhi/NCR, installation of medical equipment for slums dwellers of Delhi and Mobile Medical Care Units for affording health care to needy villagers in remote Odisha are in progress.

Drinking Water/Sanitation: EIL supported the construction of sanitation facilities in schools of Assam, Bihar, Odisha and Tamil Nadu under Swachh Vidyalaya Project.

Installation of RO plants in six locations at Kakinada in Andhra Pradesh and construction of 20 RO Plants in Dharwad District, Karnataka are in progress.

Rural Electrification: EIL supported installation of two Units of 40 KwP Solar Photo Voltaic Power Plants on community participation basis, one each at Pipcha and Pigmo in Zaskar subdivision, Kargil district, Jammu and Kashmir. LED based solar public lighting system and solar street lights were installed in Mizoram, Odisha and Uttar Pradesh. Installation of Solar Power Plant at Ramakrishna Ashram, New Delhi is in progress.

Environment Protection/Sustainability: EIL supported the social outreach programme of Ladakh Region and installation of environment friendly, green cremation system in New Delhi.

Women Empowerment: EIL is supporting skill training for underprivileged women in dress making and embroidery in villages around Kota. EIL is also facilitating livelihood training in cottage industry and basic IT skills for 5,000 women of backward sections of the society in Delhi besides conducting a functional literacy programme for economic empowerment of 120 tribal women of Bolangir District, Odisha

Upliftment of underprivileged: Health Care equipment was distributed to specially abled, old and destitute in New Delhi. Assistive aids and appliances were distributed to poor and needy with disabilities in Odisha and Assam. A lift was installed at an old age home in New Delhi. EIL is also supporting the construction of first floor of an old age home for the blind in New Delhi and providing 'Multi-Facility Health Package' for destitute people. 10 Camps for distribution of assistive aids and appliances to PwDs are underway.

Community Development: To strengthen the rural infrastructure in Yanam (Puducherry), a project for construction of RCC retaining wall / road side drains / Compound wall is in progress.

Vocational Training/Skill Centers: Training for employment generation and skill development of 40 candidates belonging to SC, ST, OBC and BPL categories at Bharuch, Gujarat and special placement linked skill development training for various trades like IT/ITES, Hospitality, Retail

Supervisory, Garment etc for youth in Manali and Siruseri area in Tamil Nadu was supported by EIL. Skill development training is also being extended to youth at Bhopal and Faridabad.

Swachh Bharat Abhiyan

Swachh Bharat Abhiyan is a transformational initiative launched by the Hon'ble Prime Minister, Shri Narendra Modi. Your Company has eagerly responded to the Hon'ble Prime Minister's clarion call for a Swachh Bharat and undertaken various activities during the year :

Swachh Vidyalaya Program

To help provide the basic amenity of safe and clean toilets to a large segment of the Indian population esp. the women, EIL adopted 509 school toilets in the states of Bihar, Odisha, Tamil Nadu and Assam for construction and repair. Separate toilets were planned for girls and boys in schools, some of which are located in very remote areas. With active involvement of the local, state and central govt., construction of all toilets was achieved before schedule.

Shramdan

EIL officers have been participating enthusiastically in cleanliness drives that are organized on a regular basis in and around the Head Office, adjoining traffic islands and various site premises.

Awareness Campaigns/Social Media

Photographs, news items and articles on various activities relating to Swachh Bharat Abhiyan have been uploaded/published regularly on the Corporate Website, Intranet, Facebook, Twitter, Company Journals etc.

The Unaudited Financial Results of EIL for most of the Quarters were designed on the theme of "Swachh Bharat".

To increase public awareness about the Swachh Bharat Abhiyan, an outdoor advertisement has been on display since the last year at a bus queue shelter in Bhikaiji Cama Place which caters to the high volume traffic passing through the busy Ring road. A front-lit signage (60 ft x 30 ft) has also been installed on the front facade of EIL Annexe building.

Cleanliness and Sanitation

Inspection of toilets and floors in office premises is undertaken almost daily/weekly at all EIL offices. Detailed Reports are received from site In-charges via EIL's Field Personnel Cell (FPC) and Administration personnel at EIL HO /Gurgaon.

Waste to Fuel

EIL adopted the city of Mathura in Uttar Pradesh to set up a Waste to Fuel conversion facility as a part of Swachh Bharat initiatives being undertaken under the aegis of MoP&NG. Active discussions and strategies are underway for its execution.

In addition to the above CSR highlights, a report on CSR activities as per the provisions of the Companies Act, 2013 is annexed to this report.

Make In India

"Make In India" is a path-breaking initiative launched by the Hon'ble Prime Minister aimed at reviving and revitalizing the manufacturing sector in the country. As part of the "Make In India" campaign, your Company has been pursuing several initiatives:

- Identification of current imports with specific focus on import substitution



- Contribution to Government's Policy formulations to encourage indigenization
- Vendor interaction to upgrade indigenous manufacturing technologies
- Indigenization of equipment manufacturing to increase domestic content
- Vendor enlistment through continuous interaction, assessment and evaluation
- Online empanelment of prospective vendors
- Continuous interaction with other organizations towards collaborative research in order to promote indigenous technology
- Local skill development initiatives and enablers.

Your Company is piloting the midstream sectors for Make In India initiative under MoP&NG and is a member of the Steering Committee set up for the purpose. To this effect, regular vendor meets are being organized by EIL for interaction with the specific domain based industries and online vendor empanelment processes. Towards the Make In India campaign, apart from regular vendor meets, two dedicated workshops were also organized with select domestic and overseas stakeholders in Mumbai and Delhi for sensitizing the manufacturing sector to various policy initiatives being contemplated by the Govt. of India and Oil & Gas sector.

EIL has been actively engaged with MoP&NG and other Oil & Gas sector organizations for this initiative through participation in several stakeholder meets and contributing to various draft policy formulations such as Purchase Preference Policy which would be mandated under the ambit of Make In India.

Official Language

To propagate and enhance the usage of Official Language in communication, various initiatives like facilitation of Regular Classes and Correspondence Courses, Hindi workshops and IT intervention facilitating ease of use were undertaken.

Rajbhasha Vibhag organized 'Poster' and 'Hindi Kavita Path' competition for children of EIL employees during the Pakhwada Celebration.

Official Language inspections were conducted by the Committee of Parliament on Official Language and Department of Official Language, Ministry of Home Affairs. Rajbhasha Vibhag also carried out regular inspections of 7 departments and 6 EIL offices.

Awards and Accolades

EIL was the proud recipient of the following awards and accolades through the year:

- Dun & Bradstreet India's Top PSUs Award 2015 in the category of "Consultancy Services: Engineering & Technology".
- Governance Now PSU Award 2015 in the category of "Value Growth."
- 8th CIDC Vishwakarma Award for Construction Health, Safety & Environment to DCU, CPCL Refinery, Chennai & Best Construction Projects to CDU-4 Project, BPCL Refinery, Mumbai.
- "Outstanding Concrete Structure in Delhi NCR for the year 2014" Award by the Indian Concrete Institute for Data Centre Complex constructed at Manesar (Haryana) for UIDAI.

- Skoch Order-of-Merit Awards 2015 for Tail Gas Treating Technology.
- Second Prize in Petroleum Rajbhasha Shield 2014-15 awards by Ministry of Petroleum & Natural Gas, Govt. of India.
- National Awards for Excellence in CSR & Sustainability by "World Federation of CSR Professionals" in the category of "Best Overall Excellence in CSR".
- Award for Most Innovative use of Training & Development as HR initiative for OD by World HR Congress.
- Awards in the categories of "Organization with Innovative HR Practices" and "Best Corporate Social Responsibility Practices" by Asia Pacific HRM Congress.
- Legend PSU of the Year Award for R&D in Petrochemicals by News Ink Media.
- National Award for Innovative Training Practices by Indian Society for Training & Development (ISTD).
- Global HR Skill Development Award 2016 by Energy and Environment Foundation.
- Citation on "100 Most Influential CFOs of India" to Shri Ram Singh, Director (Finance), EIL by Chartered Institute of Management Accountants (CIMA).
- Delhi Management Association's 'Prashasti Samman'- National Award for Excellence to Successful Women Entrepreneurs to Ms. Veena Swarup, former Director (HR).
- Scope Excellence Award for Outstanding Woman Manager to Ms Vartika Shukla, ED (R&D).
- 8th CIDC Vishwakarma Award for Public Officer to Shri. A. Firoze, former GM (Corporate Affairs and CSR).
- "Women of Excellence Awards 2015" by IPE to Ms. Indrani Krishnan and Ms. Anubha T Agarwal.

Joint Ventures

Ramagundam Fertilizers and Chemicals Limited (RFCL)

RFCL has been incorporated as a joint venture company of Engineers India Limited (EIL), National Fertilizers Limited (NFL) and Fertilizer Corporation of India (FCIL), for setting up a Urea and an Ammonia plant at Ramagundam in Karimnagar district of Telengana. The JV will be responsible for setting up a gas based urea plant with a capacity of 3850 TPD. NFL & EIL will each have 26% equity in the JV and EIL shall take up project execution in EPCM mode. The project completion schedule is challenging for EIL with a time line of 36 months for commissioning, from the technology award date. NFL shall provide expertise for operation and maintenance of the plant as well as for marketing of the product.

TEIL Projects Limited

TEIL Projects Ltd., a joint venture Company with Tata Projects Limited, is executing consultancy projects in City Gas Distribution, CNG, Oil, Gas and Refinery sectors. The prospects of the JVC do not appear to be good and with the fall in the commodity prices especially Oil, the possibility of securing orders is virtually nil. The shareholders of JVC, therefore, decided to dissolve the JVC with a view to arrest further erosion of capital.



Subsidiary Companies

Certification Engineers International Limited (CEIL)

CEIL, a wholly owned subsidiary of EIL, continued to provide Certification as well as Third Party Inspection (TPI) services to various clients. During the year, CEIL secured a number of assignments from ONGC, VMSS, RINL, GSPL, BPCL, Reliance Industries Ltd. and various State Governments like TEDA, VMSS, Rajasthan Housing Board and others, notable among these being:

- ONGC- Certification Services for Mumbai High Daman Development Project & C-26 Pipeline and TPI services for Sagar Samrat Conversion Project, Additional Development of Vasai east and Additional Pipeline Project.
- TEDA, VMSS, Rajasthan Housing Board - TPI for various infrastructure Projects.
- GSPL - TPI for various Pipeline Projects.
- Reliance Industries Ltd, for marketing terminals at Chennai, Kanpur and Haldia.

Apart from these, CEIL secured many Third Party Inspection assignments from clients like IOCL, MDL, DRDO, Afcon Infrastructure Ltd., Jindal Saw Ltd. ERDMP & statutory audit assignments from GAIL, IOCL, Cairn India Ltd. etc.

The Board of Directors of the Company has recommended for the financial year 2015-16, a final dividend of ₹ 300/- per share (of face value of ₹ 100/- per share) in addition to ₹ 200/- per share interim dividend already paid during the year. With this, the total dividend for the financial year 2015-16 works out to ₹ 500/- per share. Payment of final dividend is, however, subject to approval of shareholders in the ensuing Annual General Meeting of the Company. The dividend, if approved and declared in the forthcoming Annual General Meeting, would result into total dividend outflow of ₹ 500.00 Lakhs and dividend distribution tax of ₹ 101.79 Lakhs aggregating to total outflow of ₹ 601.79 Lakhs.

EIL Asia Pacific Sdn.Bhd

EIL Asia Pacific Sdn. Bhd. (EILAP) was incorporated on February 21, 1994 under the Malaysian Companies Act, 1965. EILAP was not able to secure business because of mandatory Bhoomiputra regulations of the Government of Malaysia. The JV was closed in the FY 2015-16.

Corporate Governance

The Company is committed to good Corporate Governance as per the requirements of SEBI Regulations and DPE Guidelines in this regard. The Board of Directors support the broad principles of Corporate Governance. In addition to the basic issues, EIL Board lays strong emphasis on transparency, accountability and integrity. As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance, the Report on Corporate Governance, together with the Auditors' Certificate on compliance of conditions of Corporate Governance, along with the Management's Reply on the comments of Auditors is annexed to this report.

Number of Meetings of the Board

The Board met six times during the financial year 2015-16, the details of which are given in the Corporate Governance Report annexed to this Report which forms part of the Annual Report. The intervening gap between any two meetings was within the period prescribed

under Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance. For further details regarding number of meetings of the Board and its committees, please refer Corporate Governance Report, annexed to this Report.

Composition of Audit Committee

The recommendations made by the Audit Committee during the year were accepted by the Board. The other details of Audit Committee like composition, terms of reference, meetings held are provided in the Corporate Governance Report annexed to this Report.

Declaration by Independent Directors

The Company has received necessary declaration from each independent Director under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance.

Training of Board Members

The Company has a well defined Training Policy for training to Board Members which inter-alia include the various familiarisation programmes in respect of their roles, rights, responsibilities in the company, nature of the industry in the company operates, business model of the company etc. Further, the same is also taken care during the various strategy meets of the Company and different presentations in the Board/Committee meetings on the statutory Laws. The details of such familiarisation programmes/Training Policy have also been posted on the website of the Company at the <http://engineersindia.com/corporate-governance/m-160> web-link.

Directors and Key Managerial Personnel (KMP)

• Inductions

Shri Sandeep Poundrik was appointed as Director (Government Nominee) w.e.f. July 14, 2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31033/1/2012-CA/FTS:18688 dated July 14, 2015. Ms. Sushma Taishete was appointed as Director (Government Nominee) w.e.f. January 2, 2016 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31033/1/2012-CA/FTS:18688 dated January 2, 2016. Shri Umesh Chandra Pandey, Shri Vikas Khushalrao Deshpande and Dr. (Prof.) Mukesh Khare were appointed as Additional Directors (Non-official Part-time Independent) w.e.f. November 20, 2015 and Mrs. Arusha Vasudev was appointed as Additional Director (Non-official Part-time Independent) w.e.f. December 15, 2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31034/12/2015-CA/FTS:39810 dated November 20, 2015.

• Re-appointments

In accordance with the provisions of the Articles of Association of the Company, Shri Ram Singh, Director (Finance) and Shri Ashwani Soni, Director (Projects) would retire by rotation, at the ensuing Annual General Meeting, and being eligible, offer themselves for reappointment. In accordance with the provisions of the Companies Act, 2013, Shri Umesh Chandra Pandey, Shri Vikas Khushalrao Deshpande, Dr. (Prof.) Mukesh Khare and Mrs. Arusha Vasudev who were appointed as Additional Directors

(Non-official Part-time Independent) after the date of last Directors' report, shall vacate their office at the ensuing Annual General Meeting. Necessary notices have been received from them under section 160 of the Companies Act, 2013, proposing their candidature for appointment. The same has also been given on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>. The Board recommends their appointment. Brief resume of the Directors seeking appointment/ reappointment together with the nature of their expertise in specific functional areas, disclosure of relationships between Directors inter-se, names of companies in which they hold Directorships and the membership/chairmanship of Committees of the Board along with their shareholding in the Company etc. as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, DPE Guidelines on Corporate Governance and other statutory provisions are given in the Annexure to Notice of 51st Annual General Meeting.

• Retirements

After the date of last Directors' Report i.e. July 9, 2015, Dr. Archana S. Mathur, Director (Government Nominee) ceased to be Director of the Company w.e.f. 28th October, 2015. Ms. Veena Sawarup, Director (HR) ceased to be Director of the Company w.e.f. 1st July, 2016 due to her retirement on attaining the age of superannuation on 30th June, 2016. The Board placed on record its sincere appreciation for the valuable services rendered and contributions made by Dr. Archana S. Mathur, Director (Government Nominee) and Ms. Veena Swarup, Director (HR) of the Company.

• Additional Charge

Shri Sanjay Gupta, Chairman & Managing Director was entrusted with the additional charge of the Post of Director (Commercial) for a period of 3 months w.e.f. 1.06.2015 to 31.08.2015 or till the appointment of regular incumbent to the post or until further orders whichever is the earliest vide Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31018/3/2015-CA/FTS:38389 dated 25.06.2015 which has further been extended twice and Shri Sanjay Gupta continues to hold the same.

Secretarial Auditor

M/s Agarwal S. & Associates, Practicing Company Secretaries, was appointed to conduct the Secretarial Audit of the Company for the financial year 2015-16, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the financial year 2015-16 along with the Management's Reply on the comments of Secretarial Auditor is annexed to this Report.

Vigil Mechanism/Whistle Blower Policy

The Company has formed the Whistle Blower Policy/Vigil Mechanism and no personnel have been denied access to the Audit Committee. The same has also been given on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.

Transfer of Amounts to Investor Education and Protection Fund

A detailed disclosure regarding the same has been given in the Corporate Governance Report which is annexed to this Report. The same has also been given on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.

Listing on Stock Exchanges

The Company is listed on the BSE Ltd. and National Stock Exchange of India Ltd. The Company has paid Listing fees for the Financial Year 2015-16 to the above Stock Exchanges in time.

Nomination and Remuneration Committee

EIL is a Public Sector Undertaking (Government Company) and the appointment of Directors, both Executive and Non-Executive are made by the Government of India and are being paid remuneration as per the terms of their appointment. The Company has a Nomination and Remuneration Committee and detailed disclosure in this regard has been given in the Corporate Governance Report which is annexed to this Report.

Performance Evaluation of the Board

EIL is a Public Sector Undertaking (Government Company) and the appointment of Directors, both Executive and Non-Executive are made by the Government of India. Therefore, the Company has not laid down any criteria for performance evaluation of the Independent Directors and the Board.

Particulars of Contracts or Arrangements made with Related Parties (RPTs)

In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Company has formulated a Policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The same has been posted on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>. The Company gives the disclosure regarding material transactions with related parties on quarterly basis along with the compliance report on Corporate Governance. As per requirements of Section 134 (3) of Companies Act, 2013 read with rule 8 of Companies (Accounts) Rule, 2014, particulars of contracts or arrangements with related parties as referred in section 188 (1) of the Companies Act, 2013 is annexed to this report. During the year, there were no material RPTs. Further, suitable disclosure as required by the Accounting Standards (AS18) has been given in the Notes to the Financial Statements.

Details of Loans/Investments/Guarantees

In compliance with the provisions of the Companies Act, 2013, the details of investments made and loans/guarantees provided as on 31.03.2016 are given in the respective Notes to the financial statements.

Extract of Annual Return

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the annual return in the prescribed format is annexed to this report.

Cost Auditors

EIL does not fall under the cost audit rules and therefore, there is no requirement of cost audit for the Company in terms of amended Companies (Cost Records and Audit) Rules.

Conservation of Energy, Research and Development, Technology Absorption, Foreign Exchange Earnings and Outgo

As the Company operations do not involve any manufacturing or processing activities, the particulars as per the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, regarding conservation of energy and technology absorption, are



not applicable. The particulars regarding expenditure and earnings in foreign exchange are given in Note No. 2.27 of the Notes to Accounts.

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Other Disclosures

No disclosure or reporting is required in respect of the following items as either these were not applicable or there were no transactions on these items during the financial year 2015-16:-

- i. Details relating to deposits covered under Chapter V of the Act.
- ii. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- iv. Details regarding receipt of remuneration or commission by the Managing Director or the Whole-time Director from any of its subsidiaries.
- v. Buy-back of shares.
- vi. Issue of Bonus shares.

Further, EIL Asia Pacific Sdn Bhd Malaysia ceased to be the subsidiary of the Company during the year 2015-16 whereas the companies which have become or ceased to be joint ventures or associate companies during the year are NIL.

During the financial year 2015-16, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this report.

Code of Conduct

EIL has formulated a Code of Business Conduct and Ethics for Board of Directors and Senior Management Personnel. The confirmation of compliance of the same is obtained from all concerned on annual basis. All Board Members and Senior Management Personnel have given their confirmation of compliance for the year under review. A declaration duly signed by C&MD is given under para 2(e) of the Report on Corporate Governance annexed to this Report. The Code of Business Conduct and Ethics for Board of Directors and Senior Management Personnel are given on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.

Right to Information

Under the provisions of section 4 of the Right to Information Act, 2005 every public authority is required to display necessary information to citizens to secure access to information under the control of public authority in order to promote transparency and accountability in its working and functioning.

EIL, being a responsible public sector undertaking, has displayed essential information on its website under the head RTI. The management has notified CPIO and the First Appellate Authority (FAA) in compliance with the requirements of the RTI Act. Between April 01, 2015 and March 31, 2016, a total of 127 (one hundred twenty seven)

applications were received by the Company and all of them were disposed off by providing requisite information as per rules. Apart from RTI applications, the Company also received appeals against the decision of CPIO, which too were duly attended to and appropriately disposed off by the First Appellate Authority.

Directors' Responsibility Statement

Your Directors state that :

- a) in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Auditors

M/s Arun K Agarwal & Associates, Chartered Accountants were appointed as Auditors of the Company for the financial year 2015-16 by the Office of Comptroller & Auditor General of India.

Bankers

Bankers of the Company include State Bank of India, Indian Overseas Bank, State Bank of Travancore, Vijaya Bank, Corporation Bank, Bank of Baroda, Punjab National Bank, Union Bank of India, HDFC Bank, ICICI Bank, Indian Bank, Bank of India, Oriental Bank of Commerce, Canara Bank, IDBI Bank, Axis Bank, IndusInd Bank and Citi Bank.

Particulars of Employees

As per the provisions of Section 197 of the Companies Act, 2013 and rules made thereunder, Government Companies are exempted from inclusion of the statement of particulars of employees. The information has, therefore, not been included as part of the Directors' Report. However, the same information is open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

Acknowledgement

Your Directors are grateful for all the help, guidance and support received from Ministry of Petroleum & Natural Gas and from other Ministries of the Government of India. Your Directors are also grateful to the Bankers, Statutory Auditors, Comptroller & Auditor General of



India and the investors for their continued patronage and confidence in the Company.

Your Directors thank all our esteemed clients for the faith and trust reposed in the Company. With continuous learning, skill upgradation, technology development, we will continue to provide world class professionalism and services to our clients.

Your Directors thank all associates, vendors and contractors within the country and abroad, for their continued support without which EIL could not have achieved the desired results. Your Directors are grateful to all the Foreign Missions in India and Indian Missions abroad in countries where EIL has business operations for their continued help and support.

Your Directors wish to convey their appreciation to all employees for the valuable services and cooperation extended by them and are confident that they will continue to contribute their best towards achieving still better performance in future.

For and on behalf of the Board of Directors

Place : New Delhi
Date: August 3, 2016

Sanjay Gupta
Chairman & Managing Director

Management Discussion & Analysis

We are pleased to present our performance highlights for FY 2015-16 and the business outlook for this year:

1. Business Overview

For the year 2015-16, the Company secured business worth ₹1596 Crores with segment-wise breakup as follows:-

Domestic Consultancy :	₹ 990 Crores
Domestic Turnkey :	₹ 220 Crores
Overseas Consultancy :	₹ 386 Crores

Major contribution in the order inflows continues to be from Consultancy and Turnkey Business in Upstream and Downstream sector of Hydrocarbon Industry, both from domestic and international markets, and diversified areas of Infrastructure.

Domestic

In the upstream segment, EIL was awarded Consultancy Services for Life Extension of Well Head Platform Project (post award activities) for ONGC, Consultancy Services for Integrity Check of Platforms under PRP-4 Project for ONGC and FEED for Bhagyam Polymer Enhanced Oil Recovery Project of Cairn India Ltd.

In the downstream segment, the major consulting orders secured in the Refining sector include Diesel Hydrotreater (DHT) and Associated Facilities at BPCL Mumbai Refinery, EPCM services for DHDT Project of Numaligarh Refinery, EPCM services for Calico Tankage project at HPCL Mumbai Refinery, PMC Services for Revamp and Capacity Enhancement of BORL Refinery, Project Management Consultancy for Propylene Derivative Petrochemical Project (PDPP) at BPCL Kochi Refinery, Pre-project activities of VRMP at HPCL Vizag Refinery, Consultancy Services for VGO, HDT & SRU Revamp and Additional Offsite under Low Cost Expansion Project of GGS Refinery of HMEL, BDEP for DHDT & DHDS Units for Gujarat Refinery of IOCL, Pre-project Activities for BS VI MS Block Project (MSBP) at Kochi Refinery of BPCL and EPCM Services for HCU Revamp at BPCL Mumbai Refinery.

In the transportation of POL, i.e., cross country pipelines for transportation of crude oil, refined petroleum products, natural gas & LPG, HPCL entrusted to EIL a challenging assignment of preparation of DFR for pumping LPG through a multiproduct pipeline, a unique project, never executed before, in India. Further, EIL has bagged various projects of diverse nature, e.g., EPCM Services for Mundra - Bathinda Pipeline Capacity Expansion Project (MCEP), PMC for Laying Skin Effect Heat Traced Pipelines with associated facilities at BPCL Kochi Refinery and Mumbai Refinery for integrating both Refineries by enabling transfer of High Pour product through coastal movement.

With diversification into Port Infrastructure development, EIL has secured two major jobs, viz., PMC Services for LPG Import Facility at Haldia for BPCL involving double walled cryogenic storage and PMC for Construction of fifth Oil Berth at Jawahar Dweep, Mumbai Harbor. Other assignments in this segment include DFR for development of Berth in the spending beach to handle Chemical Small Parcel Size Vessels at New Mangalore Port and DFR & DPR for providing Handling Equipment at Berth

No.8 for containers and clean cargo at New Mangalore Port.

In the Infrastructure sector, EIL has attuned to the impetus created by Government of India for Urban Infrastructure Development, viz., Smart Cities & AMRUT Schemes. EIL has secured various jobs against stiff competition such as preparation of Smart City Proposal (SCP) for assisting Rampur Nagar Palika Parishad & Moradabad Municipal Corporation to participate in the Smart Cities Challenge. In the Water & Waste Water Management segment, EIL was awarded Project Development and Management Consultant (PDMC) services under AMRUT for Govt. of Odisha, execution of Entry Level Activities and Sewerage Infrastructure under Namami Gange Programme, PMC services for implementation of Sewerage Projects on the command of Najafgarh Drain for segment A-B (Dhansa to Goyla) and B-C (Goyla to Keshopur) for Delhi Jal Board (DJB), Technical and Financial Audit of Infrastructure works to be executed by the Urban Local Bodies and Punjab Water Supply & Sewerage Board for Punjab Municipal Infrastructure Development Company and EPCM Services for Effluent Treatment Plant at Tengakhat, Assam for Oil India Limited.

In the buildings and other infrastructure development projects, EIL secured various assignments like DPR for development of Vijayawada Airport to International Standards, PMC Services for Data Center Complex at Hyderabad for State Bank of India, PMC Services for construction and development of various buildings and services for IIT Patna.

In the Turnkey domain, EIL secured the job for Installation of Lean Gas Compressor and LPG Column Condenser in LPG plant at ONGC Hazira Complex on OBE mode of implementation.

Overseas

Middle East

In the UAE market, EIL secured two major PMC assignments viz Al-Dabbayah ASR Gas Development Project for ADCO and Improvement of Fire Fighting Facilities at Abu Dhabi Refinery for Takreer. In Bahrain, EIL was successful in signing the extension of its long term General Engineering Services Agreement with the state owned company M/s BAPCO, which is a regular source of business for EIL. Under this contract, BAPCO awarded EIL a number of engineering assignments which included FEED package for Heater Replacement and LBO Oil System Study.

EIL also forayed into providing training services to its overseas clients with four training sessions conducted for BAPCO in Bahrain. These training programmes covered the areas of Pressure Release System and Piping Design, Civil and Structural Engineering, Centrifugal Pumps and Mechanical Seals Design.

Africa

EIL entered the Mauritius market with the preparation of Feasibility Study for supply of petroleum products in and around Mauritius and mainland Africa, particularly in East and South, for State Trading Corporation, Mauritius.

Based on the work carried out for Sonangol, Angola, EIL was awarded further consultancy work for cost estimation, licensor

selection, BDEP review by Sonangol for their upcoming Lobito Refinery.

Apart from above, EIL also received enquiries for providing PMC services to Sonatrach in Algeria. In addition, a number of additional works were awarded by Dangote Oil Refining Company (DORC), Nigeria as part of 20MMTPA Refinery for which your Company is undertaking EPCM/PMC assignments. EIL is also conducting training for Executive Trainee Engineers from DORC for providing them an insight into various facets of Project Management, Process Design, Detailed Engineering and Construction Management.

Other Overseas Territories

EIL bagged a contract for additional services from Turkish Petroleum Corporation (TPAO) with whom EIL was working for advance FEED for their offshore pipelines and platform project.

2. Business Environment & Future Outlook

India

In the core areas of EIL's business, the demand for refined products in India has grown by nearly 9% during January to October 2015, which is the steepest growth registered in the past fifteen years. This sudden growth rate might get moderated in near future; however, the demand for refined products would certainly be on an upward trajectory. According to International Energy Agency, it is expected to rise two-and-a-half fold to touch 10 million barrels per day by the year 2040. Looking at targets till 2025, it is estimated that demand for petroleum products in India would grow at an annual rate of around 6% to reach the level of 370 Mtoe.

The Company is optimistic that with robust demand projections for future and capex investments being announced by all the Public Sector Refining Companies, the coming years would offer a number of business opportunities to EIL. Further, projected demand as indicated above, along with the fact that a number of refineries in North America and Europe are being shut down due to environmental concerns, capacity expansions are expected in near future, in India.

Due to environmental concerns, all the Public Sector refineries need to upgrade immediately to Bharat Stage VI norms by April, 2020 in compliance with the directive of the Hon'ble Supreme Court of India. EIL anticipates a considerable capex in refineries due to the same and it would augur well for the Engineering Services market of EIL.

In this regard, EIL has completed an assignment for Configuration Study of six IOCL Refineries pertaining to Fuel Quality Upgradation. The Company is in advanced stages of discussion with IOCL for award of EPCM Services towards implementation of these projects, to achieve the target of Bharat Stage-VI Norms by April 2020. Similarly, EIL is executing the pre-project activities for Bharat Stage-VI MS Block Project in Kochi Refinery of BPCL and is in near stages of being awarded the EPCM assignment for implementation as well. On similar lines, talks are on with CPCL for the award of Bharat Stage-VI Project to EIL. Further, in the diversified area, Government of India has retained EIL as one of the consultants for implementation of Namami Gange Programme for rejuvenation of river Ganga. EIL is also in an advanced stage of dialogue with SBI for developing their Data centre at Pune and other infrastructure projects in the country.

Overseas

The global economic growth has been disappointing in the fourth quarter of 2015. The economic prospects in the Middle East and North Africa (MENA) region remain grim with lower oil prices weighing heavily on the economy of these countries, which are primarily dependent on the export of hydrocarbons. However, the global oil demand which is presently around 90 million barrels per day is expected to increase to 107 million barrels per day by the year 2030.

The decline in crude oil prices has thus, delayed the investments in Projects, particularly in the downstream sector (Refinery and Petrochemicals) and leading to:

- Reduction in market size and capital investment, which has become restricted to essential projects.
- Greater competition resulting in margin and turnover pressure.

Majority of projects in near future shall focus on revamp and quality upgrade with emphasis on improvement in efficiency and productivity.

However, in Asian subcontinent, the growth still remains robust. In Bangladesh, EIL is in advanced stage of negotiations towards providing PMC Services for Unit-2 of Eastern Refinery Limited (ERL).

The Company will strive to secure more business in the forthcoming year from MENA region both in its core area of operations and also in diversified areas like infrastructure. With sanctions on Iran lifted, your Company is strategising its entry strategy in Iran and is exploring further business opportunities.

3. Financial Performance

The key highlights of the financial performance of the Company for the year, as stated in the audited financial statement, along with the corresponding performance for the previous year are as under:

(Figures in ₹ Lakhs)

No.	Description	2015-16	2014-15
A (i)	INCOME FROM SERVICES RENDERED	149584	171300
A (ii)	OTHER INCOME	25694	27311
	TOTAL INCOME	175278	198611
B.	EXPENDITURE		
i)	Cost of rendering services	133593	149892
ii)	Depreciation	2481	1963
	TOTAL	136074	151855
C	PROFIT BEFORE TAX (A-B)	39204	46756
D	Provision for Current tax	12576	15924
E	Provision for Deferred Tax	1252	(90)
F	Prior Period Tax Adjustments, Short/(Excess)	(455)	124
G	PROFIT AFTER TAX (C-D-E-F)	25831	30798
H	Dividend	13477	16847
I	Tax on Dividend	2642	3302
J	CSR Activity Reserve	(47)	(20)
K	Retained Profits	9759	10669
L	RESERVES & SURPLUS	249655	239943
M	NET WORTH	266502	256790



3.1 Segment wise Performance

In line with the Accounting Standard (AS-17) "Segment Reporting", the Company has (segmented) strategized its business activity into two business segments i.e. Consultancy & Engineering Projects and Turnkey Projects, taking into account the organizational structure and internal reporting system as well as different risks and rewards of these segments. Segment results are given below:

(Figures in ₹ Lakhs)

Consultancy & Engineering Projects	Year ended 31.03.2016	Year ended 31.03.2015
Segment Revenue		
Consultancy & Engineering Projects	99228	94797
Turnkey Projects	50356	76503
Total	149584	171300
Segment Profit From Operations		
Consultancy & Engineering Projects	22776	24650
Turnkey Projects	1218	5602
Total (A)	23994	30252
Prior period adjustment	30	818
Interest	10	23
Other un-allocable expenditure	10444	9966
Total (B)	10484	10807
Other Income (C)	25694	27311
Profit Before Tax (A-B+C)	39204	46756
Capital Employed (*)	266502	256790

(*) Fixed Assets used in the Company's Business or Liabilities Contracted have not been identified to any of the reportable segments as the fixed assets and support services are used interchangeably between segments. Accordingly, no disclosure relating to segment wise assets and liabilities has been made.

3.2 Financial Performance in relation to Operational Performance

The Company has registered turnover of ₹149584 Lakhs in FY2015-16, as stated in the audited financial statement. The revenue from consultancy business is ₹99228 Lakhs and from Turnkey Project was ₹50356 Lakhs.

The Company has recommended a final dividend of ₹2 per share (Face value ₹5/- per share) in addition to interim dividend of ₹2 per share paid during the year.

4. Risk & Concerns

The Company has a Risk Management policy with a robust risk management framework which facilitates assessment of new risks and review of presently identified risks. The process is based on identified risks and risk events or factors which require regular assessment and quick response. Based on the probability and impact of the risk, requisite controls and action plans have been designed and implemented.

The objective of risk management in the Company is to act as an enabler in maintaining its knowledge backed edge, sustaining and expanding the business, being competitive and ensuring execution of projects within budgeted cost and time, resulting in improved turnover and profitability.

In the field of risk management, Risk Audits assess the status of risks at a particular point (duration) of time and help in quick re-assessment of existing controls/action plans.

The elements of risk have been identified by the Company and disclosed for the benefit of all stakeholders. To cover all the elements of risks at enterprise level, all risks have been divided into categories.

Risks, their root causes, controls and action plans are prepared by process owners and updated regularly. These are approved by the Risk Management Committee (RMC). Risk compliance verifications are conducted regularly to test the compliance of controls and the same is reported to the RMC. The risk identification & assessment processes and risk audit process are being handled through Enterprise Risk Management System (ERMS) software which is subject to continuous refinement.

Based on periodic reviews and implementation of recommendations resulting from reviews, the ERM process is continuously improved and strengthened. Project Risk Management has been implemented for high value, important projects in line with the criteria approved by the RMC. A risk register is prepared by listing all possible risk events of every discipline associated with the project. A Risk Management Team is constituted for the project, which approves the risk registers and meets every month to update them, while focusing on mitigation of the identified risks continuously. The risk severities are categorized as critical, major, cautionary and minor based on the probability and overall impact. Project Risk Management helps in facilitating the management in risk mitigation for effective project implementation. A risk report, issued monthly, along with mitigation action plans is circulated to all concerned regularly for necessary action.

Communication is maintained regularly across the organization to spread awareness on risks, root causes and action plans through in-house risk management awareness programs, external trainings & seminars and certification programs on Project Risk Management.

To create awareness and increase the involvement of employees, a bi-monthly, digital risk newsletter 'Risk Screen' is being published by your Company. It is being shared with all the employees to inform them about various risk management activities/achievements, new topics/practices/ updates on ERM or PRM and generate enthusiasm in them towards risk control in their work process and areas.

The Company is committed to strengthen its risk management capabilities further, in order to protect and enhance shareholder value. Continuous efforts in creating new opportunities, improving competencies in various areas leading to improved performance and leveraging existing knowledge resources, in line with the risk appetite of the Company, helps to protect the shareholders' interests.

5. Internal Control Systems

The Company has adequate systems of internal controls and documented procedures covering all financial and operating functions, in place. These have been designed to provide reasonable assurance with regard to maintenance of proper accounting controls, monitoring economy and efficiency of operations, protecting assets from unauthorized use or losses and ensuring reliability of financial and operational information. The Company has continued its efforts to align all its processes and controls with global best practices.

Some significant features of the internal control systems are:

- Preparation and monitoring of annual budgets for all operating and service functions.
- Well established reviews by Internal Audit teams and reports to management / audit committee regularly on the adequacy and compliance of internal controls across the organization.
- Clear delegation of power with authority limits for incurring capital and revenue expenditure.
- Corporate policies on accounting and capital acquisition.
- Periodic meetings of the management committee at apex level to review operations and plans in key business areas.

6. Memorandum of Understanding (MoU) with the Govt. of India

EIL signed an MoU with Ministry of Petroleum & Natural Gas (MoP&NG) for the year 2016-17 with targets which include performance parameters related to turnover, operating profit, new business secured, Technology upgradation etc. with a focus on profitability and sustainable growth incorporating new parameters and weightages for evaluation of performance.

7. Significant Initiatives

In the current refining scenario, the Gross Refining Margins (GRMs) of vintage refineries with small capacities and low complexity are under stress. In order to maintain leadership position and consolidate business in the core area, EIL has therefore, made significant suo-motu initiatives to offer prospective clients with opportunities for improving performance by means of energy optimization, yield improvement, refinery petrochemical integration, pet-coke gasification for refinery-fertilizer integration, bottoms upgradation etc.

Focus on internationalization has also been given significant thrust by ramping up Company's presence in Middle East, focus on South East Asia as a new geography and strengthening its presence in African continent where Company is executing projects in Nigeria, Angola & Algeria.

7.1 Marketing & Business Development

EIL has been endeavoring continuously to have an understanding with major Business players so that there is synergy in pooling resources and providing services to Project Owner(s) on a wider spectrum. Some of such achievements have been in the area of Smart Cities, wherein, based on strategic tie-ups, EIL qualified for the Smart Cities Challenge project. Another feather in EIL's cap is the AMRUT job which shall enable the Company in developing an impressive track record, thereby, opening the doors for similar assignments in future.

To overcome the constraints and lacunae of competitive tendering which hitherto gave undue weightage to price alone, wherein the not so competent engineering consultancy organizations took advantage and grabbed some opportunities, thereby vitiating the competitive spirit of tendering, EIL has been pursuing adoption of a Cost Cum Quality Based selection system by the Oil PSUs.

The Company has continued to build further on its strengths in the hydrocarbon business in the Middle East. In addition to the Middle East; Africa, CIS and South East Asia have also been targeted as potential regions for Business.

Major breakthroughs were made in overseas markets with the

award of consultancy orders from Abu Dhabi and Angola. These projects were secured against stiff international competition and strengthened further, EIL's credentials to carry out mega projects overseas.

EIL has been successful in widening its client base and geographical reach in various sectors. New clients added in Africa this year include State Trading Corporation (STC), Mauritius. In UAE, EIL has added Hexa Oil & Gas Services LLC and Sigid Emirates in Abu Dhabi as its business clients.

In order to cater to emerging business opportunities in UAE, the Abu Dhabi office has already been expanded and major activities are being carried out including the marketing and execution of various projects from Abu Dhabi itself.

7.2 Operational Improvements

Keeping in view the Company's emphasis on improving the operational efficiency, various initiatives have been undertaken to move towards creating a robust Knowledge Management (KM) System. Electronic Document Management System (eDMS) is being utilized for live projects effectively for this purpose.

Internal organisational restructuring efforts have also been made to reduce interfaces, enhance productivity and improve efficiency in Company's business operations.

7.3 Diversification

While persistent focus on core hydrocarbon sector is underway, pursuing growth opportunities in other segments has become a key imperative for EIL. Having mapped the sunrise sectors and potential business opportunities thereof, EIL has initiated sustained business development activities in the sectors of Water and Waste Water Treatment, SMART Cities, PCPIRs etc as part of expansion into new lines of business.

Sustained Business Development efforts are also under progress with ULBs, Municipal Corporations and respective State Governments in this direction to secure business opportunities. In addition, EIL has also initiated active suo-motu studies and opportunities mapping in the Port & Terminals, LNG value chain and Defence sector in alignment with the Government of India initiatives and for having an enhanced portfolio in these domains.

Through a suo-motu seeding exercise and extensive outreach approach, it is focused to enhance the footprint of EIL and augment the current business portfolio.

7.4 Cost Control & Monitoring

Effective cost control measures like reduction of support staff and overheads, better cost monitoring etc. have been taken up.

7.5 Human Resources

As a nerve centre of the organization, the HR function aims at fuelling the growth ambitions of the organization by equipping the Human Assets for effective & efficient delivery as well as providing them a nurturing environment. Endeavors taken during the year have consolidated the initiatives taken in the past and built on them further for creating systems towards sustainable performance.

The year focused on strengthening HR's role as a Strategic Business Partner. The formulation of HR strategy 2015-2020 further aligned the HR function to EIL's Business Strategy. The



Strategy has been drawn up for proactively facilitating the achievement of organizational plans, targets and challenges through timely identification, preparation and deployment of appropriate human resources.

The HR Meets continued to provide a valuable platform for effective brainstorming which brought forth various suggestions for implementation, thereby creating an environment of ownership, trust and collaboration.

To create robust systems of performance assessment in line with Industry best practices, the performance appraisal process and promotion policy for officers was modified and implemented to drive higher employee engagement.

Annual Awards were presented to meritorious employees in recognition of exemplary contributions made in their area of work.

The Learning & Development function was engaged in the task of creating multifarious learning opportunities for employees. The core competencies of the Company were further strengthened by designing and organizing Domain Specific/Specialized Training Programmes, whereas the managerial and behavioral capabilities were strengthened through adequate focus on soft skills programmes. Training Division also organized programmes for Clients in its newly acquired Profit Centre role.

Some of the ongoing initiatives are Leadership Development Program - Aarohan and Assessment & Development Centre steered development of leadership competencies.

In order to meet the expectations and aspirations of employees, policies regarding professional qualifications and innovations, Car Loans, entitlement etc. were revised and made more employee-centric.

Supporting the well-being of the employees, thrust was laid on Sport and fitness activities, for example, encouraging employees to participate in PSPB tournaments. For creating awareness on health issues, talk-cum-interactive sessions were conducted under Health & Lifestyle Enrichment program.

Facilities for employees were enhanced further through inauguration of Cafeteria and state-of-the-art Gymnasium at Gurgaon office Complex. Auditorium, Guest House and Management Trainee Hostel at Gurgaon Complex were also operational during the year.

Efforts were made towards image and brand building through active participation in exhibitions and conferences like ADIPEC 2015, CORCON 2015 etc. The Company enhanced its presence

on Social Media sites such as Facebook, Twitter and LinkedIn with regular post of news and stories such as project milestones, corporate awards, CSR Initiatives, Employee Engagement Initiatives etc.

7.6 Corporate Social Responsibility

The CSR Policy of the Company is aligned with the national focus on inclusive growth, DPE Guidelines on CSR and the Companies Act 2013. CSR Committee of the Board and the CSR Council formed by EIL Management provide direction and oversee the CSR initiatives of the Company.

8. Environment Protection & Conservation, Technological Conservation, Renewable Energy Development, Foreign Exchange Conservation

EIL has taken steps for the implementation of clean and green technologies in order to reduce carbon footprint of its projects. State-of-the-art technologies in the field of effluent recycle/reuse leading to Zero Liquid Discharge (ZLD) requirements, carbon management for control of volatile organic compounds, hazardous and solid waste management, recovery of oil from oily sludge and treatment of the same using bioremediation process besides opting for energy efficient processes and treatment systems have driven the Company's green initiatives.

9. Management Information System (MIS)

MIS in EIL is constantly being fine tuned to cater to the ever growing information needs of effective and quick decision making as well as statutory requirements. The MIS Division has been providing vital data inputs to various Divisions and Senior Management highlighting operating variables, achievement vis-a-vis budget and other decision support data.

10. Disclosure by Senior Management Personnel

Reflecting EIL's commitment towards increasing transparency in all spheres, Senior Management Personnel confirmed that none of them have material financial and commercial transactions where they have personal interest that may have a potential conflict with the interest of the Company at large.

11. Cautionary Statement

Statements in Management Discussion and Analysis describing the Company's objectives, projections, expectations and estimates are based on the current business environment. Actual results could differ from those expressed or implied based on future developments, both in India and abroad.

Report on Sustainable Development

Introduction

"Not long ago the concerns of ecologists were as irrelevant to business planners as those of ethicists are today. "Green" has gone from being a disparagement to becoming a badge that no smart company would risk being without. Ethics are similarly en route to becoming a strategic imperative."

In EIL we know that the profitable growth of our company depends on the economic, environmental, and social sustainability of our communities across the country. And we know it is in our best interests to contribute to the sustainability of those communities.

EIL's sustainability mandate is cause and effect relationship of its business which evolves around complying with the environmental regulations and norms in a way that make it a responsible company and transparent to its entire stakeholder. EIL's sustainability focus is mainly towards:

- Delivering projects as per our Corporate Quality and HSE policies which enable our customers to far exceed their targets of sustainability.
- Fostering partnership with our esteemed customers, suppliers, contractors and the community to support sustainable development.
- Nurturing and training our highly qualified workforce for sustainability initiatives at individual as well as at society level.
- Developing and deploying environment-friendly technologies and work practices.
- Following robust Corporate Governance policies based on an established code of ethics, transparency and scientifically developed Risk Management System.

Our project designs support sustainability right from the concept stage to plant commissioning and subsequently during the commercial operation. Energy efficiency, resource optimization and safety of plant personnel & society at large are the cornerstones of our business operations and also ensure business continuity. Our design thrives on the green design concept that entails optimization of raw material, energy, space, water and the desired product specification. Our R&D initiatives are focused on offering green technologies to our clients, which reduce carbon footprint and increase plant yield. These technology initiatives include coal gasification, coal to liquid, CO₂ removal from natural gas and DHDT and sulphur removal technologies from the fuel.

We at EIL firmly believe in and have consistently practiced robust corporate governance practices. Transparency, professionalism and accountability in our business operations build trust of all our stakeholders which is a pre-requisite for our growth. Our risk management policy and its supporting framework facilitate early identification and assessment of risks for timely intervention through appropriate control and mitigation measures.

EIL has an unconditional commitment to adhere to the highest standards in our corporate HSE practices. We are proud of our achievements at our construction sites of injury-free and incident-free man hours of work. The infrastructure and the work environment EIL provides to its employees, is built towards maintaining a sound

work life balance to enhance their professional and emotional growth.

EIL is a people-centric organization delivering excellence in our services through our people. Overall welfare of our talent pool continues to remain our top priority. We continuously strive to enhance the capabilities of our human capital by increasing the competency and commitment, through various HR initiatives such as reward & recognition scheme, transparent performance management system, mentoring, domain specific technical programs and management development programs.

For us corporate social responsibility is a hard-edged business decision. Not because it is a nice thing to do or because people are forcing us to do it but because it is good for our business.

We continue to reinforce our social commitment through various programs organized at construction sites to develop artisans amongst the local community for their contribution during plant construction and to prepare them with the necessary skill sets to exploit various available employment opportunities in the long run. Our business operations support developing local manufacturers and suppliers as our partners.

During the year 2015-16, our CSR expenditure stood at ₹1410.1 Lakh which exceeded the annual expenditure target of ₹1363.01 Lakh as per Companies Act 2013.

Our CSR activities include education, healthcare, drinking water/sanitation, rural electrification, environment protection, women empowerment, upliftment of underprivileged, community development, vocational training, contribution to emergency needs and community development in the society. EIL has made immense contribution in creating nation's wealth directly in terms of value of physical infrastructure created, net savings in outflow of foreign exchange, net worth of the indigenous manufacturing base developed and creation of vast and varied skill sets among a large pool of human resources.

In accordance with the call of time, EIL has refocused its engineering philosophy and business models to achieve long term sustainable growth. Alongside EIL has initiated evaluation and reporting of its performance on the triple bottom lines of economic, social and environmental aspects. We believe that the sustainability initiatives underway at EIL will propel our organization on an upward growth trajectory.

Organization's Key impacts on sustainability

Sustainable development is possible through collective contributions from the government, the society, business entities and the individuals across the globe. We at EIL as a consultant, plan to integrate sustainability and safety in our technology, design, engineering & construction practices. For promotion of Sustainable Development, EIL is committed to:

- Conduct its business operations in line with Environment and HSE Policy.
- Support, advise and promote environment supportive practices to our clients.
- Promote employees' awareness and learning so that they may



integrate environmental considerations into their daily activity.

- Work with clients, partners, suppliers and subcontractors to build a common environmental management system for each project.
- Advocate with key stakeholders and decision makers viz. investors, clients, suppliers, government agencies and regulatory bodies, about sustainable development and energy efficient policies.
- Engage in community welfare programs for sharing amongst the deprived sections the benefits of economic development.
- Promote use of technology and best practices for improving carbon footprints in our business operations.

Majority of EIL's revenues today and in near mid-term shall continue to flow from Indian region, especially the Hydrocarbon and Petrochemicals segment. Sustainable growth of EIL in near to midterm shall be closely associated to the socio – political environment, economic growth and prospects of sustainable development and energy security in India.

EIL's R&D Capability for Sustainable Technologies

EIL's R&D is engaged in developing innovative solutions in hydrocarbon industry ever since 1970s. In the national market, EIL's designing capability can be judged from the fact that their designed refinery units refine more number of barrels of crude than anybody else in the market. Today, EIL through their R&D have been awarded 24 technology patents and more than 14 other patent applications are under evaluation.

With a vision to become 'A world-class globally competitive EPC and total solutions consultancy organization', EIL is committed to provide best possible services and solutions to its clients the world over. EIL through their R&D is also committed to serve the hydrocarbon industry with the most efficient and sustainable technologies. Some of the environmental friendly & sustainable technologies developed by EIL are as under:

Meeting environmental quality standards by TGTU for Sulfur removal

Claus Tail Gas Treating process (TGTU) has been developed by EIL-R&D to effectively increase sulphur recovery of SRU by recycling Sulfur components like SO₂, COS, CS₂, Sulfur, as H₂S back to Claus section after Hydrogenation and selective absorption and regeneration of H₂S. Claus process integrated with TGTU can result in 99.9% removal of sulfur from acid & sour gases coming from amine regeneration & sour water stripper units, respectively, in the refinery. With environmental quality standards getting stringent especially in terms of sulphur components, tail gas treating unit is need of the hour. EIL has successfully implemented TGTU at following: A grass root 10 TPD SRU having an integrated Claus section & TGTU, 3 nos. of TGTU downstream of an existing 3 x 65 TPD SRU.

Cleaner atmosphere with CO₂ Removal process (COR) from flue gas by IIP-EIL Process

CO₂ Removal Process (COR Process), jointly developed by Indian Institute of Petroleum (IIP), Dehradun and EIL, uses highly selective amine-based solvent to capture CO₂ from flue gases. High CO₂ loading makes the process economically attractive. The CO₂ removal efficiency of COR process ranges from 75%-90%. Highly pure CO₂ produced by this process can be used for production of urea in fertilizer industry. EIL provides total design solution for grass root COR plant.

Cleaner atmosphere with SO₂ Removal Process (SOR)

SO₂ Removal Process (SOR) was jointly developed by Indian Institute of Petroleum (IIP) & EIL for flue gas desulfurization. The process can handle SO₂ concentrations varying from 1200 ppmv to as high as 20 vol%, and produces a treated gas stream with less than 100ppmv SO₂ concentration. The process is economical as it is regenerative in nature and is also highly energy efficient. The process can very well be integrated with a Claus unit where SO₂ can be used to enhance capacity of SRU. EIL provides total design solution for SOR Process.

Cleaner future with Ammonia treating process (ATP) technology

Ammonia Treating Process (ATP) is developed by EIL to convert ammonia in sour water stripper (SWS) gas to ammonium sulphate. This technology offers multi-fold advantages in the form of enhanced capacity & less back pressure to SRU unit ensuring its smooth and trouble free operation.

Reduction in NO_x formation helps keep the total emissions in check. In addition, a value added product in the form of ammonium sulphate is recovered which can be used as fertilizer. EIL has done rigorous experiments on bench scale level and has a comprehensive set of data available. EIL with its experience as SRU licensor has potential to offer ammonia treating process to refineries.

Vapor recovery and VOC capture technologies

EIL has developed an efficient technology to capture and recover hydrocarbon vapors using activated carbon. The vapor recovery units have been designed for all types of hydrocarbons including benzene. EIL's vapor recovery units safely prevent harmful volatile organic compounds (VOCs) from being released into the atmosphere during operations that involve transfer of evaporative hydrocarbons. The recovery of hydrocarbons that would otherwise be wasted via a combustion process, delivers a significant return on investment while meeting any known worldwide emission standards. The units have been designed considering absorption and recovery efficiency, safety and cost to the client. The designs are available in both skid and non-skid versions.

Spent Caustic Treatment

EIL designs these units with distinct features, to handle high sulphide concentration in the feed. The overall conversion achieved at the outlet of oxidation reactor is as high as 99.8%. The process used is found to be economical and environment friendly when compared with other technologies using chemical oxidation with H₂O₂ or wet air oxidation using patented process. The installed capacities include a unit of 5 m³/h.

Environment Performance

Environmental Services to Industries

EIL is a leading consultant in India in carrying out Environmental Impact Assessment (EIA) studies and preparation of Environmental Management Plan (EMP) for new projects. A comprehensive and detailed EIA study helps in accurately predicting & assessing the environmental & socio-economic impacts of the proposed new facilities. Having accurately predicted the impacts, EIL ensures that all negative impacts are properly addressed and all mitigations measures are taken to ensure the sustainability of environment in the region. EIL also carries out Environment Health Risk Assessment study for its clients, which helps in tracing the impact of various pollutants on health of the people in the vicinity of the plant.

In its commitment to the environment, EIL is a pioneer in deployment of state of the art technologies in the field of effluent recycle/reuse leading to Zero Liquid Discharge (ZLD) requirements, carbon management to control volatile organic compounds, hazardous and solid waste management, recovery of oil from oily sludge and treatment of residual oily sludge using bioremediation process, opting energy efficient processes and treatment system, etc.

Green Initiatives

EIL has installed 90kWp Solar Photovoltaic (SPV) rooftop system grid connected without battery in compliance with Ministry of New & Renewable Energy (MNRE) guidelines in its EIL Gurgaon building complex in December 2013. The SPV system has been generating power immediately after commissioning since January 2014. The SPV system has generated approximately 2,97,777 KW of energy with a daily generation of above 400kW on an average sunny day. However, total Power consumed in EIL Delhi is 55,80,120 KW and at Gurgaon office is 34,15,880 KW. With the provision of SPV system, the demand of electricity from the state electricity grid has reduced. During disruption of Grid power supply to the complex, the in house diesel generation (DG) set provides the power. Simultaneously the SPV system augments the in house diesel generator set.

Green Technologies

The exploration, production, refining & distribution of petroleum products result in the generation of a considerable volume of petroleum sludge. The contaminants in sludge are considered hazardous because of the presence of benzene (a confirmed human carcinogen) & other toxic contaminants.

EIL took the lead in addressing this problem and evolving a solution to the problem which is not only sustainable but also has environmental, social & economical acceptance. EIL's R&D & Environment Divisions in association with Indian Institute of Technology, Roorkee bring together extensive expertise in chemistry, biology and microbiology in carrying out research & development to offer confined reactor based solutions for bioremediation of oily sludge to its clients. Reactor-based bioremediation is a better alternative to land-farming as it offers onsite treatment of sludge thus avoiding off site transport of hazardous oily waste & is characterized by much higher rates of degradation due to minimization of mass-transfer limitation & increased desorption of contaminants by continuous mixing. Residual material after bioremediation is non-hazardous and contains inorganic clay, silt or sand, water, and very low levels of hydrocarbons. Residual solids can be de-watered & reused in asphalt or other industrial purposes.

Water Conservation

EIL has also been providing solutions for water resources management while protecting or restoring our major water ecosystems. EIL helps enable the adoption of innovative integrated water management for industries & municipalities, while working to increase environmental, social and economic benefits. Some of the approaches which EIL has been adopting in its design & engineering to conserve our water resources include the following:

Water Conservation at EIL's own facilities

This involves minimizing the water consumption & adopting advanced process technologies resulting in less effluent generation. This also involves recovery of water from all feasible sources.

Water is primarily consumed in EIL offices for drinking, cleaning, washing, cooling, plantation/horticulture etc. The consumption of

water at EIL Head Office at New Delhi is about 175 KL/D as against 210 KL/day reported last year, whereas at EIL Gurgaon office it is about 90 KL/day. Water is sourced from the ground water for both New Delhi & Gurgaon offices. The water consumption varies from 1000 to 2000 m³/annum at different offices of EIL at Mumbai, Chennai, Kolkata and Vadodara which includes sourcing partly from ground water and partly from municipality supplied water. Although the water is sourced both from ground water and municipalities (which further sources it from surface water bodies), there is no significant impact of withdrawal on water sources in view of very minimal quantity of water withdrawn. There is an increasing awareness in the organization in managing water resources. Fourteen number of water recharge wells have been installed in and around EIL's Gurgaon campus for recharging ground water. These will store 50000 m³ of surface run-off on their ground aquifer considering the yearly rain intensity of 600mm. The usage of water in the company is in two categories.

- i. At Delhi and Gurgaon, where we have large office complexes, the water is used for domestic services. Sourcing of water at both the places is from ground water. In Gurgaon campus, EIL has state-of-the-art MBR based sewage treatment plant where complete treated waste water is recycled for horticulture purpose within the premises.
- ii. The other category relates to providing design services to clients for usage of water in their commercial plants. Different solutions for diverse technologies are worked out for clients and company has now formulated policy for Zero Discharge for future implementation.

Effluent Management & Zero Liquid Discharge

In India, the regulatory requirements in terms of Environmental protection are quite stringent. By any benchmark, India has an extensive environmental management system with a comprehensive set of environmental laws, specific statutory mandates, regulatory instruments, and institutional frameworks to implement and enforce environmental policy objectives.

Various technologies & treatment processes were studied with respect to their merits & demerits for being adopted as potential technology / process for effluent treatment & recycle. Pilot plants were put up in association with the clients and the system suppliers to evaluate the performance of various treatment options in effluent recycle.

Prominent pilot plants include an enhanced chemical oxidation process using hydrogen peroxide in presence of UV rays at MRPL Mangalore Refinery and a high efficiency reverse osmosis plant at IOCL-Panipat Refinery. After a comprehensive study and zeroing down on the treatment processes, the first full-scale effluents recycle plant to produce D.M. water from refinery effluent was put up at IOCL for their Panipat Refinery Expansion Project (PREP), which was successfully commissioned in the year 2006. This was a unique milestone in the history of effluent recycle and the concept of zero liquid discharge in hydrocarbon industry in India. The success of effluent recycle plant at IOCL-PREP prompted the hydrocarbon industry in India to increasingly implement such concepts in order to meet the zero liquid discharge requirements stipulated by the regulatory authorities.

Some of the other effluent recycle plants which either have been commissioned or are under construction include IOCL - Panipat Naphtha Cracker Project (PNCP), HPCL Mumbai - Integrated Effluent Treatment Plant (IETP), BORL - Bina Refinery, HMEL - Bhatinda Refinery, MRPL - Phase III Expansion project and OPA-L-Dahej Petrochemical Complex.



Solid Waste Management

Due to the nature of our business, solid waste generation is also fairly limited in EIL offices and restricted primarily to municipal solid waste (MSW). A major component of the solid waste generated is paper waste which is sent for recycling. Other wastes include e-waste and a small proportion of wastes like batteries, electrical waste, waste lube oil, etc. Our waste management practices seek to reduce the environmental impact of this limited waste to the extent possible by reduction in generation, segregation at source and proper management including recycling and disposal through authorized recyclers. Other mixed dry waste is sent to scrap dealers or municipal disposal.

EIL also recognized the importance of contributing to the protection of our environment by minimizing use of paper that comes from well managed forests or other controlled sources. Today's information and communication technologies provide many opportunities for businesses to function with far less paper. Electronic mail, Intranets, IP transfer, Internet and document scanner can radically reduce paper use, while also save time and money. EIL's print / paper reduction program continues to expand across the board in the organization.

Our goals remain the same: - continue to reduce overall print volume, increase duplex usage, and remove non-sustainable devices from use in the company. Duplexing along with the reduction in overall printing has allowed us to eliminate many non-committed print jobs and has grown our sustainability-related cost savings. In the area of print management, our adoption of new practices and instigation of behavioural changes in our users has made a significant impact in our company. EIL also offers its services to industries and municipalities to develop and implement scientific & sustainable methods for Solid & Hazardous Waste Management comprising segregation, storage, collection, transportation, treatment and disposal of waste by proper utilization of resources (men, money and materials) and as per the applicable provisions of The Municipal Solid Wastes (Management and Handling) Rules, 2000; E-waste Management and Handling Rules, 2011; Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008; and other applicable rules, regulations and statutory provisions.

Social Performance

Human Resources & Human Rights

Human resources along with technology are the two prime resources of consulting organizations like EIL. Over the years, EIL has earned the reputation of being a veritable treasure of technical knowledge, skills and professional competence. Programmes such as skills management and lifelong learning support the continued employability of employees and assist them in managing career endings including HSE and Sustainability activities.

Labour Practices Strategies

Finding and retaining right people has always been a challenge for the high end consultancy companies as we require a flexible and highly skilled global workforce to deliver in often very demanding environments. We have two types of work force, one working at HO in design areas and the other working on field in execution of the projects. Additionally, Contractors account for approximately three quarters of the hours worked by our workforce on projects. It is therefore especially important that these contractor personnel understand and reflect our values and are aligned with our culture. The industry is experiencing a shortage of skilled and experienced contractors in

technical disciplines and it is expected that this trend will continue. Therefore, we are conscious of the need to ensure that contractors working for us meet and maintain our standards. People working in the field are trained on labour related policies of the organization to maintain standards in services with regard to implementation of managing contractor's personnel. We have firm policies in place to select contractor, ensure they are accountable, monitor and audit them and report on their performance. We have also firm plans to focus on improving the quality of contractor personnel and the way to manage them.

Social Strategy and Management Approach (Anti-Corruption strategies)

EIL Vigilance Department under the leadership of Chief Vigilance Officer (CVO) consistently works towards achieving a transparent and impartial working environment in the company and spreading vigilance awareness to all employees to eradicate corruption in all its forms. CVO acts as a link between the company and Govt., CVC, CBI, etc.

Vigilance Department undertakes the following activities:

- a. Punitive Vigilance activities:
 - Handling complaints including PIDPI complaints
 - Closure of complaints with Vigilance angles
 - Managing CTE paras
- b. Preventive Vigilance activities
 - Undertaking CTE Type investigations
 - Undertaking system improvements
 - Monitoring implementation of System improvements
 - Monitoring implementation of rotation policy
 - Scrutiny of Annual returns
 - Maintenance of ODI and Agreed list
 - Implementation and effectiveness of Integrity Pact
 - Implementation of e-tendering
 - Implementation of e-payments and e-management of invoices
- c. Training and awareness campaigns
 - Sensitization workshops
 - Vigilance Awareness Week
 - Circulation of reading materials

Activities such as Intensive Examination of EIL's own jobs on LSTK/OBE basis, random surprise inspection of in-house Contracts/Purchases, scrutiny of Immovable Property Returns, Vigilance clearance of employees, investigation of complaints etc. with the focused objective of ensuring conformity to the company procedures and Government guidelines. For systemizing the work, various rules, regulations and procedures of the company are reviewed and scrutinized from time to time. The observations reported by Central Vigilance Commission (CVC) are examined and necessary actions are taken. System improvements are suggested to the Management wherever found necessary and compliance of the same are pursued for improvement. As per CVC guideline 'Structured Meetings' are held between CVO, C&MD and Directors in every quarter related to Vigilance matters. Inter-directorate meetings are also held periodically between CVO & Directors to resolve the pending issues. Vigilance activities are also presented to the Board of Directors on half-yearly

basis. Vigilance workshops, interactive sessions, seminars, debates, Vigilance Awareness Week etc. are organized in HO, Regional, Branch, Procurement and site offices of EIL for spreading vigilance awareness and encouraging "Participative Vigilance" amongst the employees of EIL.

EIL has its own dedicated website www.engineersindia.com and also maintains the website www.indianprocessplants.com. Tender notices, complete bid documents, details of awarded tenders, details of contract given on nomination basis, rules and procedures of the company and all applications, forms/proformas are available on EIL website. Bid management system involving electronically receipt of bids and its acknowledgement to the bidders, E-procurement and Reverse Auction have been implemented. Recruitment applications are also available on website. Facilities for online registration of vendors and Bill Watch System are also available. Bills are being processed on 'First-in-First-out basis. E-payment and e-receipt by the company have been achieved more than 90% of the total transactions. For EIL employees, all information regarding company rules, proformas for online claims and their payments status are available on EIL intranet. Company is making electronic payment to vendors. To employees, salaries and other payments are made through ECS. EIL tenders are now being uploaded on Govt. of India website i.e. <http://tenders.gov.in>.

Online vendor registration, Reverse auction, e-tendering, e-payment, e-receipt, bill watch system etc. are already implemented in the company.

The Board of Directors have constituted various empowered committees of the Board such as Audit Committee, Remuneration Committee, Shareholders'/Investors' Grievance Committee, Share Transfer Committee, HR Committee, CSR Committee, SD Committee, Empowered Sub-Committee, Sub-committee for Equity Participation in New Ventures by EIL, Risk Management Committee and Investment Committee in order to have faster, effective and transparent decision making process. Most of the committees have Independent Directors as members of the Committee. The Composition of the Committees is in line with the provisions of Listing Agreement, DPE Guidelines and other applicable Laws. The Minutes of these committees are placed before the Board for information.

EIL has a well-defined policy framework consisting, inter-alia, of the following:-

- Code of Conduct for board members and senior management
- Code of conduct for prevention of insider trading
- Integrity Pact to enhance transparency in business
- Whistle blower policy
- Conduct discipline and appeal rules

Product Responsibility (Quality Assurance)

Our organization is ISO 9001:2008 certified for Quality Management Systems and current certificate is valid up to 13.10.2018. The certificate for conformance was originally awarded & issued on 26.09.1994 and since last 22 years we are continuously maintaining this certification. The renewal certification Audit was successfully completed on 18.09.2015 and auditors had recommended continuation of the Certificate of Conformance for further period of 3 years. Our organisation is also in process of upgrading ISO 9001 certificate to the latest release of ISO 9001 i.e. ISO9001:2015. Our organization does have a mechanism for monitoring and collecting feedback/perception of our customers. It is EIL's policy to meet or exceed the customer needs and expectations and pursue excellence in delivery

of our services. To serve our customer's needs / expectations in the best possible manner, we take customer feedback and suggestions about the services provided by EIL for various Projects. This gives us pertinent information and an opportunity to evaluate our services / deliverables critically and bring further improvement in our systems and processes on a continuous basis.

Product Responsibility (Health & Safety)

EIL's commitment to HSE requires that their operations be conducted in such a way as to preserve the health and safety of their employees, client official, contractors, vendors, and other stake holders associated with EIL working and to give due regard to the protection of the environment. The highest standards in health, safety and environmental preservation and protection can only be achieved through a systematic approach to the establishment, implementation and maintenance of an HSE Management System designed to ensure, as a minimum, compliance with the laws and project requirements and to achieve continuous performance improvements.

EIL has therefore evolved its safety management system which ensures that due attention is paid to every aspect of safety in design and, at the same time, is flexible enough to adapt to the customer's special requirements. It is the conscious effort of project management that such safety enhancement activities are carried out in a manner that does not affect the schedule and quality of works. The HSE services that EIL provides to its clients are continually assessed for improvements and enhancements. Various safety studies are undertaken by EIL at various stages of the project to ensure Plant safety. These are as under:

- Rapid Risk Analysis
- Safe Design Procedures
- Hazard and Operability Study
- Safety Integrity Level (SIL)
- Quantitative Risk Analysis Study (QRA)
- Hazard Identification Study (HAZID)
- Gas dispersion Study (Flammable & Toxic Gas)
- Vent Radiation Study
- Consequence Analysis
- Fire Safety Assessment
- Safety Layouts
- F&G Layouts and Cause/ Effect Matrix
- Qualitative Risk Analysis study
- Disaster Control and Management Plan
- Escape Evacuation and Rescue Assessment
- Escape Route layouts
- Flare Radiation and Dispersion Study

Construction Division has an impressive track record of achievements and client satisfaction. The division during the five decades of its functioning has provided construction management services for construction of more than 255 major projects besides numerous small ones within the country and overseas.

Presently there are more than 60 construction sites spread all over India and overseas projects are being executed at Abu Dhabi, Algeria, Nigeria and Bangladesh.

EIL Construction on an average renders supervision for more than 150 million man hours annually at sites. Construction team has been



credited with many accolades and landmarks in HSE aspects. Some of the notable achievements are as under:-

- 81.86 Million man-hours without any LTA (PREP project, Panipat)
- 80 Million man-hours without any LTA (PNCP project, Panipat)
- 75 Million man-hours without any LTA (BCPL, Lepetkata)
- 60 Million man-hours without any LTA (Rehabilitation & Adaptation of Skidda Refinery Project, Algeria)
- 58 Million man-hours without any LTA (GAIL PC-II, Pata)
- 50 Million man-hours without any LTA (Opal Dahej, Gujarat)
- 48.3 Million man-hours without any LTA (MRPL Phase-III, Mangalore)

One of EIL's core values and a fundamental business strategy is the constant pursuit of world-class Health, Safety & Environment (HSE) standards. Both for us and our clients, the maintenance of a safe workplace is a key business driver. In the areas in which we provide our services, we have delivered and continue to deliver excellent safety performance. A well-established HSE Manual, HSE Plan and HSE Procedure are in place for monitoring the HSE aspects at sites.

EIL is a member of The British Safety Council, U.K. (Membership No. is S0390993) and National Safety Council (Membership no is CM-DLI-225).

Qualified Safety personnel (Diploma in Industrial Safety/NEBOSH qualified) are available for monitoring safety aspects at site in coordination with field engineers of EIL who also thrive to maintain highest safety standards. Further, training in safety is also being imparted to employees through external Institutions (i.e. DGFASLI).

EIL has been giving major emphasis on use of eco-friendly materials/technology in construction of buildings to reduce carbon foot print. The following is considered during design stage:

- Use of PPC instead of OPC
- Use of fly-ash bricks & AAC bricks instead of conventional clay bricks
- Use of locally available materials to reduce transportation and thereby carbon foot prints.
- Use of solar heat reflecting glass
- Use of solar heaters / solar power panels
- Use of CFL / LED lights
- Zero water discharge - 100% treatment of sewage & waste water and re-usage in flushing, horticulture
- Dual water system - treated water for flushing system
- Plantation of locally available species
- Orientation / layout of the building looking into the solar path in that location

EIL has been involved in construction of following GRIHA/ LEED rated buildings:

- Construction of Data Centers and Office Building at Delhi and Bengaluru for UIDAI - ₹ 514 Cr (LEED Gold rating)
- Construction of EIL office Complex at Gurgaon - ₹ 165 Cr. (GRIHA 4 star rating)
- Development of Green R & D Centre for HPCL at Bangalore - ₹ 175 Cr - (GRIHA-V star rating)

Sustainable Development Initiatives by EIL

"If we each take responsibility in shifting our own behaviour, we can trigger the type of change that is necessary to achieve sustainability for our race or this planet. We change our planet, our environment, our humanity every day, every year, every decade, and every millennia: Yehuda Berg"

EIL has viewed sustainability as being a matter of survival for its business, which creates a massive change in its business ethics. EIL has carried out following Sustainable Development Initiative Projects for the FY 15-16:

- Biodiversity development phase IV and production of seedlings in nursery
- E waste awareness, collection and disposal
- Feasibility report on biogas generation from human waste and canteen waste and other biodegradable waste within EIL

Biodiversity development phase IV and production of seedlings in nursery

As per United Nation's Goal 2015 for biodiversity is "Sustainably manage forests, combat desertification, halt and reverse land degradation, halt biodiversity loss". The Biodiversity project carried out by EIL support our concern on this topic.

Biodiversity is the variety and variability of life on Earth. This includes all the plants and animals that live and grow on the Earth, all the habitats in which they survive, and all the natural processes of which they are a part. The earth supports an incredible array of biodiversity. Unfortunately, the earth's biodiversity is disappearing, with an estimated 1,000 species per year becoming extinct. Conserving biodiversity is especially crucial in developing countries where people's livelihoods are directly dependent on natural resources such as forests, fisheries and wildlife. With the increasing pressure and demand for land and unplanned land use of various landscapes, for majority of the biodiversity has become the main abode for survival.

Facts & Figures on Biodiversity

- Of the 8,300 animal breeds known, 8 per cent are extinct and 22 per cent are at risk of extinction.
- Of the over 80,000 tree species, less than 1 per cent have been studied for potential use.
- Over 80 per cent of the human diet is provided by plants. Only three cereal crops – rice, maize and wheat – provide 60 per cent of energy intake.
- As many as 80 per cent of people living in rural areas in developing countries rely on traditional plant-based medicines for basic healthcare.
- Micro-organisms and invertebrates are key to ecosystem services, but their contributions are still poorly known and rarely acknowledged.

As emphasized by the Convention on Biological Diversity, any strategy to slow the loss of biodiversity and to enhance its contribution to sustainable development must integrate three essential elements: conservation of biodiversity, sustainable use of its components and the equitable sharing of benefits.

Aspects of Bio-diversity (Plants) at Research and Development campus of Engineers India Limited:

- Campus spread over 21 acres
- Present state of vegetation highly fragmented and very little wild population of plants left
- More than 300 plant species
- The diversity index: 1.7 – 2.1 in last three years
- Total of 50000 individuals of 100 different species were planted to improve the diversity in last two years

E waste awareness, collection and disposal

In order to ensure safe recycling of E waste and prevent further implications on environment e waste awareness programme was undertaken. EIL has committed to MOPNG under sustainability to carry out “E waste awareness, collection and disposal as a project”.

In this regards people were made aware about the e waste rule in the country and the responsibility of consumers and bulk consumers. It was also emphasised the different categories of waste which falls under schedule 1 and schedule II categories. Following points were put forward to the employees about handling of e-waste in the company:

EIL is disposing e- waste time to time to authorised e- waste disposal groups. However only discarded computers were being sent. EIL ensure that all the hard disk of such computers are degaussed for removing the data stored in it. A certificate of proper disposal is being issued by the authorised recyclers.

EIL has recently made arrangement with HP to provide them boxes which are locked where empty / disposable toner cartridges could be kept. HP collects them for further recycle and provides them a letter on the way they are recycling it. Additionally, HP is also providing redeemable points to EIL which can be converted effectively by EIL during the next procurement cycle which will result in monetary savings for EIL.

EIL had an arrangement with the agency carrying out maintenance of computers and laptop that Battery would be replaced by the maintenance agency. It would be their duty to recycle it as per e-waste norms. EIL is considering disposing printers through authorised e -waste recyclers in future.

All EIL employees have been requested to dispose their e- waste such as lead batteries, unused electronic items such as mobile phone, charger, cameras, CD/ DVDs/ etc which are lying in their houses for a safe disposal. These items contain harmful and toxic substances and their disposal along with municipal waste could lead to serious pollution to land and ground water.

Feasibility report on biogas generation from human waste / canteen waste and biodegradable solid waste

EIL's Gurgaon campus is growing and at present more than 1000 employees are located. It is expected that due to various activities lots of biodegradable waste shall be generated. We plan to prepare a feasibility report on potential to generate bio gas with human, Agriculture and canteen waste and sustain our canteen using this bio gas.

The feasibility suggest that the potential of biogas generation exists but with a mixed feed of toilet waste, canteen waste and agricultural waste generated in the campus. The toilet waste generated in the campus is very lean in carbon 167 kg/d with approx 86 kg/d of nitrogen content in human excreta. Though canteen waste and agri waste suggest some promises but to sustain them is a big challenge as the requirement of 300 kg/d is quite high to produce bio gas. The total gas production is expected to be 4.8 m3 or 96 cuft of natural gas based on 300 kg/d of mixed feed. It can be used in cooking most efficiently as biogas. Biogas burners are available in a wide ranging capacity from 8 cft to 100 cft biogas consumption per hour. It burns with a blue flame and without soot and odour and can be used for 8 hrs continuously using a 12 cft burner.

Alternatively, composting of bio waste which consists of digested toilet waste, canteen waste and agriculture waste seems to be good option. Since the composting will provide a good quality of manure with regular supply to the vast horticulture area available with us.



Annual Report on CSR Activities

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

EIL's CSR policy is strongly integrated into the Company's business vision, where the Company is committed for operating its core business in a socially responsible way, by taking into consideration the wider interests of the community and the environment, with a vision of promoting sustainable development.

Board approved EIL's CSR policy aims at bringing about a radical change in the quality of lives of people by undertaking positive interventions through social upliftment programs. The CSR mission of EIL have been guided by two elemental ideations, namely, the philosophy of enhancing the educational, health and environmental conditions of the society and towards supplementing/supporting the ongoing and planned initiatives of the local, state or central government with projects/programs being located in and around its work places which includes project sites, regional & branch offices and Head office. EIL has undertaken CSR Projects/ Programs in line with Schedule VII of the Companies Act 2013, which are under the following thrust areas:

- Education
- Healthcare
- Drinking Water/ Sanitation
- Rural Electrification
- Environment Protection/ Sustainability
- Women Empowerment
- Upliftment of underprivileged
- Community Development
- Vocational Training/ Skill Centre
- Promotion of sports and Protection of National Heritage, art and culture

The web link for EIL's CSR project or program is as below: <http://www.engineersindia.com/corporate-social-responsibility/m-122>

2. The composition of the CSR Committee.

The details regarding composition of CSR Committee are given in the Corporate Governance Report annexed to the Directors' Report.

3. Average net profit of the Company for the last three financial years.

Average net profit of EIL for the last three financial years i.e. FY 2012-13, FY 2013-14 and FY 2014-15 was ₹68150.71 Lakh.

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above).

The prescribed CSR expenditure i.e. 2% of ₹68150.71 Lakh is ₹1363.01 Lakh.

5. Details of CSR spent during the financial year:

a) Total amount to be spent for the financial year

Total amount to be spent for the financial year 2015-16 was ₹1363.01 Lakh.

b) Amount unspent, if any;

Nil

c) Manner in which the amount spent during the financial year 2015-16.

Details are annexed to this report.

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

Not Applicable

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

The CSR Committee confirms that the implementation and monitoring of CSR activities of the Company are in compliance with the CSR objectives and CSR Policy of the Company.

Veena Swarup

Director (HR), Member-CSR Committee

Sanjay Gupta

Chairman-CSR Committee

Annexure to Annual Report on CSR Activities

Detail of amount spent during financial year 2015-16

(1) Sl. No.	(2) CSR project or activity identified	(3) Sector in which the Project is covered	(4) Location			(5) Amount outlay (budget) project or program wise (₹ in Lakh)	(6) Amount spent on the projects or programs		(7) Cumulative expenditure upto the reporting period (₹ in Lakh)	(8) Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
1	Upgradation at Bagimbor Nilomoni Phukan Higher Secondary (BNPHS) School, Dibrugarh, BCPL Assam	Education	–	Dibrugarh	Dibrugarh District, Assam	30	13.42	-	13.42	District Administration, Dibrugarh and BNPHS
2	Construction of 4 Green Cremation Systems at 2 each at Karol Bagh and Shadhara area of Delhi.	Environment Protection/ Sustainability	–	(i) Karol Bagh (ii) Shadhara	Delhi	156	15.6	-	15.6	Mokshda Paryavaran Evam Van Suraksha Samiti
3	Supporting the construction of Road and drain facilities in association with District Administration, Yanam and Government of Puducherry.	Community Development	–	Yanam	Puducherry	292	96.84	-	96.84	District Administration, Yanam and Government of Puducherry
4	Construction of Auditorium for girls students of A.P Social Welfare Residential School / Junior College at Addanki in association with District Authority, Ongole, Prakasm District, AP	Education	Addanki	–	Prakasm District, Andhra Pradesh	6.5	1.95	-	1.95	District Authority, Ongole, Prakasm District, AP
5	Construction of toilets in schools of Bihar, Odisha and Tamil Nadu under Swachh Vidyalaya Abhiyan	Drinking Water/ Sanitation	–	(i) Sitamarhi & Begusarai Districts (ii) Bolangir District (iii) Kancheepuram & Thiruvallur Districts	(i) Bihar (ii) Odisha (iii) Tamil Nadu	535	586.1	-	586.1	EIL (in-house)
6	Construction of additional 350 Toilet facilities in schools of Bihar (200 toilets) and Assam (150 toilets) under Swachh Vidyalaya Programme		–	(i) Barpeta, Baksa, Bongaigaon, Cachar, Darrang, Dhemaji, Dhubri, Golaghat, Hailakandi, Jorhat, Kamrup-Rural, Karbi Anglong, Karimganj, Kokrajhar, Lakhimpur, Nagaon, Nalbari, Sonitpur, Udalguri Districts of Assam (ii) Patna & Sitamarhi Districts of Bihar	Assam & Bihar	1215				EIL (through Rashtriya Madhyamik Shiksha Abhiyan- RMSA) in Assam and (in-house) for Bihar



(1) Sl. No.	(2) CSR project or activity identified	(3) Sector in which the Project is covered	(4) Location			(5) Amount outlay (budget) project or program wise (₹ in Lakh)	(6) Amount spent on the projects or programs		(7) Cumulative expenditure upto the reporting period (₹ in Lakh)	(8) Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
7	Construction of classroom and toilets (for girls) of Isha Vidhya Matriculation school.	Education	Cuddalore	—	Cuddalore District, Tamil Nadu	20.93	18.84	-	18.84	Isha Education (Isha Vidya)
8	Construction/ setting up 20 RO Plants to provide underprivileged population with clean and potable drinking water.	Drinking Water/ Sanitation	—	(i) Kundagol (ii) Kalaghatagi	Dharwad District, Karnataka	198.59	158.88	-	158.88	Institute for Integrated Rural Development (IIRD)
9	Supported installation of two Units of 40 kWp Solar Photo Voltaic Power Plants installed and commissioned on community participation basis.	Rural Electrification	(i) Pipcha (ii) Pigma	—	Kargil District, kargil	293	29.2	-	29.2	Kargil Renewable Energy Development Agency (KREDA)
10	Supported value education programme in 100 schools of Uttarakhand and conducted value based Lakshya Camp.	Education	Different Locations in Uttarakhand	—	Uttarakhand	24.8	4.96	-	4.96	Vasudev Kutumb
11	Supported free formal education for 40 underprivileged children from the slums of Delhi/NCR.	Education	—	Delhi/NCR	Delhi/NCR	5.61	1.12	-	1.12	Amity Humanity Foundation (AHF)
12	Supported Social Outreach program of M/S Pathfinders in Trans Himalayan Region.	Environment Protection/ Sustainability	Leh Ladakh	—	Jammu & Kashmir	9	1.8	-	1.8	Pathfinders
13	Support for conducting employment oriented skill development training of 600 youth at Bhopal and Faridabad.	Skill Development / Vocational Training	—	(i) Faridabad (ii) Bhopal	(i) Haryana (ii) Madhya Pradesh	244.5	11.61	-	11.61	Centre for Research and Industrial Staff Performance (CRISP)
14	Supported special placement linked skill development training programme in various trades like IT/ITES, Hospitality & Retail Supervisory, Garments sector, etc for 350 youth.	Skill Development / Vocational Training	—	(i) Manali (ii) Siruseri	Chennai, Tamil Nadu	80.62	24.19	-	24.19	ITCOT

(1)	(2)	(3)	(4)			(5)	(6)		(7)	(8)
Sl. No.	CSR project or activity identified	Sector in which the Project is covered	Location			Amount outlay (budget) project or program wise (₹ in Lakh)	Amount spent on the projects or programs		Cumulative expenditure upto the reporting period (₹ in Lakh)	Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
15	Installation of 300 LED solar public lighting system in 59 villages across 3 district of Mizoram.	Rural Electrification	Three Districts of Mizoram: (i) Aizwal, (ii) Chhampai (iii) Mamit	—	Mizoram	97.44	35.27	-	35.27	Energy Efficiency Services Limited (EESL)
16	Supported the Skill training and placement to 100 Persons with Disabilities in IT/ITES/BPO, etc. under the Livelihood Resource Centre (LRC) Programme.	Upliftment of Underprivileged	—	Bengaluru	Karnataka	9.85	4.93	-	4.93	Samarthanam Trust for the Disabled
17	Organized 4 Mega health camps for poor and needy community living in and around EIL's area of operation in various states.	Healthcare	—	(i) Mangalore (ii) Varodara (iii) Dibrugarh (iv) Rawatbhata	(i) Karnataka (ii) Gujarat (iii) Assam (iv) Rajasthan	9	5.4	-	5.4	Anugraha Drishtidaan
18	Supported the adoption of 100 Ekal vidyalayas in rural/tribal areas of Dibrugarh, Assam for providing basic education to children and create awareness for health, development & empowerment for overall development of the community.	Education	—	Rural/tribal areas of Dibrugarh District in Assam	Dibrugarh District, Assam	20	12	-	12	Bharat Lok Shiksha Parishad (BLSP)
19	Supported the adoption of 25 Ekal vidyalayas in rural/tribal areas of Odisha for providing basic education to children and create awareness for health, development & empowerment for overall development of the community.	Education	—	Rural areas of Odisha	Odisha	5	3	-	3	Bharat Lok Shiksha Parishad (BLSP)
20	Supported the project 'School Aapke Dwar' for providing education to underprivileged children in the age group of 6 to 18 years.	Education	—	Gurgaon	Haryana	22.75	15.93	-	15.93	All India Citizens Alliance for Progress & Development (AICAPD)



(1) Sl. No.	(2) CSR project or activity identified	(3) Sector in which the Project is covered	(4) Location			(5) Amount outlay (budget) project or program wise (₹ in Lakh)	(6) Amount spent on the projects or programs		(7) Cumulative expenditure upto the reporting period (₹ in Lakh)	(8) Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
21	Support to conduct Employment Oriented Training and Skill Development Programme for 1000 candidates belonging to SC/ST/OBC Women and EWS of society in various trades	Skill Development / Vocational Training	–	Across India near EIL's area of operation	Across India near EIL's area of operation	394.6	100.72	-	100.72	Construction Industry and Development Council (CIDC)
22	Installation of medical equipments at Old Age Home for cause and care of destitute elderly.	Upliftment of Underprivileged	–	Badarpur	Delhi	18.95	7.58	-	7.58	Saint Hardayal Educational and Orphan Welfare Society (SHEOWS)
23	Organized 20 Health Checkup camps in Delhi/NCR.	Healthcare	–	Various locations of Delhi/NCR	Delhi	7	4.2	-	4.2	Mahavir International
24	Supported employment oriented and skill upgradation training of 40 candidates belonging to SC, ST, OBC and BPL category.	Skill Development / Vocational Training	–	Bharuch	Gujarat	16.99	13.59	-	13.59	MCM Worldwide Private Limited (MCMW)
25	Support provided for setting up of the Digital Library in Agastya Campus.	Education	Kuppam	–	Chittoor District, Andhra Pradesh	24.65	19.29	-	19.29	Agasthya International Foundation
26	Organized four camps for distribution of assistive aids & appliances to poor & needy Persons with Disabilities (PwDs), one each at Bhubaneswar, Bolangir & Paradeep Districts of Odisha and Dibrugarh District of Assam.	Healthcare	–	(i) Bhubaneswar, Bolangir & Paradeep Districts of Odisha (ii) Dibrugarh District of Assam	(i) Odisha (ii) Assam	98	78.4	-	78.4	Artificial Limbs Manufacturing Corporation (ALIMCO)
27	Support for conducting training in dress making and embroidery to underprivileged women & girls.	Skill Development / Vocational Training	–	Kota	Rajasthan	9.87	7.89	-	7.89	Sustainable Action towards Human Empowerment (SATHEE)
28	Support for conducting livelihood training in cottage industry and basic IT (Information Technology) skills for 5,000 women belonging to backward sections of the society .	Skill Development / Vocational Training	–	New Delhi	New Delhi	24.85	19.88	-	19.88	Buddha Education Foundation

(1)	(2)	(3)	(4)			(5)	(6)		(7)	(8)
Sl. No.	CSR project or activity identified	Sector in which the Project is covered	Location			Amount outlay (budget) project or program wise (₹ in Lakh)	Amount spent on the projects or programs		Cumulative expenditure upto the reporting period (₹ in Lakh)	Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
29	Installation of 100 Solar Street Lights for welfare of local population.	Rural Electrification	—	Jagatsinghpur District, Odisha	Odisha	24.93	24.93	-	24.93	Institute for Integrated Rural Development (IIRD)
30	Installation of 110 solar LED street lights for welfare of local population.	Rural Electrification	—	Bhadohi District, Uttar Pradesh	Uttar Pradesh	23.21	23.21	-	23.21	Seven Greens Solar Systems Pvt. Ltd
31	Support to 60 underprivileged children from the slums of Delhi/NCR for providing free formal education.	Education	—	Delhi/NCR	Delhi/NCR	8.38	2.51	-	2.51	Amity Humanity Foundation (AHF)
32	Support for conducting functional literacy programme for economic empowerment of 120 tribal women of Bolangir District.	Skill Development / Vocational Training	—	Bolangir District, Odisha	Odisha	9.83	2.95	-	2.95	Amity Humanity Foundation (AHF)
33	Support for four units of Gadadhar Abhyudaya Prakash (GAP) (two units each at Rahara and Rajarhat-Bishnupur Branch Centre) for holistic development of underprivileged children.	Education	—	Rahara and Bishnupur Centre, Kolkata	Kolkata, West Bengal	22.39	11.2	-	11.2	Ramakrishna Mission
34	Installation of medical equipments towards the project "Breaking the barriers of poverty through reduction of disease burden" for serving the underprivileged people residing in slums of Delhi/NCR.	Healthcare	—	Delhi/NCR	Delhi/NCR	21.86	4.37	-	4.37	Family Planning Association of India (FPA)
35	Organized 30 Medical health check up camps of benefit of poor and needy.	Healthcare	—	Delhi/NCR	Delhi/NCR	11.4	4.56	-	4.56	Mahavir International
36	Support for project 'School Aapke Dwar' for providing education to underprivileged children in the age group of 6 to 18 years for 6 months.	Education	—	Gurgaon	Haryana	9.96	1.99	-	1.99	All India Citizens Alliance for Progress & Development (AICAPD)



(1) Sl. No.	(2) CSR project or activity identified	(3) Sector in which the Project is covered	(4) Location			(5) Amount outlay (budget) project or program wise (₹ in Lakh)	(6) Amount spent on the projects or programs		(7) Cumulative expenditure upto the reporting period (₹ in Lakh)	(8) Amount spent: Direct or through Implementing Agency
			Other places than area of EIL's operation	Local Area around EIL's area of operation	District/State		Direct Expenditure (₹ in Lakh)	Overheads (₹ in Lakh)		
37	Support for organizing 4 Mega Medical Camps under 'Jan Swasthya Abhiyan' for benefit of poor and needy community at mutually agreed locations in association with Anugraha Dristidaan.	Healthcare	–	(i) Delhi/NCR (ii) Mangalore (iii) Bharuch (iv) Navi Mumbai	(i) Delhi/NCR (ii) Karnataka (iii) Gujarat (iv) Maharashtra	9	3.6	-	3.6	Anugraha Dristidaan
38	Support for conducting employment oriented and skill upgradation training of 55 candidates belonging to SC, ST, OBC and BPL category.	Skill Development / Vocational Training	–	Bharuch	Gujarat	20.8	9.52	-	9.52	MCM Worldwide Private Limited (MCMW)
39	Installation and commissioning of 100 no. of Solar Photovoltaic LED Street Lighting Systems.	Rural Electrification	–	Villages in Phoolpur	Allahabad, Uttar Pradesh	21.8	21.8	-	21.8	Rajasthan Electronics and Instruments Limited (REIL)
40	Support for installation of Solar PV Plant of 30KwP capacity	Upliftment of Underprivileged	–	Delhi	Delhi	21.98	4.4	-	4.4	Ramakrishna Mission
41	Support for purchase and installation of Lift at Old Age Home 'John's Day Care and Boarding for Senior Citizens Association'	Upliftment of Underprivileged	–	Ayanagar, New Delhi	New Delhi	8.25	2.47	–	2.47	HelpAge India
TOTAL							1410.1		1410.1	

**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto**1. Detail of Contracts or arrangements or transactions not at arm's length basis** – Engineers India Limited has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2015-16.**2. Detail of material contracts or arrangement or transactions at arm's length basis****(a) Name(s) of the related party and nature of relationship -**

(a) Name of the related party and nature of relationship	<ul style="list-style-type: none"> - Ramagundam Fertilisers and Chemicals Limited (RFCL) - Engineers India Ltd. (EIL) has a 26% equity stake in RFCL.
(b) Nature of Contracts/arrangement/transactions	<p>Transaction 1</p> <ul style="list-style-type: none"> - Engineering Procurement Construction Management (EPCM) Services to Ramagundam Fertilizers And Chemicals Limited (RFCL) <p>Transaction 2</p> <ul style="list-style-type: none"> - Rendering of services towards selection of Technology Licensor on cost reimbursable basis to RFCL.
(c) Duration of Contracts/arrangements/transactions	36 month
(d) Salient terms of contract or arrangement or transaction including the value, in any :	<p>Transaction 1</p> <ul style="list-style-type: none"> - EPCM services consisting of lumpsum price of ₹190 Crores and rate reimbursable portion at arm's length prices. <p>Transaction 2:</p> <ul style="list-style-type: none"> - Selection of technology licensor on cost reimbursable basis based on actual hours spent on the work. The executed value during 2015-16 was ₹ 4.25 Crores
(e) Date(s) of approval by the Board, if any :	Not applicable, since the contract was entered into in the ordinary course of business and on arm's length basis.
(f) Amount paid as advance, if any :	-



Report on Corporate Governance

1. Company's Philosophy on Corporate Governance

The Company firmly believes in and has consistently practiced good Corporate Governance. The Company's essential character is shaped by the values of transparency, professionalism and accountability. The Company is committed to attain the highest standard of Corporate Governance. The philosophy of the Company in relation to Corporate Governance is to ensure transparency in all its operations, make disclosures and enhance all stakeholders' value within the framework of laws and regulations.

2. Board of Directors

a) Composition of the Board of Directors

Engineers India Limited is a public sector undertaking and all the Directors are appointed by the Government of India. The Board has a mix of Executive and Non-Executive Directors. The Articles of Association of the Company stipulates that the number of Directors shall not be less than five and not more than twenty five. Presently, EIL is having 11 Directors on its Board viz. C&MD [holding additional charge of Director (Commercial)], 4 Executive Directors (Functional) and 6 Non-Executive Directors out of which two are Government Nominee Directors and four are Non-official Part-time Independent Directors. The Executive Directors (Functional) are reporting to the Chairman and Managing Director. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance for CPSEs stipulate that at least 50% of the Directors should be Independent Directors, where Chairman is Executive. Further as per these DPE Guidelines, at least one third of the Directors on the Board of a CPSE should be Non-official Directors. Since the Government of India appoints the Directors of the Company, the Company is constantly pursuing for appointment of requisite number of Non-official Independent Directors on the Board of the Company.

b) Number of Board Meetings

The Board of Directors met 6 times during the financial year 2015-16. The details of the Board Meetings are as under:

S. No.	Date of Meeting	Place	Board Strength	No. of Directors present
1.	May 27, 2015	New Delhi	10	10
2.	August 10, 2015	New Delhi	7	7
3.	November 4, 2015	New Delhi	6	6
4.	January 15, 2016	New Delhi	11	11
5.	February 10, 2016	New Delhi	11	9
6.	February 29, 2016	New Delhi	11	11

c) Attendance record of Directors at Board Meetings and Annual General Meeting and number of other Directorships/Committee Memberships/ Chairmanships.

Attendance of each Director at the Board Meetings and at the last Annual General Meeting held during the financial year 2015-2016 and number of other Directorships / Committee Memberships/ Chairmanships of each Director is given below:

Name of the Director	Attendance Particulars		Number of other Directorships / Committee Memberships / Chairmanships		
	Board Meetings	Last Annual General Meeting held on 25/08/2015	Other Directorships	Other Committee Memberships**	Other Committee Chairmanships**
A) Chairman and Managing Director (Executive)					
Shri Sanjay Gupta ^{*-1}	6	Yes	3	-	-
B) Executive Directors (Functional)					
I) Present Directors				-	
Shri Ram Singh	6	Yes	1	-	-
Ms. Veena Swarup	6	Yes	-	-	-
Shri Ajay N. Deshpande	6	Yes	1	-	-
Shri Ashwani Soni	6	Yes	-	-	-
II) Directors Retired					
Shri A.K. Purwaha ^{*-2}	1	-	-	-	-

Name of the Director	Attendance Particulars		Number of other Directorships / Committee Memberships / Chairmanships		
	Board Meetings	Last Annual General Meeting held on 25/08/2015	Other Directorships	Other Committee Memberships**	Other Committee Chairmanships**
C) Non-Executive Directors					
I) Present Directors					
Shri Sandeep Poundrik ^{*-3}	4	No	2	-	-
Ms. Sushma Taishete ^{*-4}	2	-	-	-	-
Dr. (Prof.) Mukesh Khare ^{*-5}	3	-	1	1	-
Mrs. Arusha Vasudev ^{*-5}	3	-	-	-	-
Shri V.K. Deshpande ^{*-5}	3	-	3	-	-
Shri Umesh Chandra Pandey ^{*-5}	3	-	3	-	1
II) Directors Retired #					
Shri Bijoy Chatterjee ^{*-6}	1	-	-	-	-
Dr. J.P. Gupta ^{*-6}	1	-	-	-	-
Dr. R.K. Shevgaonkar ^{*-6}	1	-	-	-	-
Dr. Archana S. Mathur ^{*-7}	2	No	-	-	-

including nomination withdrawn by the appointing authority.

Remarks:

- ^{*-1} Shri Sanjay Gupta, Director (Commercial) was appointed as Additional Director and Chairman & Managing Director w.e.f. 1.06.2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31018/2/2014-CA/FTS:30457 dated 8.05.2015. Shri Sanjay Gupta ceased to be Director (Commercial) consequent to his appointment as Chairman & Managing Director w.e.f. 1.06.2015. Shri Sanjay Gupta, Chairman & Managing Director was entrusted with the additional charge of the Post of Director (Commercial) for a period of 3 months w.e.f. 1.06.2015 to 31.08.2015 or till the appointment of regular incumbent to the post or until further orders whichever is the earliest vide Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31018/3/2015- CA/FTS:38389 dated 25.06.2015 which has further been extended twice and Shri Sanjay Gupta continues to hold the same. Regarding meetings attended by C&MD, out of 6 meetings, one meeting was attended by him as Director (Commercial).
- ^{*-2} Shri A.K. Purwaha, Chairman & Managing Director ceased to be the Chairman & Managing Director of the Company w.e.f. 1.06.2015 due to his retirement on attaining the age of superannuation on 31.05.2015.
- ^{*-3} Shri Sandeep Poundrik was appointed as Director (Government Nominee) w.e.f. 14.07.2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31033/1/2012-CA/FTS:18688 dated 14.07.2015.
- ^{*-4} Ms. Sushma Taishete was appointed as Director (Government Nominee) w.e.f. 2.01.2016 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31033/1/2012-CA/FTS:18688 dated 2.01.2016.
- ^{*-5} Shri Umesh Chandra Pandey, Shri Vikas Khushalrao Deshpande and Dr. (Prof.) Mukesh Khare were appointed as Additional Directors (Non-official Part-time Independent) w.e.f. 20.11.2015 and Mrs. Arusha Vasudev was appointed as Additional Director (Non-official Part-time Independent) w.e.f. 15.12.2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31034/12/2015-CA/FTS:39810 dated 20.11.2015.
- ^{*-6} Shri Bijoy Chatterjee, Dr. R. K. Shevgaonkar and Dr. J.P. Gupta, Non-official Part-time Independent Directors ceased to be Directors of the Company w.e.f. 4.07.2015.
- ^{*-7} Dr. Archana S. Mathur, Director (Government Nominee) ceased to be Director of the Company w.e.f. 28.10.2015.
- ^{**} None of Directors on the Board is a member of more than 10 committees or chairman of more than 5 committees across all the companies in which he is a Director. Membership/ Chairmanship in committee is reckoned pertaining to Audit Committee and Stakeholders Relationship Committee and based on disclosures received from Directors.

Notes:

- None of the Independent Directors are holding Directorships in more than seven listed companies.
- None of the Functional Directors are acting as Independent Director in any listed company.
- The company has not issued any convertible instruments.



d) Board Procedure

The meetings of the Board of Directors are generally held at the Company's Registered Office in New Delhi. The meetings are generally scheduled well in advance. In case of exigencies or urgency, resolutions are passed by circulation. The Board meets at least once a quarter to review the quarterly performance and the financial results. The time gap between two meetings was not more than three months. The agenda for the meetings is prepared by the concerned officials, sponsored by the concerned Functional Directors and approved by C&MD. The Board papers are circulated to the Directors in advance. The members of the Board have access to all information and are free to recommend inclusion of any matter in the agenda for discussion. Senior executives are invited to attend the Board meetings and provide clarification as and when required. Action Taken Reports are put up to the Board periodically. To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to Committees of the Board set up for the purpose.

e) Code of Business Conduct and Ethics for Board Members and Senior Management

The Board of Directors has laid down the Code of Business Conduct and Ethics for all Board Members and Senior Management of the Company. The same has also been posted on the Website of the Company.

Declaration as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, DPE Guidelines on Corporate Governance for CPSEs and Companies Act, 2013.

All the Members of the Board and Senior Management Personnel have affirmed compliance of the Code of Business Conduct and Ethics for the financial year ended on March 31, 2016.

Place: New Delhi
Date: May 25, 2016

(Sanjay Gupta)
Chairman & Managing Director
and Addl. Charge-Director (Commercial)

f) Performance Evaluation

EIL is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India. Therefore, the company has not laid down any criteria for performance evaluation of the Independent Directors and the Board.

g) Separate Meetings of Independent Directors

A separate Meeting of the Independent Directors was held on 29.02.2016 as per the Guidelines issued by DPE on Role & Responsibilities of Non-Official Part-time Independent Directors of CPSEs and in compliance to the other statutory provisions in this regard. All the Independent Directors attended the separate Meeting. This Meeting assessed the quality, quantity and timeliness of flow of information necessary for the Board to effectively and reasonably perform their duties.

h) Familiarisation programme for Board Members

The Company has a well defined Training Policy for training of Board Members which inter-alia include the various familiarisation programmes in respect of their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. Further, the same is also taken care during the various Strategy Meets of the Company and different presentations on the statutory Laws in the Board/Committee meetings. The details of such familiarisation programmes/ Training Policy have also been posted on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.

i) Compliance Reports

To the best of the knowledge and belief, the Company is complying with all applicable laws as on date except the composition of Board of Directors and some of the committees with regard to Non-Executive and Non-official Independent Directors and the Performance Evaluation of the Directors. The Board has reviewed Compliance Report of all Laws applicable to the Company and the steps taken by the Company to rectify instances of non-compliances.

3. Audit Committee

The existing scope of the Audit Committee was revised and approved in line with the Statutory provisions during the year. Presently, the Audit Committee comprises of four Non-official Part-time Independent Directors viz. Shri Umesh Chandra Pandey as the Chairman, Dr. (Prof.) Mukesh Khare, Shri V.K. Deshpande and Mrs. Arusha Vasudev as the members. The Audit Committee was reconstituted during the year due to the following:-

- Shri Bijoy Chatterjee ceased to be member & chairman w.e.f. 4.07.2015
- Dr. R.K. Shevgaonkar and Dr. J.P. Gupta ceased to be members w.e.f. 4.07.2015
- Dr. Archana S. Mathur was inducted as member & chairperson w.e.f. 4.07.2015
- Director (HR) and Director (Technical) were inducted as members w.e.f. 4.07.2015

- Shri Sandeep Poundrik was inducted as member and chairman w.e.f. 11.08.2015 in place of Dr. Archana S. Mathur
- Shri Umesh Chandra Pandey was inducted as member and chairman w.e.f. 15.01.2016 in place of Shri Sandeep Poundrik
- Director (HR), Director (Technical) and Director (Projects) ceased to be members w.e.f. 15.01.2016.
- Dr. (Prof.) Mukesh Khare, Shri V.K. Deshpande and Mrs. Arusha Vasudev were inducted as members w.e.f. 15.01.2016.

The details of meetings held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of the Meeting	Name of the Members	Category	Attendance
1.	8.05.2015	Shri Bijoy Chatterjee	Non-Executive (Independent)-Chairman	Present
		Dr. R.K. Shevgaonkar	Non-Executive (Independent)	Not Present
		Dr. J.P.Gupta	Non-Executive (Independent)	Present
		Shri Ashwani Soni	Director (Projects)	Present
2.	27.05.2015	Shri Bijoy Chatterjee	Non-Executive (Independent)-Chairman	Present
		Dr. R.K. Shevgaonkar	Non-Executive (Independent)	Present
		Dr. J.P.Gupta	Non-Executive (Independent)	Present
		Shri Ashwani Soni	Director (Projects)	Present
3.	10.08.2015	Dr. Archana S. Mathur	Non-Executive (Government Nominee)-Chairperson	Present
		Ms. Veena Swarup	Director (HR)	Present
		Shri Ajay N. Deshpande	Director (Technical)	Present
		Shri Ashwani Soni	Director (Projects)	Present
4.	4.11.2015	Shri Sandeep Poundrik	Non-Executive (Government Nominee)-Chairman	Present
		Ms. Veena Swarup	Director (HR)	Present
		Shri Ajay N. Deshpande	Director (Technical)	Present
		Shri Ashwani Soni	Director (Projects)	Present
5.	10.02.2016	Shri Umesh Chandra Pandey	Non-Executive (Independent)-Chairman	Present
		Dr. (Prof.) Mukesh Khare	Non-Executive (Independent)	Present
		Shri V.K. Deshpande	Non-Executive (Independent)	Present
		Mrs. Arusha Vasudev	Non-Executive (Independent)	Present

The Audit Committee invites Senior Executives & External Auditors whenever it considers appropriate to be present in the meetings. The Head of Internal Audit Department and Director-in-Charge of Finance operations attend the meetings of the Audit Committee as invitees.

Role/Scope of Audit Committee includes:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation to the Board, the fixation of Audit fees payable to Statutory Auditors appointed by C&AG;
3. Recommendation to the Board, the appointment of Cost Auditors of the Company and fixation of their cost Audit Fees;
4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
5. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
 - h. modified opinion(s) in the draft audit report



6. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
7. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
8. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
9. Approval or any subsequent modification of transactions of the company with related parties;
10. Scrutiny of inter-corporate loans and investments;
11. Valuation of undertakings or assets of the company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
14. Reviewing the adequacy of internal audit function including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
15. Discussion with internal auditors and/or auditors of any significant findings and follow up there on;
16. Reviewing the findings of any internal investigations by the internal auditors/auditors/agencies into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
19. To review the functioning of the Whistle Blower mechanism;
20. To review the follow-up action on the audit observations of C&AG Audit;
21. To review the follow-up action taken on the recommendation of Committee on Public Undertakings (COPU) of the Parliament;
22. Provide an open avenue of communication between the Independent auditor, internal auditor and the Board of Directors;
23. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources;
24. Consider and review the following with the independent auditor and the management:
 - The adequacy of internal controls including computerized information system controls and security, and
 - Related findings and recommendations of the Independent auditor and internal auditor, together with the management responses.
25. The Audit Committee shall mandatorily review the following information:
 - a) Management discussion and analysis of financial condition and results of operations;
 - b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by Management;
 - c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - d) Internal audit reports relating to internal control weaknesses; and
 - e) The appointment, removal and terms of remuneration of the Chief internal auditor.
 - f) Certification/Declaration of Financial Statements by the Chief Executive/Chief Financial Officer.
 - g) Statement of deviations:
 - (i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
26. Review all Related Party Transactions in the Company. For this purpose, the Audit Committee may designate a member who shall be responsible for reviewing related party transactions;
27. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;

28. The Audit Committee shall have additional functions/features as prescribed under Companies Act 2013, Listing Regulations, DPE Guidelines as amended from time to time.

Explanation (i): The term “related party transactions” shall have the same meaning as provided in the Listing Regulations, DPE Guidelines and Companies Act 2013 read with related rules issued thereon including any statutory modifications and amendments as may be issued from time to time.

4. Subsidiary Companies

The Company is having one wholly owned subsidiary viz. Certification Engineers International Limited (CEIL). This subsidiary company does not fall under the category of “material non-listed subsidiary company” within the meaning of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance. The Audit Committee of EIL has reviewed the financial statements and performance, in particular, the investments made by CEIL. The Minutes of the Board Meetings of CEIL have also been placed before the Board Meetings of EIL. The Board of Directors of the Company periodically review the details of all significant transactions and arrangements entered into by CEIL, being un-listed subsidiary Company. The other wholly-owned subsidiary viz. EIL Asia Pacific Sdn. Bhd. Malaysia (EILAP) has been wound up during the financial year 2015-16. In accordance with the provisions of the Listing Regulations, the company has formulated a policy for determining Material Subsidiaries and the same has also been posted on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.

5. Related Party Transactions

The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions and the same has been revised from time to time during the year. The same has been posted on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>. The Company gives the disclosure regarding the details of all the material transactions with related parties on quarterly basis along with the compliance report on Corporate Governance. Further, suitable disclosure as required by the Accounting Standard (AS18) has been made in the notes to the Financial Statements.

6. Nomination and Remuneration Committee/Remuneration of Directors

There is no pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company. The Part-time official Directors nominated on the Board do not draw any remuneration from the Company for their role as Director. The sitting fees fixed for Non-official Part-time Independent Directors of the Company is ₹15,000/- per meeting of the Board and Committees thereof attended by them as fixed by the Board of Directors in their 301st Meeting held on 25.10.2013. The Non-Executive Directors are not holding any shares in the Company. The Functional Directors including the Chairman and Managing Director are appointed by the Government of India and are being paid remuneration as per the terms of their appointment. The Company has a Nomination and Remuneration Committee which has been formed by the Board of Directors in its meeting held on 19.12.2008 as per DPE OM dated 26th November, 2008 regarding pay revision of CPSE executives.

The scope of the Nomination and Remuneration Committee is as under:-

“Finalizing the salary, structure, applicable perks & allowances and deciding the annual bonus pool/variable pay & policy for its distribution across the executives and non-unionised supervisors within prescribed limits. May also decide issues like ESOP schemes, performance incentive schemes, superannuation benefits and any other fringe benefits. Also extends to the review of Non-Executive Directors’ fees.”

Presently, the Nomination and Remuneration Committee comprises of four Non-executive Directors (out of which 3 are independent) viz. Shri V.K. Deshpande as Chairman, Shri Umesh Chandra Pandey, Mrs. Arusha Vasudev and Ms. Sushma Taishete as the members of the committee. Director (HR) is the convener of this committee. The Nomination and Remuneration Committee was reconstituted during the year due to the following:-

- Dr. J.P. Gupta ceased to be member & chairman w.e.f. 4.07.2015
- Shri Bijoy Chatterjee and Dr. R.K. Shevgaonkar ceased to be members w.e.f. 4.07.2015
- Dr. Archana S. Mathur was inducted as member & chairperson w.e.f. 4.07.2015
- Director (Projects) was inducted as member w.e.f. 4.07.2015
- Shri Sandeep Poundrik was inducted as member and chairman w.e.f. 28.10.2015 in place of Dr. Archana S. Mathur
- Shri V.K. Deshpande was inducted as member and chairman w.e.f. 15.01.2016 in place of Shri Sandeep Poundrik
- Director (Projects) ceased to be member w.e.f. 15.01.2016
- Shri Umesh Chandra Pandey and Mrs. Arusha Vasudev were inducted as members w.e.f. 15.01.2016
- Ms. Sushma Taishete was inducted as member w.e.f. 25.5.2016 in place of Director (HR).

The details of meeting held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of the Meeting	Name of the Members	Category	Attendance
1.	27.05.2015	Dr. J.P. Gupta Shri Bijoy Chatterjee Dr. R.K. Shevgaonkar Ms. Veena Swarup	Non-Executive(Independent)-Chairman Non-Executive (Independent) Non-Executive (Independent) Director (HR)	Present Present Present Present



The details of remuneration paid to the Functional Directors during the financial year ended March 31, 2016 are as under:

(Amount in ₹)

Sl. No.	Name of Director	Gross Salary	Other Benefits	Performance Related Pay/ Productivity Linked Reward	Stock Options during the year 2015-16	Total
1	Shri A.K. Purwaha	1550448	95063	147312	Nil	1792823
2	Shri Sanjay Gupta	2566997	1408705	96695	Nil	4072397
3	Shri Ram Singh	2720584	739147	102669	Nil	3562400
4	Ms. Veena Swarup	3172200	538998	92751	Nil	3803949
6	Shri Ajay N Deshpande	2731152	508839	91353	Nil	3331344
7	Shri Ashwani Soni	2774237	616997	55189	Nil	3446423
	Total	15515618	3907749	585969	Nil	20009336

Details of payments towards sitting fees to Independent Directors during the financial year 2015-16 are given below:-

(Amount in ₹)

Name of Non-official Part-time Independent Director	Sitting Fees*		Total
	Board Meeting	Committee Meeting	
Shri Bijoy Chatterjee	15000	60000	75000
Dr. J.P. Gupta	15000	60000	75000
Dr. R.K. Shevgaonkar	15000	30000	45000
Dr. (Prof.) Mukesh Khare	45000	60000	105000
Mrs. Arusha Vasudev	45000	45000	90000
Shri V.K. Deshpande	45000	60000	105000
Shri Umesh Chandra Pandey	45000	30000	75000
Total	225000	345000	570000

*Gross Fees excluding taxes as per applicable Tax Laws and Rules.

7. Accounting Treatment

The Financial statements have been prepared as per generally accepted accounting principles and in accordance with the prescribed Accounting Standards.

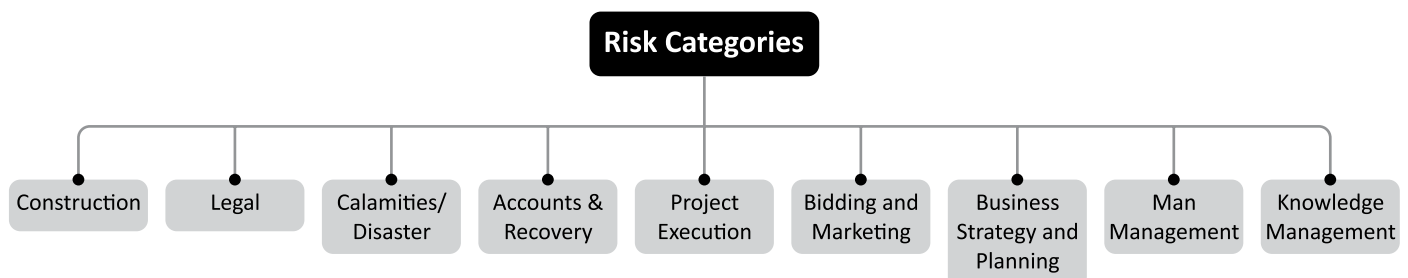
8. Risk Management

Your company's Risk Management policy with a robust supporting risk management structure & frame work facilitates identification and assessment of new risks and review of already identified risks. The process is based on identified risks and the risk events or factors which require regular assessment and quick response. Based on the probability & impact of the risk, the requisite controls and mitigation action plans have been designed and implemented for risk treatment.

As an early warning mechanism, Key Risk Indicators (KRI's) have been identified to measure the adequacy, effectiveness and efficiency of these, controls and action plans for prioritised risks.

The objective of risk management in the Company is to act as an enabler in maintaining its knowledge edge, sustaining and expanding the business, being competitive and ensuring execution of projects within budgeted cost, time and quality, resulting in improved turnover and profitability.

To cover all the elements of risks at enterprise level, Risks have been divided into nine categories as shown in the following diagram:



Risk compliance verifications are conducted regularly to test the compliance of controls & mitigation action plans and the summary is reported to the Risk Management Committee (RMC). The risk identification & assessment processes and risk audit process are being handled through “Enterprise Risk Management System (ERMS)” software.

Project Management being one of the most important deliverable of your company, Project Risk Management has been implemented for high value and important projects as per the criteria approved by the RMC. The risks severities are categorized in critical, major, cautionary and minor based on Risk Score (probability multiplied by overall impact). A risk report, issued monthly, along with mitigation action plans is circulated to all concerned regularly for action.

The status of Enterprise Risk Management (ERM) & Project Risk Management (PRM) Systems is presented to the Risk Management Committee of the Board, the Audit Committee and the Board of Directors. The reporting structure meets regulatory requirements.

Your company issues a bi-monthly digital news letter titled “Risk Screen”. The “Risk Screen” is emailed to all employees of your company. This spreads awareness about various risk management activities/achievement, new topics/practices/ updates on ERM or PRM and to create enthusiasm in them to proactively control risks in their work processes & areas.

Your company is committed to further strengthen its risk management capabilities in order to protect interests and enhance shareholder value.

Risk Management Committee

A Board level Risk Management was formed during the year and the major functions of this committee are – to review & monitoring of Risk Management Policy, Risk Management Plan and Risk Management Process from time to time, approve and inform the Board about risk identification, assessment, control and mitigation procedures, review of project risk management plans, review reports periodically on Risk Management compliance verification and status of implementation, guide Corporate Risk Assurance Group (CRA) in integration of enterprise Risk Management (ERM) with other business planning, business strategy, management activities and operational objectives.

Presently, the Risk Management Committee comprises of five Directors (out of which 2 are independent) viz. Shri Umesh Chandra Pandey as Chairman, Shri V.K. Deshpande, Director (Finance), Director (Technical) and Director (Projects) as the members of the committee. Director (Finance) is also the convener of this committee. The Risk Management Committee was reconstituted during the year due to the following:-

- Dr. R.K. Shevgaonkar ceased to be chairman w.e.f. 4.07.2015
- Shri Bijoy Chatterjee ceased to be member w.e.f. 4.07.2015
- Director (Finance), the existing member was appointed as chairman w.e.f. 4.07.2015
- Shri Sandeep Poundrik was inducted as member and chairman w.e.f. 11.08.2015 in place of Shri Ram Singh who continued to be member.
- Shri Sandeep Poundrik ceased to be member and chairman w.e.f. 28.10.2015.
- Director (Finance), the existing member was appointed as chairman w.e.f. 28.10.2015
- Shri Umesh Chandra Pandey was inducted as member and chairman w.e.f. 15.01.2016 in place of Shri Ram Singh who continued to be member
- Shri V.K. Deshpande was inducted as member w.e.f. 15.01.2016

The details of meetings held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of the Meeting	Name of the Members	Category	Attendance
1.	5.08.2015	Shri Ram Singh Shri Ajay N. Deshpande Shri Ashwani Soni	Director (Finance)-Chairman Director (Technical) Director (Projects)	Present Present Present
2.	18.12.2015	Shri Ram Singh Shri Ajay N. Deshpande Shri Ashwani Soni	Director (Finance)-Chairman Director (Technical) Director (Projects)	Present Present Present
3.	30.12.2015	Shri Ram Singh Shri Ajay N. Deshpande Shri Ashwani Soni	Director (Finance)-Chairman Director (Technical) Director (Projects)	Present Present Not Present
4.	10.02.2016	Shri Umesh Chandra Pandey Shri V.K. Deshpande Shri Ram Singh Shri Ajay N. Deshpande Shri Ashwani Soni	Non-Executive (Independent)-Chairman Non-Executive (Independent) Director (Finance) Director (Technical) Director (Projects)	Present Present Present Present Present



9. Proceeds from Public Issues, Rights Issues and Preferential Issues

The Company has not raised any money through Public Issue, Right Issues or any Preferential Issues during the financial year 2015-16. However, the Shareholding of Government of India was reduced from 69.37 % of the paid up equity share capital of the Company to 59.37% of the paid up equity share capital of the Company comprising of 200025251 equity shares of ₹ 5/- each due to disinvestment by the Government of India and off market CPSE ETF Transaction under regulation 13(4A) of the SEBI Insider Trading Regulations. The President of India acting through the Ministry of Petroleum and Natural Gas sold 33693660 equity shares of the company (10% of the paid up share capital of the Company) out of their shareholding by "Offer for Sale (OFS)" through Stock Exchange Mechanism on 29th January, 2016 and also sold 8388 equity shares of the Company out of their shareholding by off Market Transaction for CPSE ETF on 10th April, 2015 .

10. Shareholders

- A) The brief resume of the Directors seeking appointment/reappointment together with the nature of their expertise in specific functional areas, disclosure of relationships between Directors inter-se, names of companies in which they hold Directorships and the membership/chairmanship of Committees of the Board along with their shareholding in the Company etc. as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, DPE Guidelines on Corporate Governance and other statutory provisions is annexed to the Notice calling the Annual General Meeting.
- B) None of the Directors/KMPs of the Company are inter-se related as on 31st March, 2016.
- C) None of the Non-Executive Directors hold any equity shares in the Company as on 31st March, 2016.
- D) **Means of Communication**

Quarterly, Half Yearly Results and Yearly Results	Published in Economic Times (all editions), Financial Express (all editions) & Hindu Business Line (all editions) in English, Economic Times (Delhi), Navbharat Times (Delhi) in Hindi and Economic Times (Ahmedabad & Mumbai) in Gujarati.
Displayed on Website	www.engineersindia.com and simultaneously posted on the NSE Electronic Application Processing System namely www.connect2nse.com/LISTING/ and BSE Listing Centre
Whether it displays official news, releases and presentations made to media, analyst, institutional investors, etc.	Yes
Exclusive email id for redressal of investors' complaints	company.secretary@eil.co.in
Exclusive email id for registering/updating e-mail ids in terms of MCA circular issued regarding Green Initiative in Corporate Governance and provisions of Companies Act, 2013 read with Rules.	eil.annualreport@eil.co.in

As a part of Green initiative in Corporate Governance, the Company has sent the Annual Reports for the financial year 2014-15 and other communications like NECS/ECS credit information for final and interim dividend to large number of shareholders for the financial years 2014-15 & 2015-16 respectively through e-mail ids of the shareholders registered with NSDL/ CDSL/Company/RTA.

E) Stakeholders Relationship Committee of the Board

The Company is having a Stakeholders Relationship Committee. Presently, the Stakeholders Relationship Committee comprises of three Non-official Part-time Independent Directors viz. Dr. (Prof.) Mukesh Khare as Chairman, Shri V.K. Deshpande and Mrs. Arusha Vasudev as the members of the Committee. The committee was reconstituted during the year due to the following:-

- Shri Bijoy Chatterjee ceased to be member and chairman w.e.f. 4.07.2015
- Director (Finance), the existing member was appointed as chairman w.e.f. 4.07.2015
- Director (Technical) was inducted as member w.e.f. 4.07.2015
- Director (Finance) ceased to be member and chairman w.e.f. 15.01.2016
- Director (HR) and Director (Technical) ceased to be members w.e.f. 15.01.2016
- Dr. (Prof.) Mukesh Khare was inducted as member and chairman w.e.f. 15.01.2016
- Shri V.K. Deshpande and Mrs. Arusha Vasudev were inducted as members w.e.f. 15.01.2016

The Committee met 4 times during the year on 27.05.2015, 10.08.2015, 4.11.2015 and 10.02.2016 and all the members were present in each meeting.

F) Share Transfer Committee of the Board

The Company has a Share Transfer Committee in place. Presently, the Share Transfer Committee comprises of three Directors viz. Shri Ram Singh, Director (Finance) as Chairman, Shri Ajay N. Deshpande, Director (Technical) and Shri Ashwani Soni, Director (Projects) as the members of the Committee. M/s Karvy Computershare Pvt. Limited has been appointed as Registrar and Share Transfer Agent to register share transfers, coordinate with the Depositories and to look after the redressal of shareholders' and investors' complaints.

The complaints received from investors relating to transfer of shares, non-receipt of balance - sheets, dividends etc. and also the complaints received through SEBI, Ministry of Corporate Affairs and the Stock Exchanges are being attended by the Transfer Agent on priority basis. The Company Secretary is nominated as the Compliance Officer. The activities of the Registrar & Share Transfer Agent are being audited independently by a practicing Company Secretary. The Share Transfer Committee met 52 times during the financial year 2015-16 on 6.04.2015, 13.04.2015, 20.04.2015, 27.04.2015, 4.05.2015, 11.05.2015, 18.05.2015, 25.05.2015, 1.06.2015, 8.06.2015, 15.06.2015, 22.06.2015, 29.06.2015, 6.07.2015, 13.07.2015, 20.07.2015, 27.07.2015, 3.08.2015, 10.08.2015, 17.08.2015, 24.08.2015, 31.08.2015, 7.09.2015, 14.09.2015, 21.09.2015, 28.09.2015, 5.10.2015, 12.10.2015, 19.10.2015, 26.10.2015, 2.11.2015, 9.11.2015, 16.11.2015, 23.11.2015, 30.11.2015, 7.12.2015, 14.12.2015, 21.12.2015, 28.12.2015, 4.01.2016, 11.01.2016, 18.01.2016, 25.01.2016, 1.02.2016, 8.02.2016, 15.02.2016, 22.02.2016, 29.02.2016, 8.03.2016, 14.03.2016, 21.03.2016, 28.03.2016 and all the members were present in each meeting.

G) HR Committee of the Board

The HR Committee has been constituted to deal with some specific HR issues including revision in HR Policies and Rules. Presently, the HR Committee comprises of seven Directors viz. all Functional Directors including C&MD of EIL, Ms. Sushma Taishete, Director (Government Nominee) and Shri Umesh Chandra Pandey, Non-official Part-time Independent Director as the members of the Committee. Shri Sanjay Gupta, C&MD is acting as Chairman of the committee. The committee was reconstituted during the year due to the following:-

- Shri Sanjay Gupta was appointed as chairman of the committee w.e.f. 1.06.2015 in place of Shri A.K. Purwaha.
- Dr. J.P. Gupta and Dr. R.K. Shevgaonkar ceased to be members w.e.f. 4.07.2015
- Dr. Archana S. Mathur was inducted as member w.e.f. 4.07.2015
- Shri Sandeep Poundrik was inducted as member w.e.f. 28.10.2015 and Dr. Archana S. Mathur ceased to be member w.e.f. 28.10.2015
- Shri Sandeep Poundrik ceased to be member w.e.f. 15.01.2016
- Ms. Sushma Taishete and Shri Umesh Chandra Pandey were inducted as members w.e.f. 15.01.2016

The details of meetings held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of the Meeting	Name of the Members	Category	Attendance
1.	10.08.2015	Shri Sanjay Gupta Dr. Archana S. Mathur Shri Ram Singh Ms. Veena Swarup Shri Ajay N. Deshpande Shri Ashwani Soni	Chairman & Managing Director-Chairman Non-Executive (Government Nominee) Director (Finance) Director (HR) Director (Technical) Director (Projects)	Present Present Present Present Present Present
2.	27.10.2015	Shri Sanjay Gupta Dr. Archana S. Mathur Shri Ram Singh Ms. Veena Swarup Shri Ajay N. Deshpande Shri Ashwani Soni	Chairman & Managing Director-Chairman Non-Executive (Government Nominee) Director (Finance) Director (HR) Director (Technical) Director (Projects)	Present Present Present Present Present Present
3.	15.01.2016	Shri Sanjay Gupta Shri Sandeep Poundrik Shri Ram Singh Ms. Veena Swarup Shri Ajay N. Deshpande Shri Ashwani Soni	Chairman & Managing Director-Chairman Non-Executive (Government Nominee) Director (Finance) Director (HR) Director (Technical) Director (Projects)	Present Present Present Present Present Present

H) CSR Committee of the Board

The CSR Committee has been constituted to approve all CSR Projects, to allocate funds for such projects, to review & monitor the progress of execution of the projects and to carry out any other associated activity which the committee may consider appropriate. Presently, the CSR Committee comprises of five Directors viz. Shri Sanjay Gupta, C&MD as Chairman, Ms. Sushma Taishete, Dr. (Prof.) Mukesh Khare, Shri V.K. Deshpande and Ms. Veena Swarup, Director (HR) as members of the committee. Director (HR) is also the convener of this committee. The Committee was reconstituted during the year due to the following:-

- Shri Sanjay Gupta was appointed as chairman of the committee w.e.f. 1.06.2015 in place of Shri A.K. Purwaha.
- Dr. J.P. Gupta and Dr. R.K. Shevgaonkar ceased to be members w.e.f. 4.07.2015
- Director (Technical) was inducted as member w.e.f. 4.07.2015
- Shri Sandeep Poundrik was inducted as member w.e.f. 28.10.2015 and Dr. Archana S. Mathur ceased to be member w.e.f. 28.10.2015



- Ms. Sushma Taishete was inducted as member w.e.f. 15.01.2016 and Shri Sandeep Poundrik ceased to be member w.e.f. 15.01.2016
- Director (Technical) ceased to be member w.e.f. 15.01.2016
- Dr. (Prof.) Mukesh Khare and Shri V.K. Deshpande were inducted as members w.e.f. 15.01.2016

The details of meetings held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of the Meeting	Name of the Members	Category	Attendance
1.	18.06.2015	Shri Sanjay Gupta Dr. Archana S. Mathur Dr. J.P. Gupta Dr. R.K. Shevgaonkar Ms. Veena Swarup	Chairman & Managing Director-Chairman Non-Executive (Government Nominee) Non-Executive (Independent) Non-Executive (Independent) Director (HR)	Present Not Present Present Not Present Present
2.	28.03.2016	Shri Sanjay Gupta Ms. Sushma Taishete Dr. (Prof.) Mukesh Khare Shri V.K. Deshpande Ms. Veena Swarup	Chairman & Managing Director-Chairman Non-Executive (Government Nominee) Non-Executive (Independent) Non-Executive (Independent) Director (HR)	Present Present Present Present Present

I) SD Committee of the Board

The Sustainable Development Committee has been constituted to approve the Sustainable Development Plan, to oversee the Sustainable Development Performance and to develop, review and implement monitoring mechanism for meeting Sustainable Development Performance/Progress. Presently, the Sustainable Development Committee comprises of five Directors viz. Mrs. Arusha Vasudev as Chairperson, Dr. (Prof.) Mukesh Khare, Shri Ram Singh, Director (Finance), Ms. Veena Swarup, Director (HR) and Shri Ajay N. Deshpande, Director (Technical) as the members of the committee. Director (Technical) is also the convener of this committee. The committee met once during the year on 9.02.2016 and all the members were present in the meeting. The Committee was reconstituted during the year due to the following:

- Dr. R.K. Shevgaonkar ceased to be chairman w.e.f. 4.07.2015 and Dr. Archana S. Mathur was inducted as member and chairperson w.e.f. 4.07.2015
- Shri Bijoy Chatterjee ceased to be member w.e.f. 4.07.2015
- Dr. Archana S. Mathur ceased to be member and chairperson w.e.f. 28.10.2015 and C&MD, EIL was inducted as member and chairman w.e.f. 28.10.2015
- C&MD, EIL ceased to be member and chairman w.e.f. 15.01.2016 and Mrs. Arusha Vasudev was inducted as member and chairperson w.e.f. 15.01.2016
- Dr. (Prof.) Mukesh Khare was inducted as member w.e.f. 15.01.2016

J) Committee of Functional Directors

The Board of Directors has constituted the Committee of Functional Directors of the Company to deliberate and decide on the matters as per defined scope of the committee. The committee consists of all Functional Directors and C&MD is the Chairman of the Committee. The committee met 33 times during the financial year 2015-16 on 1.04.2015, 13.04.2015, 20.04.2015, 8.05.2015, 8.06.2015, 22.06.2015, 23.06.2015, 26.06.2015, 6.07.2015, 20.07.2015, 24.07.2015, 30.07.2015, 3.08.2015, 17.08.2015, 15.09.2015, 23.09.2015, 12.10.2015 (twice), 21.10.2015, 28.10.2015, 30.10.2015, 3.11.2015 (twice), 20.11.2015, 4.01.2016, 12.01.2016, 18.01.2016, 29.01.2016, 1.02.2016, 22.02.2016, 7.03.2016, 28.03.2016 and 31.03.2016. The details regarding number of meetings attended by each Director are given below:-

Sl. No.	Name of the Members	Category	Number of Meetings attended
1.	Shri A.K. Purwaha	Chairman & Managing Director*	3
2.	Shri Sanjay Gupta	Chairman & Managing Director*	32
3.	Shri Ram Singh	Director (Finance)	33
4.	Ms. Veena Swarup	Director (HR)	28
5.	Shri Ajay N. Deshpande	Director (Technical)	33
6.	Shri Ashwani Soni	Director (Projects)	29

* Shri A.K. Purwaha, Chairman & Managing Director ceased to be the Chairman & Managing Director of the Company w.e.f. 1.06.2015 due to his retirement on attaining the age of superannuation on 31.05.2015. Shri Sanjay Gupta, Director (Commercial) was appointed as Additional Director and Chairman & Managing Director w.e.f. 1.06.2015 in terms of Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31018/2/2014-CA/FTS:30457 dated 8.05.2015. Shri Sanjay Gupta ceased to be Director (Commercial) consequent to his appointment as Chairman & Managing Director w.e.f. 1.06.2015. Shri Sanjay Gupta, Chairman & Managing Director was entrusted with the additional charge of the Post of Director (Commercial) for a period of 3 months w.e.f. 1.06.2015 to 31.08.2015 or till the appointment of regular incumbent to the post or until further orders whichever is the earliest vide Ministry of Petroleum & Natural Gas, Government of India, letter no. C-31018/3/2015- CA/FTS:38389 dated 25.06.2015 which has further been extended twice and Shri Sanjay Gupta continues to hold the same.

K) Compliance Officer

Shri Rajan Kapur, Company Secretary is the Compliance officer. The Company Secretary also acts as the Secretary to the various empowered committees of the Board.

L) Status of Investor Complaints

Complaints pending on 01.04.2015	NIL
Complaints received during the financial year 2015-16	159
Complaints disposed off during the financial year 2015-16	159
Complaints pending as on 31.03.2016	NIL

As on 31st March, 2016, no transfer request was pending.

11. General Body Meetings

i) Annual General Meeting (AGM)

The Annual General Meetings of the Company are held at New Delhi where the registered office of the Company is situated. The details of such meetings held during the last three years are as under:

AGM	Year	Venue	Date	Time
48 th	2013-2014	Manekshaw Centre, Parade Road, Delhi Cantt., New Delhi – 110 010	23.08.2013	10.30 AM
49 th	2014-2015	Manekshaw Centre, Parade Road, Delhi Cantt., New Delhi – 110 010	28.08.2014	10.30 AM
50 th	2015-2016	Manekshaw Centre, Parade Road, Delhi Cantt., New Delhi – 110 010	25.08.2015	10.30 AM

ii) Details of Special Resolutions passed at last three AGMs

AGM	Details of Special Resolutions Passed
48 th	Nil
49 th	Nil
50 th	Approval of Material Related Party Transactions of EIL with M/s Ramagundam Fertilizers and Chemicals Limited (RFCL).

No special resolutions were put through postal ballot during the last year. No special resolution is proposed to be passed through postal ballot at the ensuing Annual General Meeting.

iii) No Extra-ordinary General Meeting of the members was held during the financial year 2015-16.

12. CEO/CFO Certification

The Chairman & Managing Director (CEO) and Director (Finance) (CFO) have given the certificate to the Board as well as disclosed the required information to the Statutory Auditors and the Audit Committee in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance for CPSEs. The said certificate is annexed and forms part of the Annual Report.

13. Disclosures

- Details of transactions between the Company and its subsidiaries, associates, key managerial personnel during the year 2015-2016 are given in Point no. 2.37 of the Notes to the Annual Accounts for the year ended 31st March, 2016. These transactions do not have any potential conflict with the interests of the Company at large.
- There were no penalties or strictures imposed on the Company by any statutory authorities for non compliance on any matter related to capital markets, during the last three years.
- The Company has established a Vigil Mechanism/Whistle Blower Policy and no personnel have been denied access to the Audit Committee. The details of the same have also been posted on the website of the company.
- The Company has complied with all mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance for CPSEs save and except the composition of Board of Directors and some of its committees with regard to Non-Executive and Non-official Independent Directors and the Performance Evaluation of the Directors. The Company has already taken up the matter with the MoP&NG, Government of India for the appointment of sufficient number of Non-Executive and Non-official Independent Directors on the Board of the Company. Further, the Company is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India. Therefore, the company has not laid down any criteria for performance evaluation of the independent Directors and the Board.
- During the last three years, one Presidential Directive was received by the Company on the Lokpal and Lokayuktas Act, 2013 in respect of submission of declaration of Assets and Liabilities by Public servants each year and the same was complied with.
- Director(s) are nominated on training programmes and they have also attended various seminars/conferences from time to time.



- vii) No Expenditures were debited in the Books of Accounts during the financial year 2015-16 which are not for the purposes of the Business.
- viii) No expenses had been incurred which were personal in nature and incurred for the Board of Directors and the top Management.
- ix) The administrative and office expenses are 6.77% of the total expenses in the Financial year 2015-16 as against 5.35% during the Financial year 2014-15.
- x) It is always Company's endeavour to present unqualified financial statements.
- xi) Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a Code of Practice and Procedure for Fair Disclosure of Un-published Price Sensitive Information and Code of Conduct to Regulate, Monitor and Report Trading by its Employees and other Connected Persons. The details of the same have also been posted on the website of the Company at <http://engineersindia.com/corporate-governance/m-160>.
- xii) Disclosures regarding commodity price risk or foreign exchange risk and hedging activities are given in Point no. 2.27 and 2.28 of the Notes to the Annual Accounts for the year ended 31st March, 2016.
- xiii) The company has not adopted any discretionary requirement as specified under Schedule II (Part E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14. General Information

i) 51st Annual General Meeting

Date	Monday, September 19, 2016
Time	3.00 p.m
Venue	Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi- 110049

ii) Financial Year

1st Day of April to 31st Day of March every year.

iii) Dates of Book-closure

Friday, September 9, 2016 to Monday, September 19, 2016 (both days inclusive).

iv) Dividend

The Board of Directors of the Company have recommended payment of Final Dividend of ₹ 2/- per share (on the face value of ₹ 5/- each) for the Financial Year ended 31st March, 2016 subject to approval of the shareholders in the ensuing AGM. This was in addition to the Interim Dividend of ₹ 2/- per share (on the face value of ₹ 5/- each) paid in March, 2016.

The Record Date and Dividend Payment Date for Final Dividend for the financial year ended 31st March, 2016 are Thursday, September 8, 2016 and Monday, September 26, 2016 respectively. The dividend warrants would be posted on or after September 26, 2016 and within the stipulated period as per the statutory requirements.

v) Listing on Stock Exchanges

a) BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.

b) National Stock Exchange of India Ltd.

Exchange Plaza, 5th floor, Plot No.C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.

Pursuant to requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has entered into revised Listing Agreement with NSE and BSE. The Company has paid Listing fees for the Financial Year 2015-16 to the above Stock Exchanges.

The Company has also made the payment of Annual fee to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the financial year 2015-16.

vi) Stock Code

ISIN	INE510A01028
Scrip Code	532178
Scrip Symbol	ENGINEERSIN

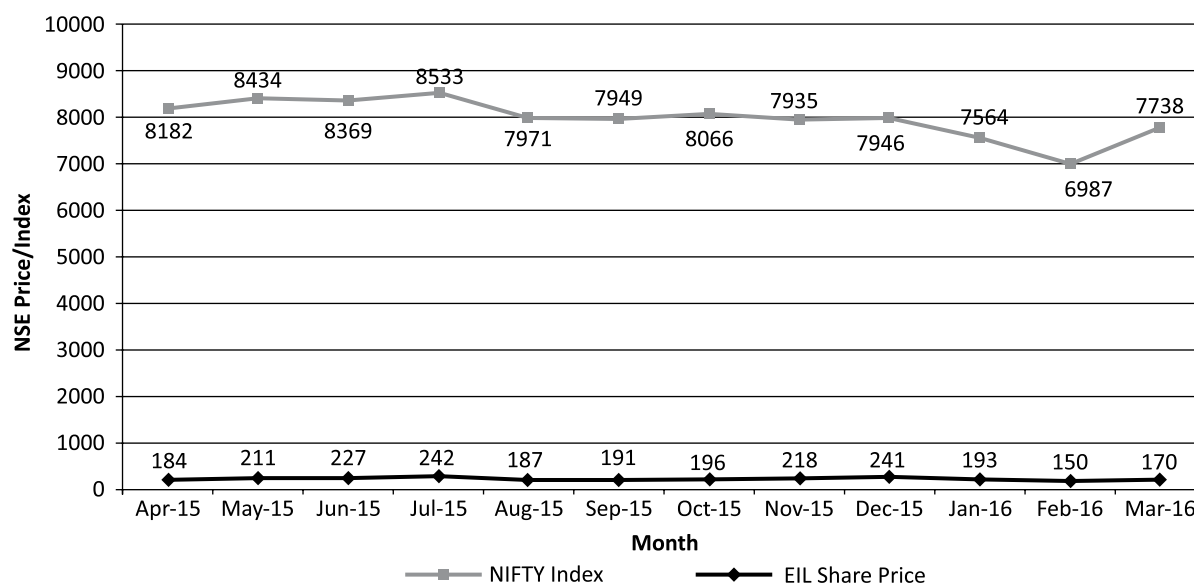


vii) Monthly Share Price Data

(Amount in ₹)

Month & Year	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
April, 2015	215.90	183.10	216.00	182.45
May, 2015	212.65	178.10	212.90	178.00
June, 2015	233.80	190.10	233.50	190.20
July, 2015	244.90	222.00	245.00	222.00
August, 2015	247.45	157.90	247.30	157.45
September, 2015	194.95	173.70	196.00	173.60
October, 2015	214.20	179.05	214.90	178.25
November, 2015	226.60	181.00	226.95	179.00
December, 2015	235.55	203.85	245.40	202.55
January, 2016	252.00	191.10	252.20	190.80
February, 2016	193.50	143.25	193.50	143.10
March, 2016	172.00	149.90	171.85	150.40

viii) Performance of EIL's Share price in comparison to NIFTY Index during the financial year 2015-16.



ix) Liquidity

EIL shares are actively traded on National Stock Exchange of India Limited and BSE Limited.

x) Dematerialization/Rematerialization of Shares

Shareholding in Demat Mode as on 31.03.2016.

Depository	No. of Shares	Percentage
NSDL	94974638	28.19
CDSL	241570005	71.70
Total	336544643	99.89

President of India has held 59.37% of the total shares, all in dematerialised form. Out of the balance 40.63% shares held by others, 40.52% have been held in dematerialised form as on March 31, 2016. The trading in the equity shares of the Company is compulsory in dematerialised segment as per Notification issued by the Securities and Exchange Board of India.



Dematerialised/Rematerialised for the period from 01.04.2015 to 31.03.2016.

	NSDL		CDSL	
	No. of Shares	Percentage	No. of Shares	Percentage
Dematerialised	3719	0.001	8526	0.002
Rematerialised	1492	0.000	1	0.000

xi) Distribution of Shareholding as on March 31, 2016.

The shareholding in EIL by major categories of Shareholders as at the end of March 31, 2016 is presented hereunder:

a) Shareholding Pattern

Categories of Shareholders	No. of Shares held	% of Total
President of India	200025251	59.37
Mutual Funds	28592560	8.49
Banks, Financial Institutions and Insurance Companies	36077340	10.70
Private Corporate Bodies	15469567	4.59
Foreign Institutional Investors	26887423	7.98
NRIs/OCBs/Trust/Clearing Members/HUF/NBFC	3970729	1.18
Indian Public	25913730	7.69
Total	336936600	100

b) Distribution Schedule

Sl. No.	Category	No. of Shareholders	% to Total Shareholders	Amount (₹)	% of Total Amount
1	Upto 5000	143014	97.14	82582695.00	4.90
2	5001 - 10000	2200	1.49	16037555.00	0.95
3	10001 - 20000	1151	0.78	17205300.00	1.02
4	20001 - 30000	281	0.19	7094700.00	0.42
5	30001 - 40000	122	0.08	4274380.00	0.25
6	40001 - 50000	85	0.06	3993060.00	0.24
7	50001 - 100000	126	0.09	9044270.00	0.54
8	100001 & above	250	0.17	1544451040.00	91.68
	Total	147229	100.00	1684683000.00	100.00

xii) Unclaimed/Unpaid Dividend

As per the statutory provisions, the Company is required to transfer Unpaid Dividend remaining unclaimed and unpaid for a period of 7 years from the due date(s) to the Investor Education & Protection Fund (IEPF) set up by the Central Government. The Unpaid Dividend remaining unclaimed and unpaid for the financial years 2007-08 (Final) and 2008-09 (Interim) have accordingly been transferred to Investor Education & Protection Fund (IEPF) on 16.11.2015 and 5.02.2016 respectively. Unpaid/Unclaimed Final Dividend for the financial year 2008-2009 is due for transfer to Investor Education & Protection Fund (IEPF) established by the Government of India on or before 17.10.2016 (tentative). The Company sends a communication to the concerned shareholders well in advance, advising them to lodge their claim with respect to unclaimed dividend before it is due for transfer to IEPF. All shareholders, whose final dividend is still unpaid/unclaimed for the financial year 2008-2009 are requested to lodge their claim with Company Secretary of EIL by submitting an application as per Company's procedure on or before 17th October, 2016. The subsequent due dates of transfer of unpaid/unclaimed dividend to IEPF for the respective financial years have been provided here-in below and also at Company's website. Therefore, the members who have not encashed their dividend so far for these years are also requested to write to the Company or its Registrar & Share Transfer Agent for claiming the unpaid dividend before their due dates of transfer to IEPF. Given below are the proposed dates for transfer of the unpaid/unclaimed dividend to IEPF by the Company:

Financial Year	Date of Declaration of Dividend	Proposed date for transfer to IEPF (Tentative Date)
2008-09(Final)	18.09.2009	17.10.2016
2009-10 (Interim)	15.12.2009	14.01.2017
2009-10 (Special Interim)	23.03.2010	22.04.2017
2010-11 (Interim)	17.03.2011	16.04.2018
2010-11 (Final)	7.09.2011	6.10.2018
2011-12 (Interim)	13.02.2012	12.03.2019
2011-12 (Final)	30.08.2012	29.09.2019
2012-13 (Interim)	13.03.2013	12.04.2020
2012-13 (Final)	23.08.2013	22.09.2020
2013-14 (Interim)	15.03.2014	14.04.2021
2013-14 (Final)	28.08.2014	27.09.2021
2014-15 (Interim)	18.03.2015	17.04.2022
2014-15 (Final)	25.08.2015	24.09.2022
2015-16 (Interim)	29.02.2016	28.03.2023

xiii) Share Transfer System

The Shares of the Company are being compulsorily traded in dematerialised form. Shares received in physical form are transferred within a period of 15 days from the date of lodgement subject to documents being valid and complete in all respects. In order to expedite the process of share transfer and in line with erstwhile Clause 49 of the Listing Agreement (Regulation 40 of Listing Regulations), the Company has delegated the power to approve Share transfer/transmission of shares to Registrar and Share Transfer Agent of the Company.

xiv) Demat Suspense Account

Details of unclaimed shares in respect of EIL FPO-2010 are furnished below:-

Opening Balance as on 1.4.2015		Shareholders approached for Transfer of shares from Suspense Account during 2015-16		Shareholders to whom shares were transferred from Suspense Account during 2015-16		Closing Balance as on 31.03.2016	
Cases	No. of Shares	Cases	No. of Shares	Cases	No. of Shares	Cases	No. of Shares
6	416	Nil	Nil	Nil	Nil	6	416

Details of unclaimed shares in respect of EIL FPO-2013 are furnished below:-

Opening Balance as on 1.4.2015		Shareholders approached for Transfer of shares from Suspense Account during 2015-16		Shareholders to whom shares were transferred from Suspense Account during 2015-16		Closing Balance as on 31.03.2016	
Cases	No. of Shares	Cases	No. of Shares	Cases	No. of Shares	Cases	No. of Shares
2	261	Nil	Nil	Nil	Nil	2	261

The voting rights on the shares mentioned in the closing balances as stated above shall remain frozen till the rightful owner of such shares claims the shares.

**xv) Registrar & Share Transfer Agent (RTA)**

The Company has appointed M/s Karvy Computershare Private Limited as its Registrar and Share Transfer Agent (RTA) for handling all matters relating to the shares of EIL (both physical as well as demat mode).

All matters relating to the shares of Engineers India Limited such as transfer, transmission, dematerialization, rematerialisation, dividend, change of address etc. and related correspondence and queries may be addressed to:-

M/s Karvy Computershare Private Limited

305, New Delhi House,
27, Barakhamba Road,
Connaught Place
New Delhi – 110 001
Tel No. 011-43681700
Fax No. 011-43681710
Email: delhi@karvy.com

or

Karvy Selenium Tower B, Plot 31-32
Gachibowli, Financial District
Nanakramguda, Hyderabad - 500032
Tel No. 040-67162222
Fax No. 040-23001153
Toll Free no.: 1800-345-4001
Email: einward.ris@karvy.com
Website: www.karvy.com/
www.karvycomputershare.com

xvi) Registered & Head Office

Engineers India Bhawan,
1, Bhikaji Cama Place,
New Delhi – 110066
CIN: L74899DL1965GOI004352
Tel: 011-26762121; Fax: 011-26178210, 26194715
Email: eil.mktg@eil.co.in
Website: www.engineersindia.com

xvii) Regional Offices

A. G. Towers (5th Floor),
125/1, Park Street, Kolkata – 700 017
Tel: 033-22298995, 22276304; Fax: 033-22277692
Email: eil.rok@eil.co.in

4th and 5th Floor, Meghdhanush Complex,
Race Course Road, Near Transpek Circle,
Vadodara – 390 015
Tel: 0265-2340326, 2340368 – 69,
Fax: 0265 – 2340328
Email: eil.rov@eil.co.in

Plot No. F9, SIPCOT IT Park,
1st Main Road, Siruseri, Chennai – 603 103
Tel: 044 – 27469401/ 402; Fax: 044 – 27469000
Email: eil.roc@eil.co.in

xviii) Branch Office

Great Eastern Chambers, 5th Floor,
Plot No. 28, Sector – 11, Belapur C.B.D.,
Navi Mumbai – 400 614
Tel: 022 – 27560072, 27560032
Fax: 022 – 27572011, 27563066
Email: eil.bo@eil.co.in

xix) Overseas Offices

Engineers India Limited,
17th floor, Business Avenue Tower
Salam Street
P. O. Box: 126592
Abu Dhabi- UAE
Tel.: +971-2-6740101
Fax: +971-2-6740707
Email: cooailad@eiluae.ae

Engineers India Limited,
487, Great West Road,
Hounslow, Middlesex, London, UK – TWS OBS.
Phone: 0044 – 208 – 570 – 5530 (O)
Hand phone: 0044 – 7438342847
Email: eillondon@btconnect.com

Engineers India Limited,
Myland s.a s. di IIIRE S.r.l.
112 in Milan plaza Luigi di Savoia 28,
Milan, Italy.
Phone: 0039 – 0236533017
Mobile: 00-39-389-5323116
Email: eilmilan2012@gmail.com

Engineers India Limited,
Room No. 1632, 16th Floor, Asian Biz Centre,
Orient Century Plaza, 345 Xian Xia Road,
Near Gubei Road, Sanghai – 200 336, China.
Phone: 0086 – 2122157403, 2122157405
Email: eilsanghai@eil.co.in

xx) Auditors

M/s. Arun K. Agarwal & Associates
Chartered Accountants
105, 1st Floor,
South Ex. Plaza I, 389, Masjid Moth
South Extension, Part-II
New Delhi-110049
Tel. No. 011-26257400, Fax : 011-26251200

xxi) Address for correspondence

All correspondence relating to the shares of the Company should be sent to the Company's Registrar & Share Transfer Agents as mentioned in Item 14(xv) till further communication from the Company.

Place: New Delhi
Date: May 25, 2016



Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

We, Sanjay Gupta, Chairman & Managing Director, CEO and Ram Singh, Director (Finance), CFO of Engineers India Limited certify that:

- A. We have reviewed Financial Statements and the Cash Flow Statement for the year ending 31st March, 2016 and that to the best of our knowledge and belief :
 - (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
 - (1) Significant changes in internal control over financial reporting during the year;
 - (2) Significant changes in Accounting Policies during the year and that the same have been disclosed in the Notes to the Financial Statements; and
 - (3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

(Sanjay Gupta)
Chairman & Managing Director
(CEO)

(Ram Singh)
Director (Finance)
(CFO)

Place: New Delhi

Date: May 25, 2016



Auditors' Certificate on Compliance of Conditions of Corporate Governance

To,
The Members,
Engineers India Limited

We have examined the compliance of conditions of Corporate Governance by ENGINEERS INDIA LIMITED for the year ended March 31, 2016 as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges and Guidelines on Corporate Governance for Central Public Sector Enterprises issued by Department of Public Enterprises(DPE), Ministry of Heavy Industries and Public Enterprises, Government of India.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination was limited to review the procedures and implementation thereof, adopted by the Company for ensuring compliance of the condition of Corporate Governance as stipulated in said regulation and guidelines. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, subject to the following:

- i) During the year, the composition of the board of Directors did not comprise of the required number of non-executive Directors during the period 01.04.2015 to 14.12.2015 and Independent Directors during the period 01.04.2015 to 31.03.2016 as required by regulation 17 of chapter IV of SEBI regulations, 2015 and DPE guidelines on corporate governance.
- ii) Performance evaluation of independent Directors, as required by regulation 17 of chapter IV of SEBI regulation, 2015 has not been carried out.
- iii) During the period between 04.07.2015 to 14.01.2016, the audit committee did not comprise of the required number of independent Directors as specified in regulation 18 of chapter IV of SEBI regulations, 2015 and DPE guidelines on corporate governance.
- iv) The composition of Nomination and Remuneration Committee is not according to regulation 19 of chapter IV of SEBI regulation, 2015 and DPE guidelines on corporate governance.
- v) The stakeholder relationship committee was not headed by a non executive Director during the period between 04.07.2015 to 14.01.2016, as specified in regulation 20 of SEBI regulation, 2015.

We certify that the Company has complied with the mandatory conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges and DPE guidelines on corporate governance.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Arun K Agarwal & Associates

Chartered Accountants
(Firm's Registration No. 003917N)

Place : Delhi
Date : 25.05.2016

Arun Agarwal
(Partner)
M. No. 082899

Management's Reply to Auditors' Report on Corporate Governance (2015-16)

Auditors' Comments	Management's Reply
<p>(i) & (iii) During the year, the composition of the board of Directors did not comprise of the required number of non-executive Directors during the period 01.04.2015 to 14.12.2015 and Independent Directors during the period 01.04.2015 to 31.03.2016 as required by regulation 17 of chapter IV of SEBI regulations, 2015 and DPE guidelines on corporate governance.</p> <p>During the period between 04.07.2015 to 14.01.2016, the audit committee did not comprise of the required number of independent Directors as specified in regulation 18 of chapter IV of SEBI regulations, 2015 and DPE guidelines on corporate governance.</p>	<p>EIL is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India.</p> <p>In order to fulfill the requirement of the number of Non-official Independent Directors under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance, the Company has already taken up the matter with the Ministry of Petroleum and Natural Gas (MoP&NG), Government of India for appointment of sufficient number of Non-official Independent Directors on the Board of the Company.</p> <p>However, the Company has been complying with the requirement of requisite number of Non-Executive Directors w.e.f. 15.12.2015. Further, the Company has also been complying with the requirement of composition of Audit Committee of the Board w.e.f. 15.01.2016 consequent to appointment of Non-official Independent Directors on the Board by the Government of India.</p>
<p>(ii) Performance evaluation of independent Directors, as required by regulation 17 of chapter IV of SEBI regulation, 2015 has not been carried out.</p>	<p>EIL is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India. Therefore, the Company has not laid down any criteria for performance evaluation of the Independent Directors.</p>
<p>(iv) The composition of Nomination and Remuneration Committee is not according to regulation 19 of chapter IV of SEBI regulation, 2015 and DPE guidelines on corporate governance.</p>	<p>The Nomination and Remuneration Committee has been reconstituted and the same is now in accordance with Regulation 19 of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance.</p>
<p>(v) The stakeholder relationship committee was not headed by a non executive Director during the period between 04.07.2015 to 14.01.2016, as specified in regulation 20 of SEBI regulation, 2015.</p>	<p>The Stakeholder Relationship Committee has been reconstituted and the same is now headed by a Non-Executive Director as specified in Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>



Secretarial Audit Report

For the Financial Year Ended 31st March, 2016

**To,
The Members,
Engineers India Limited**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Engineers India Limited (hereinafter called 'the Company' or EIL). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial period ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Compliances/processes/systems under other specific applicable Laws (as applicable to the industry) to the Company are being verified on the basis of periodic certificate under internal Compliance system submitted to the Board of Directors of the Company:

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India-Generally complied with.
- (ii) The Listing Agreements and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- i) As per Section 149(4) of the Companies Act, 2013, Regulation 17(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Clause 49 (II) (A) of erstwhile Listing Agreement), Para 3.1.2 and 3.1.4 of the DPE Guidelines on Corporate Governance, the company did not have the requisite composition of the Board of Directors except the following:
 - a) the company had at least fifty percent of the Board of Directors comprising of non-executive Directors during the period from 15.12.2015 to 31.03.2016.



- b) the company had at least one-third of the Board of Directors comprising of Independent Directors during the period from 1.6.2015 to 3.7.2015 and 20.11.2015 to 31.3.2016.
- c) the company had at least one woman Director on its Board during the financial year 2015-16.
- ii) Performance evaluation of the Directors of the Company is required to be in compliance with Regulation 17(10) & 25(4) of SEBI (LODR) 2015, the company has not carried out the performance evaluation of the Directors.

I further report that Engineers India Limited is a Government Company under the administrative control of the Ministry of Petroleum and Natural Gas, Government of India, all the Directors are nominated/ appointed by the Government of India. Since all the Directors are nominated/ appointed by the Government of India, the company has not been able to comply with the requirements pertaining to composition of Board of Directors and performance evaluation of Directors for the financial year 2015-16.

Generally, adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions made in the Board/Committee meeting(s) were carried out with unanimous consent of the all the Directors/Members present during the meeting.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws.

For Agarwal S. & Associates,
Company Secretaries,

(Sachin Agarwal)
FCS No. : 5774
C.P No. : 5910

Date: May 25, 2016
Place: New Delhi

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

To,
**The Members,
Engineers India Limited**

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Agarwal S. & Associates,
Company Secretaries,

Place: New Delhi
Date: May 25, 2016

(Sachin Agarwal)
FCS No. : 5774
C.P No. : 5910



Management's Reply to Secretarial Auditor Report (2015-16)

Auditors' Comments	Management's Reply
<p>(i) As per Section 149(4) of the Companies Act, 2013, Regulation 17(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Clause 49 (II) (A) of erstwhile Listing Agreement), Para 3.1.2 and 3.1.4 of the DPE Guidelines on Corporate Governance, the company did not have the requisite composition of the Board of Directors except the following:</p> <p>a) the company had at least fifty percent of the Board of Directors comprising of non-executive Directors during the period from 15.12.2015 to 31.03.2016.</p> <p>b) the company had at least one-third of the Board of Directors comprising of Independent Directors during the period from 1.6.2015 to 3.7.2015 and 20.11.2015 to 31.3.2016.</p> <p>c) the company had at least one woman Director on its Board during the financial year 2015-16.</p>	<p>EIL is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India.</p> <p>In order to fulfill the requirement of the number of Non-official Independent Directors under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance, the Company has already taken up the matter with the Ministry of Petroleum and Natural Gas (MoP&NG), Government of India for appointment of sufficient number of Non-official Independent Directors on the Board of the Company.</p>
<p>(ii) Performance evaluation of the Directors of the Company is required to be in compliance with Regulation 17(10) & 25(4) of SEBI (LODR) 2015, the company has not carried out the performance evaluation of the Directors.</p>	<p>EIL is a Public Sector Undertaking and the appointment of Directors both Executive and Non-Executive are made by the Government of India. Therefore, the Company has not laid down any criteria for performance evaluation of the Directors.</p>



Form No. MGT-9

Extract of Annual Return

as on the Financial Year ended 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L74899DL1965GOI004352
- ii) Registration Date : 15/03/1965
- iii) Name of the Company : Engineers India Limited
- iv) Category / Sub-Category of the Company : Public Limited Company (Limited by Shares)- Govt. of India Undertaking.
- v) Address of the Registered office and contact details : Engineers India Bhawan, 1, Bhikaiji Cama Place, New Delhi-110066
Tel: 011-26762121, Fax: 011-26178210, 26194715
E-mail: eil.mktg@eil.co.in
Website: www.engineersindia.com
- vi) Whether listed company Yes / No : Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s Karvy Computershare Private Ltd.
Karvy Selenium Tower B, Plot 31-32
Gachibowli, Financial District
Nanakramguda, Serilingampally
Hyderabad- 500032
Tel No. 040-67161500
Fax No. 040-23001153
Email: einward.ris@karvy.com
Website: www.karvy.com/www.karvycomputershare.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Consultancy & Engineering Projects	N.A.	66.34
2	Turnkey Projects	N.A.	33.66

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Certification Engineers International Limited	U74899DL1994GOI062371	Subsidiary	100%	2(87)
2	Jabal EILIOT Company Ltd.	2051046155	Associates	33.33%	2(6)
3	TEIL Projects Ltd.	U74140DL2008PLC180897	Associates	50%	2(6)
4	Ramagundam Fertilizers and Chemicals Ltd.	U24100DL2015PLC276753	Associates	49.90%	2(6)

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****(i) Category - Wise Shareholding**

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR 01/04/2015				NO. OF SHARES HELD AT THE END OF THE YEAR 31/03/2016				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(A)	PROMOTER AND PROMOTER GROUP									
(1)	INDIAN									
(a)	Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Central Government/ State Government(s)	233727299	0	233727299	69.37	200025251	0	200025251	59.37	10.00
(c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(1) :	233727299	0	233727299	69.37	200025251	0	200025251	59.37	10.00
(2)	FOREIGN									
(a)	Individuals (NRIs/ Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(2) :	0	0	0	0.00	0	0	0	0.00	0.00
	Total A=A(1)+A(2)	233727299	0	233727299	69.37	200025251	0	200025251	59.37	10.00
(B)	PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	6814001	0	6814001	2.02	28592560	0	28592560	8.49	-6.46
(b)	Financial Institutions/ Banks	5816891	0	5816891	1.73	7761702	0	7761702	2.30	-0.58
(c)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	24455454	0	24455454	7.26	28315638	0	28315638	8.40	-1.15
(f)	Foreign Institutional Investors	28631417	0	28631417	8.50	26887423	0	26887423	7.98	0.52
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(1) :	65717763	0	65717763	19.50	91557323	0	91557323	27.17	-7.67
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	9835186	18	9835204	2.92	16432552	18	16432570	4.88	-1.96
(b)	Individuals									
	(i) Individuals holding nominal share capital upto ₹ 1 lakh	23059309	391939	23451248	6.96	23942058	381187	24323245	7.22	-0.26
	(ii) Individuals holding nominal share capital in excess of ₹ 1 lakh	2420962	0	2420962	0.72	2657606	0	2657606	0.79	-0.07



CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR 01/04/2015				NO. OF SHARES HELD AT THE END OF THE YEAR 31/03/2016				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(c)	Others									
	CLEARING MEMBERS	184241	0	184241	0.05	349270	0	349270	0.10	-0.05
	NON RESIDENT INDIANS	1506241	0	1506241	0.45	1475535	0	1475535	0.44	0.01
	TRUSTS	93642	0	93642	0.03	115800	0	115800	0.03	-0.01
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(2) :	37099581	391957	37491538	11.13	44972821	381205	45354026	13.46	-2.33
	Total B=B(1)+B(2) :	102817344	391957	103209301	30.63	136530144	381205	136911349	40.63	-10.00
	Total (A+B) :	336544643	391957	336936600	100.00	336555395	381205	336936600	100.00	0.00
(C)	Shares held by custodians, against which									
	Depository Receipts have been issued									
(1)	Promoter and Promoter Group									
(2)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	GRAND TOTAL (A+B+C) :	336544643	391957	336936600	100.00	336555395	381205	336936600	100.00	

(ii) Shareholding of Promoter

Sl. No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total Shares	
1	President of India	233727299	69.37	Nil	200025251	59.37	Nil	10
	Total	233727299	69.37	Nil	200025251	59.37	Nil	10

(iii) Change in Promoter's Shareholding

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015)/end of the year (31-03-2016)	% of total shares of the company				No. of Shares	% of total shares of the company
1	President of India	233727299	69.37	04/01/2015			233727299	69.37
				04/10/2015	-8388	Transfer	233718911	69.37
				29/01/2016	-33693660	Transfer	200025251	59.37
		200025251	59.37	31/03/2016			200025251	59.37

(iv) Shareholding Pattern of Top 10 Shareholders (other than Directors, Promoters and holders of GDRs and ADRs)

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015)/end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	L & T MUTUAL FUND TRUSTEE LIMITED- L&t ARBITRAGE OPPO	6000	0.00	01/04/2015			6000	0.00
				17/04/2015	-6000	Transfer	0	0.00
				01/05/2015	17000	Transfer	17000	0.01
				08/05/2015	8000	Transfer	25000	0.01
				22/05/2015	-6000	Transfer	19000	0.01
				29/05/2015	-19000	Transfer	0	0.00
				16/10/2015	138438	Transfer	138438	0.04
				23/10/2015	1407	Transfer	139845	0.04
				27/11/2015	442625	Transfer	582470	0.17
				04/12/2015	534230	Transfer	1116700	0.33
				11/12/2015	2200	Transfer	1118900	0.33
				31/12/2015	37600	Transfer	1156500	0.34
				15/01/2016	63776	Transfer	1220276	0.36
				22/01/2016	130624	Transfer	1350900	0.40
				05/02/2016	4580600	Transfer	5931500	1.76
				19/02/2016	57800	Transfer	5989300	1.78
				04/03/2016	58300	Transfer	6047600	1.79
				11/03/2016	23047	Transfer	6070647	1.80
				31/03/2015	25000	Transfer	6095647	1.81
		6095647		31/03/2015			6095647	1.81
2	ICICI PRUDENTIAL INFRASTRUCTURE FUND	99255	0.03	01/04/2015			99255	0.03
				12/06/2015	-99255	Transfer	0	0.00
				21/08/2015	145761	Transfer	145761	0.04
				28/08/2015	1183954	Transfer	1329715	0.39
				11/09/2015	54374	Transfer	1384089	0.41
				05/02/2016	2917368	Transfer	4301457	1.28
				12/02/2016	498727	Transfer	4800184	1.42
				04/03/2016	271690	Transfer	5071874	1.51
				11/03/2016	925892	Transfer	5997766	1.78
				11/03/2016	-114400	Transfer	5883366	1.75
				18/03/2016	9500	Transfer	5892866	1.75
				25/03/2016	6250	Transfer	5899116	1.75
		5899116		31/03/2016			5899116	1.75
3	HSBC BANK (MAURITIUS) LIMITED	5658735	1.68	01/04/2015	0	Nil movement during the year		
		5658735		31/03/2016			5658735	1.68



Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015)/end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
4	BIRLA SUN LIFE INSURANCE COMPANY LIMITED	1496636	0.44	01/04/2015			1496636	0.44
				17/04/2015	-280	Transfer	1496356	0.44
				01/05/2015	-450	Transfer	1495906	0.44
				08/05/2015	830	Transfer	1496736	0.44
				15/05/2015	-3260	Transfer	1493476	0.44
				19/06/2015	94000	Transfer	1587476	0.47
				03/07/2015	369590	Transfer	1957066	0.58
				10/07/2015	450000	Transfer	2407066	0.71
				17/07/2015	11690	Transfer	2418756	0.72
				31/07/2015	350000	Transfer	2768756	0.82
				14/08/2015	265870	Transfer	3034626	0.90
				21/08/2015	262500	Transfer	3297126	0.98
				28/08/2015	97740	Transfer	3394866	1.01
				04/09/2015	134000	Transfer	3528866	1.05
				11/09/2015	135009	Transfer	3663875	1.09
				18/09/2015	148600	Transfer	3812475	1.13
				09/10/2015	16000	Transfer	3828475	1.14
				20/11/2015	-4220	Transfer	3824255	1.14
				27/11/2015	970	Transfer	3825225	1.14
				04/12/2015	205225	Transfer	4030450	1.20
				11/12/2015	220090	Transfer	4250540	1.26
				25/12/2015	143	Transfer	4250683	1.26
				15/01/2016	95717	Transfer	4346400	1.29
				05/02/2016	140590	Transfer	4486990	1.33
				12/02/2016	680	Transfer	4487670	1.33
				19/02/2016	100000	Transfer	4587670	1.36
				04/03/2016	45000	Transfer	4632670	1.37
				25/03/2016	39240	Transfer	4671910	1.39
				31/03/2016	232400	Transfer	4904310	1.46
		4904310		31/03/2016			4904310	1.46
5	GENERAL INSURANCE CORPORATION OF INDIA	3855015	1.14	01/04/2015			3855015	1.14
				22/05/2015	25000	Transfer	3880015	1.15
				29/05/2015	175000	Transfer	4055015	1.20
				05/06/2015	70245	Transfer	4125260	1.22
				12/06/2015	29755	Transfer	4155015	1.23
				26/06/2015	-50000	Transfer	4105015	1.22
				04/12/2015	-68220	Transfer	4036795	1.20
				01/01/2016	-60861	Transfer	3975934	1.18
				08/01/2016	-39139	Transfer	3936795	1.17
				15/01/2016	-81780	Transfer	3855015	1.14
				05/02/2016	900000	Transfer	4755015	1.41
		4755015		31/03/2016			4755015	1.41



Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015)/end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
6	IDFC EQUITY OPPORTUNITY - SERIES 1	1351128	0.40	01/04/2015			1351128	0.40
				17/04/2015	250000	Transfer	1601128	0.48
				22/05/2015	173872	Transfer	1775000	0.53
				29/05/2015	1011000	Transfer	2786000	0.83
				12/06/2015	90000	Transfer	2876000	0.85
				19/06/2015	331706	Transfer	3207706	0.95
				26/06/2015	102294	Transfer	3310000	0.98
				30/06/2015	35252	Transfer	3345252	0.99
				03/07/2015	44748	Transfer	3390000	1.01
				10/07/2015	350000	Transfer	3740000	1.11
				17/07/2015	250000	Transfer	3990000	1.18
				31/07/2015	45000	Transfer	4035000	1.20
				04/09/2015	50000	Transfer	4085000	1.21
				11/09/2015	32124	Transfer	4117124	1.22
				18/09/2015	50000	Transfer	4167124	1.24
				25/09/2015	58593	Transfer	4225717	1.25
				02/10/2015	14000	Transfer	4239717	1.26
				09/10/2015	38283	Transfer	4278000	1.27
				23/10/2015	13000	Transfer	4291000	1.27
				30/10/2015	26400	Transfer	4317400	1.28
				13/11/2015	25000	Transfer	4342400	1.29
				27/11/2015	6600	Transfer	4349000	1.29
				04/12/2015	33000	Transfer	4382000	1.30
				18/12/2015	14000	Transfer	4396000	1.30
				31/12/2015	118839	Transfer	4514839	1.34
				01/01/2016	2161	Transfer	4517000	1.34
				08/01/2016	70000	Transfer	4587000	1.36
				15/01/2016	75000	Transfer	4662000	1.38
				22/01/2016	45000	Transfer	4707000	1.40
				29/01/2016	35000	Transfer	4742000	1.41
				29/01/2016	-26400	Transfer	4715600	1.40
				05/02/2016	40000	Transfer	4755600	1.41
				05/02/2016	-61600	Transfer	4694000	1.39
				19/02/2016	35000	Transfer	4729000	1.40
				25/03/2016	-150000	Transfer	4579000	1.36
				31/03/2016	-175000	Transfer	4404000	1.31
		4404000		31/03/2016			4404000	1.31
7	FIL INVESTMENTS (MAURITIUS)LTD	0	0.00	01/04/2015			0	0.00
				05/02/2016	2562371	Transfer	2562371	0.76
				26/02/2016	52441	Transfer	2614812	0.78
				04/03/2016	376319	Transfer	2991131	0.89
				11/03/2016	187493	Transfer	3178624	0.94
		3178624		31/03/2016			3178624	0.94



Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015)/end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
8	UNITED INDIA INSURANCE COMPANY LIMITED	2529832	0.75	01/04/2015	0	Nil movement during the year		
		2529832		31/03/2016			2529832	0.75
9	TATA TRUSTEE CO. LTD.A/C TATA MUTUAL FUND A/C TA	0	0.00	01/04/2015			0	0.00
				05/02/2016	2041000	Transfer	2041000	0.61
		2041000		31/03/2016			2041000	0.61
10	FIDELITY PURITAN TRUST-FIDELITY LOW-PRICED STOCK F	2150008	0.64	01/04/2015			2150008	0.64
				10/07/2015	-50008	Transfer	2100000	0.62
				07/08/2015	-100000	Transfer	2000000	0.59
				28/08/2015	-300000	Transfer	1700000	0.50
				11/12/2015	-100000	Transfer	1600000	0.47
				18/12/2015	-100000	Transfer	1500000	0.45
		1500000		31/03/2016			1500000	0.45

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Shri Sanjay Gupta Chairman & Managing Director and Addl. Charge-Director (Commercial)	60	0.00	01/04/2015			60	0.00
					0	Nil movement during the year		
		60	0.00	31/03/2016			60	0.00
2	Shri Sandeep Poundrik Director (Govt. Nominee)	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00
3	Ms. Sushma Taishete Director (Govt. Nominee)	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
				31/03/2016			Nil	0.00
4	Dr. (Prof.) Mukesh Khare Non-official Part- time Independent Director	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00
5	Mrs. Arusha vasudev Non-official Part- time Independent Director	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		0.00
		Nil	0.00	31/03/2016			Nil	0.00
6	Shri Vikas Khushalrao Deshpande Non-official Part- time Independent Director	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00
7	Shri Umesh Chandra Pandey Non-official Part- time Independent Director	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		0.00
		Nil	0.00	31/03/2016			Nil	0.00



Sl. No.	Name	Shareholding					Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company	Date	Increase/ Decrease in shareholding	Reason	No. of Shares	% of total shares of the Company
8	Shri Ram Singh, Director (Finance)	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00
9	Ms. Veena Swarup, Director (HR)	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00
10	Shri Ajay N. Deshpande, Director (Technical)	3940	0.00	01/04/2015			3940	0.00
					0	Nil movement during the year		
		3940	0.00	31/03/2016			3940	0.00
11	*Shri Ashwani Soni Director (Projects)	100	0.00	01/04/2015			100	0.00
					0	Nil movement during the year		
		100	0.00	31/03/2016			100	0.00
12	Shri Rajan Kapur Company Secretary	Nil	0.00	01/04/2015			Nil	0.00
					0	Nil movement during the year		
		Nil	0.00	31/03/2016			Nil	0.00

*Holding jointly as second holder.

V. INDEBTEDNESS

The Company has not availed any loan during the year and is a debt-free Company.

VI. REMUNERATION OF Directors AND KEY MANAGERIAL PERSONNEL

EIL is a Public Sector Undertaking (Government Company) and the appointment of Directors both Executive and Non-Executive are made by the Government of India and are being paid remuneration as per the terms of their appointment. The details in this regard are given in the Corporate Governance Report which forms part of Annual Report.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties/punishment/compounding of offences for the financial year ended 31st March, 2016.

Independent Auditor's Report

To
The Members of
ENGINEERS INDIA LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **ENGINEERS INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss and 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 and presentation 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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. While conducting 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 there under.

We conducted our audit in accordance with the Standards on Auditing 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31 March, 2016, and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to the note no. 2.47 to the standalone financial statements for the year ended 31 March 2016, regarding:

- (a) fraud committed by M/s Fernas Construction India Pvt. Ltd. ('the Contractor') by submitting bogus completion certificate. Further, the employees and officers of the Company in connivance with the contractor relaxed the bid qualification criteria to enable the contractor to qualify and beg the tender/contract worth ₹ 180000 lakhs from a client for whom the Company is a consultant. The management does not envisage any financial liability in this regard.
- (b) fraud committed by M/s Fernas Construction India Pvt. Ltd. ('the Contractor') by submitting bogus completion certificate for qualifying in the bid criteria and beg the tender/contract of approximate ₹ 27200 lakhs. The Company has terminated the contract. The Company has estimated additional expenditure of ₹ 3167 lakhs to complete the job, which has been accounted for as per accounting standard (AS—7 'Accounting for Construction Contracts'). Subsequent to termination of contract, the contractor raised the claim against the Company. Management does not consider any possible obligation on this account requiring future probable outflow of resources.



Our opinion is not modified in respect of this matter.

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 Sub-section (11) of section 143 of the Act, we give in the **"Annexure A"**, a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. The C&AG of India has issued directions indicating the areas to be examined in terms of sub section (5) of section 143 of the Companies Act 2013, compliance of which are set out in **"Annexure B"**
3. 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 purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The balance sheet, the statement of profit and loss, 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 the written representations received from the Directors as on 31 March, 2016 taken on record by the Board of Directors, none of the Directors is disqualified as on 31 March, 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 C"**; and
 - (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 on its financial position in its financial statements - Refer note no. 2.18 to the financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts - Refer note no. 2.45 to the financial statements;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Arun K Agarwal & Associates
Chartered Accountants
(Firm's Registration No. 003917N)

Arun Agarwal
(Partner)
M. No. 082899

Place: Delhi
Date: 25/05/2016

Annexure A to Independent Auditors' Report

Referred to Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) The Company has carried out a physical verification of inventory at the year end. In our opinion, frequency of physical verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
- (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. Further, as per the information and explanations given to us, the discrepancies noticed on physical verification of inventories as compared to book records were not material and the same have been dealt with in the books of account.
- (iii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly paragraphs 3 (iii) (a), (b) and (c) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) As per the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 for services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the books of account of the Company, amount deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Income Tax, Sales tax, Service Tax, Custom Duty, Value Added Tax, Cess and any other statutory dues have been regularly deposited during the year by the Company with appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanation given to us and on the basis of our examination of the books of accounts, no undisputed amounts payable in respect of Provident Fund, Income Tax, Sales tax, Service Tax, Custom Duty, Value Added Tax, Cess and any other statutory dues were in arrears as at 31 March 2016 for a period more than six months from the date they became payable.

- (b) According to the information and explanations given to us, the following dues of Income tax, sales tax, service tax have not been deposited by the Company on account of disputes:

Sl. No.	Name of Statute	Nature of dues	Forum where dispute is pending	Period to which amount relates	Amount (₹ in lakhs)
1.	Income Tax Act, 1961	Income Tax	CIT (Appeals)	2011-12, 2012-13	133.04
2.	Income Tax Act, 1961	TDS Under section 201(1)	CIT (Appeals)	2008-09	0.32
3.	Income Tax Act, 1961	Interest	Supreme Court	2005-06	105.37
4.	Income Tax Act, 1961	Income Tax	Appellate Tribunals	2001-02, 2003-04, 2009-10, 2010-11	363.37
5.	Finance Act, 1994 and Service Tax Laws	Service Tax	CESTAT	01.04.2002 to 17.04.2006	62.87
6.	Sales Tax	Sales Tax	Sales Tax Tribunal Agra	1999-00, 2000-01	248.65
7.	Sales Tax	Entry Tax	Sales Tax Tribunal Agra	1999-00	13.70

- (viii) The Company does not have any loan or borrowings from any financial institution, bank, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.



- (x) According to the information and explanation given to us by the management, a fraud was committed by employees and officers of the Company by relaxing the bid qualification criteria in connivance with the bidding contractor and helping him to qualify and beg the tenders/ contracts worth ₹ 180000 lakhs from clients for whom company is a consultant. The management does not envisage any financial liabilities in this regard. (Refer note no. 2.47 (a) to the standalone financial statements).
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with Directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Arun K Agarwal & Associates
Chartered Accountants
(Firm's Registration No. 003917N)

Arun Agarwal
(Partner)
M. No. 082899

Place: Delhi
Date: 25/05/2016



Annexure B to Independent Auditors' Report

Referred to Paragraph 2 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date

According to the information and explanations given to us we report as under:

S.No.	Areas Examined	Observations/Findings
1.	Whether the Company has clear title/lease deeds for freehold and leasehold properties respectively? If not please state the area of freehold and leasehold land for which title/lease deeds are not available.	During the year, the Internal Audit Department of the Company was given the task to verify the title/lease deed of all freehold and leasehold properties. No material discrepancies were observed in their report. Further, we have also verified the title/lease deeds of the properties on test check basis and no material discrepancies were observed.
2.	Whether there are any cases of waiver/write off of debts/loans/ interest etc. if yes, the reasons there of and amount involved.	As per the records and information provided to us, there is waiver/write off of ₹ 168.57 lakhs during the year, out of which ₹ 166.54 Lakhs is on account of bad debts written off and ₹ 2.03 Lakhs on account of deposits written off. The management is of the view that despite consistent follow up no recovery of these debts have been made.
3.	Whether proper records are maintained for inventories lying with third parties & assets received as gifts/grants from the Govt. or other authorities.	a. There are no inventories lying with third parties. b. The Company has not received any assets as gifts from Govt. or other authorities.
4.	Independent verification may be made of information/inputs furnished to Actuary, viz number of employees, average salary, retirement age and assumptions made by actuary regarding discount rate, future cost increase, mortality rate, etc for arriving at the provision for liability of retirement benefits, viz gratuity, leave encashment, post retirement medical benefits etc.	We have independently verified the information furnished to actuary.

For Arun K Agarwal & Associates
Chartered Accountants
(Firm's Registration No. 003917N)

Arun Agarwal
(Partner)
M. No. 082899

Place: Delhi
Date: 25/05/2016



Annexure C to Independent Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Engineers India Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone 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 ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 31 March, 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 Arun K Agarwal & Associates
Chartered Accountants
(Firm's Registration No. 003917N)

Arun Agarwal
(Partner)
M.No:082899

Date: 25/05/2016
Place: Delhi



Balance Sheet

AS AT 31ST MARCH, 2016

PARTICULARS	NOTE NO.	as at 31 st March, 2016 ₹ in lakhs		as at 31 st March, 2015 ₹ in lakhs	
EQUITY AND LIABILITIES					
Shareholders’ funds					
Share Capital	2.1	16846.84		16846.84	
Reserves and Surplus	2.2	<u>249654.84</u>	266501.68	<u>239943.25</u>	256790.09
Non-Current Liabilities					
Other Long term Liabilities	2.3 (A)	1595.26		221.79	
Long Term Provisions	2.3 (B)	<u>783.36</u>	2378.62	<u>1746.82</u>	1968.61
Current Liabilities					
Trade Payables	2.4 (A)	20250.03		24655.80	
Other Current Liabilities	2.4 (B)	75556.75		58069.36	
Short term Provisions	2.4 (C)	<u>43203.13</u>	139009.91	<u>50110.81</u>	132835.97
TOTAL			<u>407890.21</u>		<u>391594.67</u>
ASSETS					
Non Current Assets					
Fixed Assets:					
2.5					
Tangible assets		27659.85		26759.27	
Intangible assets		216.46		210.90	
Capital work-in-Progress		<u>2439.25</u>	30315.56	<u>1911.20</u>	28881.37
Non Current Investments	2.6		2691.47		1638.96
Deferred Tax Asset (Net)	2.34		21943.26		23194.76
Long Term Loans and Advances	2.7		4207.52		4621.09
Other Non Current Assets	2.8		7588.55		58.14
Current Assets:					
2.9					
Current Investments	2.9 (A)	1201.38		12400.00	
Inventories	2.9 (B)	100.85		81.09	
Trade Receivables	2.9 (C)	36208.14		42606.18	
Cash and Bank Balances	2.9 (D)	256946.42		237292.29	
Short Term Loans and Advances	2.9 (E)	7129.66		8530.26	
Other Current Assets	2.9 (F)	<u>39557.40</u>	341143.85	<u>32290.53</u>	333200.35
TOTAL			<u>407890.21</u>		<u>391594.67</u>
Significant Accounting Policies and Notes to Accounts		1 & 2			

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for **ARUN K AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Statement of Profit & Loss

FOR THE YEAR ENDED 31ST MARCH, 2016

	NOTE NO.	Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
A. Revenue :			
i) Revenue from Operations	2.10		
-Consultancy & Engineering Services		98904.97	95411.53
Increase (+) / (Decrease) (-) in Work-in-Progress		323.49	(614.22)
		<u>99228.46</u>	<u>94797.31</u>
-Turnkey Projects		50400.19	76458.74
Increase (+) / (Decrease) (-) in Work-in-Progress		(44.37)	44.37
		<u>50355.82</u>	<u>76503.11</u>
		149584.28	171300.42
ii) Other Income	2.11	25693.76	27310.80
Total Revenue (i + ii)		<u>175278.04</u>	<u>198611.22</u>
B. Expenses :			
Technical Assistance/Sub-Contracts	2.12	21072.28	32976.69
Construction Materials & Equipments	2.13	36966.29	25371.43
Employee Benefits Expense	2.14	59268.43	59194.89
Depreciation & Amortization Expense	2.15	2480.74	1962.74
Finance Cost	2.16	10.37	23.16
Other Expenses :	2.17		
Facilities	2.17 (a)	6334.66	5736.40
Corporate Costs	2.17 (b)	2201.54	2383.63
Other Costs	2.17 (c)	7709.65	23388.50
Total Expenses		<u>136043.96</u>	<u>151037.44</u>
Profit for the Year (A-B)		39234.08	47573.78
Less: Prior Period Adjustments(Net)	2.35	30.38	818.15
Profit Before Tax		39203.70	46755.63
Less: Tax Expense			
Current Tax		12576.28	15923.60
Earlier Years Tax Adjustments (net)		(455.04)	124.58
Deferred Tax	2.34	1,251.50	(90.19)
Profit After Tax		<u>25830.96</u>	<u>30797.46</u>
Earning Per Share (Face value ₹ 5/- per share) :	2.38		
Basic (In ₹)		7.67	9.14
Diluted (In ₹)		7.67	9.14
Significant Accounting Policies and Notes to Accounts	1 & 2		

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for ARUN K AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Cash Flow Statement

FOR THE YEAR ENDED 31ST MARCH, 2016

		Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
A) Cash Flow from Operating Activities			
Net Profit Before Tax and Prior Period Adjustments	a	39234.08	47573.78
Add:			
i) Adjustment For:			
Depreciation and Amortization		2488.07	1992.78
Fixed Assets/Deposits Written Off		4.03	4.31
Provision for Diminution in Value of Investment in Joint Ventures		4.44	64.38
Bad Debts written off		166.54	19.76
Provision for Doubtful Debts and Advances (net)		1975.99	807.70
Provision for losses of Joint Ventures		(1.82)	46.65
Exchange Gain on Repatriation of part capital of Joint Venture		(17.52)	(135.95)
Profit on Disposal of Subsidiary		(29.68)	-
(Profit)/Loss on Sale of Fixed Assets		0.11	(12.39)
ii) Other Income:			
Interest Income		(22,246.33)	(19,271.22)
Share of Profit on Trade Investment		(76.97)	(59.43)
Capital Gain on Redemption of Investment in Mutual Funds		(1,133.08)	(6,719.82)
Dividend Income		<u>(682.53)</u>	<u>(676.95)</u>
	b	<u>(19,548.75)</u>	<u>(23,940.18)</u>
Operating Profit before Working Capital Changes	c=a+b	19685.33	23633.60
iii) Adjustment For:			
(Increase)/Decrease in Trade Receivables		3,973.67	(9,124.34)
(Increase)/Decrease in Inventories		(19.76)	19.39
(Increase)/Decrease in Loans & Advances and Other Assets		(8,557.58)	(2,740.79)
(Increase)/Decrease in Work in Progress		(279.12)	569.85
Increase/(Decrease) in Provision for Corporate Social Responsibility		(17.81)	226.90
Increase/(Decrease) in Liabilities/Provisions		<u>8,395.54</u>	<u>9,935.13</u>
	d	<u>3,494.94</u>	<u>(1,113.86)</u>
Cash Generated from Operations	e=c+d	23,180.27	22,519.74
Less: Tax Paid	f	<u>14,303.01</u>	<u>15,742.77</u>
Cash Flow Before Prior Period Adjustments	g=e-f	8,877.26	6,776.97
Prior Period Adjustments	h	<u>(30.38)</u>	<u>(818.15)</u>
Net Cash Flow from Operating Activities	i=g+h	8,846.88	5,958.82



Cash Flow Statement (Cont.)

FOR THE YEAR ENDED 31ST MARCH, 2016

	Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
B) Cash Flow from Investing Activities		
Payments Towards Capital Expenditure	(3,055.12)	(6,308.06)
Sale of Fixed Assets	11.40	15.20
Interest Received	22,411.22	18,324.27
Dividend Received	682.53	676.95
Redemption of Investment in Fixed Maturity Plans of Mutual Funds	13,533.08	78,619.82
Purchase of Investment in Fixed Maturity Plans of Mutual Funds	-	(12,400.00)
Investment in Liquid Plans of Mutual Funds (Net)	(1,201.38)	-
Fixed Deposit Placed with Banks having Original Maturity of More than Three Months	(264,641.66)	(240,893.79)
Fixed Deposit with Banks Matured having Original Maturity of More than Three Months	240,092.32	179,968.79
Amount Received from PII	1,180.00	-
Investment in Joint Ventures	(2,200.00)	(244.00)
Divestment in Subsidiary	32.72	-
Divestment in Joint Venture	54.50	495.35
Net Cash Flow from Investing Activities j	6,899.61	18,254.53
C) Cash Flow from Financing Activities		
Dividend Payment (Including Dividend Tax)	(8,059.68)	(11,791.98)
Interim Dividend Payment (Including Dividend Tax)	(8,069.87)	(12,089.14)
Net Cash Flow from Financing Activities k	(16,129.55)	(23,881.12)
Increase/ (Decrease) in Cash & Cash Equivalents i+j+k	(383.06)	332.23
Cash & Cash Equivalents at the Beginning of the Period	1,254.85	922.62
Cash & Cash Equivalents at the Close of the Period	871.79	1,254.85
Increase/ (Decrease) in Cash and Cash Equivalents	(383.06)	332.23

NOTES:

1 The Cash Flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 "Cash Flow Statements".

2 Cash & Cash Equivalents represents :

i) Cash and Stamps in Hands	9.15	9.13
ii) Balance with Banks in Current Account	862.64	1232.57
iii) Remittance in Transit	0.00	13.15
Total	871.79	1254.85

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for **ARUN K AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899

Significant Accounting Policies and Notes to Accounts

1) Significant Accounting Policies

1.1 ACCOUNTING CONCEPTS

The accounts are prepared on historical cost concept based on accrual method of accounting as a going concern, consistent with generally accepted accounting principles in accordance with the mandatory accounting standards and disclosure requirements as per the provisions of the Companies Act, 2013.

1.2 REVENUE RECOGNITION

(A) Revenue from services rendered is accounted for:

- (a) In the case of cost plus jobs, on the basis of amount billable under the contracts;
- (b) In the case of lumpsum services and turnkey contracts, as proportion of actual direct costs of the work to latest estimated total direct cost of the work; and
- (c) In the case of inspection contracts providing for a percentage fee on equipment/project cost, on the basis of physical progress duly certified.

(B) Other claims including interest on outstandings are accounted for when there is virtual certainty of ultimate collection.

1.3 TURNOVER/WORK-IN-PROGRESS

(A) No income has been taken into account on jobs for which:

- a) The terms of remuneration receivable by the Company have not been settled and/or scope of work has not been clearly defined and, therefore, it is not possible in the absence of settled terms to determine whether there is a profit or loss on such jobs. However, in cases where minimum undisputed terms have been agreed to by the clients, income has been accounted for on the basis of such undisputed terms though the final terms are still to be settled.
- b) The terms have been agreed to at lumpsum services / turnkey contracts and outcome of job cannot be estimated reliably

(B) The Cost of such jobs as stated in 'A' above is carried forward as work-in- progress at actual direct cost.

1.4 CASH & CASH EQUIVALENT

- i) Cash comprises cash on hand and demand deposits i.e. balances held with banks in current accounts for unrestrictive use;
- ii) Cash equivalents are short term, highly liquid investments that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value. The Company considers unrestrictive time deposits with banks having an original maturity of three months or less as cash equivalent.

1.5 FIXED ASSETS

- a) Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation. Cost of acquisition is inclusive of freight, duties, taxes and other incidental expenses.
- b) The cost of any software purchased initially along with the computer hardware is being capitalised along with the cost of the hardware. Any subsequent acquisition / upgradation of software is being capitalized as an intangible asset.
- c) Whenever any new office space is acquired and partitions/fixtures and fittings are provided to make it suitable for use, the expenditure on the same is capitalised and depreciation charged as per Para 1.6 (a) below. All expenditure on subsequent modifications and repairs of partitions/fixtures and fittings are charged to revenue in the year it is incurred.

1.6 DEPRECIATION & AMORTIZATION

- a) Depreciation on fixed assets is charged on straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by the Committee consisting of Technical experts and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013, whichever is higher.
- b) No depreciation has been provided in the case of land which is on perpetual lease or where no lease deeds have been executed. Premium paid on land where lease agreements have been executed are written off over the period of lease proportionately.
- c) The cost of capitalized software is amortized over a period of three years from the date of its acquisition. However, software individually costing upto ₹5 lakhs is fully amortized during the year of its acquisition.
- d) 100% depreciation is provided on library books in the year of purchase since individual books are low value items.
- e) Assets individually costing less than ₹5,000 are fully depreciated in the year of acquisition.



1.7 IMPAIRMENT OF ASSETS

Impairment of cash generating assets are reviewed for impairment whenever an event or changes in circumstances indicate that carrying amount of such assets may not be recoverable. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of assets. If it is found that some of the impairment losses already recognized needs to be reversed the same are recognized in the statement of Profit & Loss Account in the year of reversal.

1.8 INVENTORIES

Inventories in respect of stores, spares and chemicals etc. are valued at cost or net realisable value whichever is less. Cost is determined on "First In, First Out" basis.

1.9 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are liabilities involving substantial degree of estimation are recognized when there is a present obligation as a result of past event having probability of outflow of resources and a reliable estimate can be made of such an obligation. Contingent liabilities are disclosed by way of note unless the possibility of outflow is remote. Contingent assets are neither recognized nor disclosed in the financial statements.

1.10 PROVISION FOR CONTRACTUAL OBLIGATIONS

The provision for estimated liabilities on account of guarantees & warranties etc. in respect of lumpsum services and turnkey contracts awarded to the Company are being made on the basis of management's assessment of risk and consequential probable liabilities on each such job.

1.11 FOREIGN CURRENCY TRANSACTIONS

- a) Fixed assets are incorporated at the rates in force when transaction takes place.
- b) Current Assets and Current Liabilities including Cash and Bank balances are carried at the year end exchange rates. Any gain or loss on account of exchange difference is charged to the Profit & Loss Account.
- c) Foreign currency transactions (Income & Expenditure) are accounted for at average monthly rates based on market rates for preceding month in respect of Pound Sterling, US Dollars, Euro, Australian Dollar, Canadian Dollar, Swiss Franc & Japanese Yen and in respect of other currencies at Government rates prevailing in the month. Payments to sub-contractors/vendors from Foreign Currency (FCN) account are recorded at bank rate prevailing on the date of transaction.
- d) Premium/discount arising at the inception of the forward contracts entered into to hedge the foreign currency risks are amortized as expense/income over the life of the contract. Outstanding forward contracts as at reporting date are restated at the exchange rate prevailing on that date.

1.12 RESEARCH AND DEVELOPMENT EXPENDITURE/GOVERNMENT GRANT

- (a) Revenue expenditure on Research and Development is charged to Profit and Loss Account in the year the expenditure is incurred. Capital Expenditure on Research and Development is capitalized under respective fixed assets.
- (b) Government grant of capital nature for promotion and setting up of R&D Centre is treated as Capital Reserve and shown separately under Reserves and Surplus.
- (c) Government grant against specific fixed asset is deducted from the gross value of the concerned asset.
- (d) Funds received from Government Agencies to carry out Research and Development activities are shown under the Head 'other income' as adjustment against expenditure incurred. Unutilised funds are shown under other liabilities.

1.13 RETIREMENT / OTHER LONG TERM EMPLOYEE BENEFITS

- a) Liability in respect of Gratuity, a defined benefit plan, is being paid to a fund maintained by LIC and administered through a separate irrevocable trust set up by the Company. Difference between the fund balance and accrued liability at the end of the year based on actuarial valuation is charged to Profit & Loss Account.
- b) Liability towards carried forward leave and post retirement medical benefits, being defined benefit plans, is paid to a fund maintained by LIC and difference between the fund balance and accrued liability at the end of the year based on actuarial valuation is charged to Profit & Loss Account.
- c) Contributions with respect to Provident Fund, a defined contribution plan, are made to the trust set-up by the Company for the purpose.
- d) Contribution with respect to Superannuation Scheme, a defined contribution plan for employees is paid to a fund maintained by the Life Insurance Corporation of India and administered through separate irrecoverable Trust set up by the Company.
- e) Liability in respect of other long term/terminal employee benefits, being defined benefit plans, is recognized on the basis of actuarial valuation.
- f) Voluntary retirement expenses are charged to Profit & Loss Account in the year of its incurrence.

**1.14 OPERATING LEASES**

- i) Assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on accrual basis.
- ii) Assets leased out under operating leases are capitalized. Rental income is recognized on accrual basis over the lease term.

1.15 Expenses/Income booked to Profit and Loss Account are after adjustment of excess/short provisions. However, in cases of specific provisions where no expenses/income has been incurred/received against such provisions, the same are adjusted as excess provisions of previous years written back/Miscellaneous income.

1.16 Dividend on Units/Shares is accounted for on declaration made upto the close of the accounting year. Income distributed/undistributed surplus on investment in an AOP is recognised as income as per intimation received.

1.17 TAXES ON INCOME

Current tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Asset is recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred assets can be realised.

1.18 INVESTMENT

Long-term investments are carried at cost. However, when there is a decline, other than temporary, in the value of a long-term investment, the carrying amount is reduced to recognise the decline.

Current Investments i.e. investments which are intended to be held for not more than twelve months from the date of investment are carried at the lower of cost or market value.

1.19 OIL & GAS EXPLORATION ACTIVITIES

- A) The Company follows 'Successful Efforts Method' in accounting for Oil & Gas exploration and production activities as detailed below:
 - a) Survey costs are charged as expense in the year of its incurrence.
 - b) Acquisition costs, cost of incomplete/ undecided exploratory wells and development costs are carried as capital work in progress till these are either transferred to producing properties on completion or expensed in the year when determined to be dry as the case may be.
- B) The Company's share of proved oil and gas reserves are disclosed when notified by the operator of the relevant block.
- C) The Company's proportionate share in the assets, liabilities, income and expenditure of jointly controlled assets are accounted for as per the participating interest.



2) Notes to Accounts for the Year Ended 31st March, 2016

2.1) Share Capital :

The Company at present is having only one class of share capital i.e. equity share capital. The requisite disclosure in respect of share capital are as under :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
Authorised		
600,000,000 Equity shares of Par Value of ₹ 5 each (Previous Year :	30000.00	30000.00
600,000,000 Equity shares of Par Value of ₹ 5 each)		
Issued		
337,017,600 Equity shares of Par Value of ₹ 5 each (Previous year :	16850.88	16850.88
337,017,600 Equity shares of Par Value of ₹ 5 each)		
Subscribed and Paid up		
336,936,600 Equity shares of Par Value of ₹ 5 each (Previous Year :	16846.83	16846.83
336,936,600 Equity shares of Par Value of ₹ 5 each) fully paid up		
Add: Forfeited Shares		
Amount originally paid up on 2,600 Equity shares of Par Value of		
₹ 5 each (Previous Year : 2,600 equity shares of Par Value of ₹ 5 each)	0.01	0.01
	16846.84	16846.84

Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period :

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
No. of shares outstanding at the beginning of the period	336936600	336936600
No. of shares outstanding at the close of the period	336936600	336936600

Rights, Preferences and Restrictions attaching to Equity Shares

The Company is having one Class of Equity Shares having a Par Value of ₹ 5 each. Each Shareholder is eligible for one vote per Share held. The Dividend proposed by Board of Directors is subject to the approval of Shareholders in the ensuing Annual General Meeting except in case of Interim Dividend. In the event of Liquidation , Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all Preferential amount in proportion to their Shareholding.

Details of each Shareholder holding more than 5 percent shares

Name of the shareholder	Number of shares held as at 31 st March, 2016	Number of shares held as at 31 st March, 2015
President of India	200025251 59.37%	233727299 69.37%
Life Insurance Corporation of India	18690269 5.55%	15430085 4.58%

Other disclosures

	as at 31 st March, 2016	as at 31 st March, 2015
Aggregate number of equity shares having par value of ₹ 5/- each allotted as fully paid up by way of bonus share during the period of five years immediately preceding the Balance sheet date	-	224624400

**2.2) Reserves & Surplus :**

The Classification of Reserves & Surplus disclosing therein Appropriation /Allocation/Transfers is detailed as under :

	as at 31 st March, 2016 ₹ in lakhs			as at 31 st March, 2015 ₹ in lakhs		
A. General Reserve						
Balance as per last						
Balance sheet	236943.10			226308.64		
Less: Adjustment for additional depreciation (net of deferred tax) in terms of Schedule II of the Companies Act, 2013 for assets whose useful life as on 1-4-2014 is Nil	0.00			34.77		
Add: Transferred from Profit and Loss Account	<u>9758.69</u>	<u>246701.79</u>	246701.79	<u>10669.23</u>	<u>236943.10</u>	236943.10
B. Profit & Loss Account						
Balance as per last						
Balance sheet	0.00			0.00		
Add: Transferred from Statement of Profit and Loss	25830.96			30797.64		
Add: Transferred from CSR Activity Reserve	<u>1410.11</u>	27241.07		<u>1,681.90</u>	<u>32479.54</u>	
Less: Appropriations :						
Interim Dividend	6738.73			10108.10		
Proposed Final Dividend	6738.73			6738.73		
Tax on Interim / Proposed Dividend	2641.91			3301.99		
Transfer to CSR Activity Reserve	1363.01			1661.49		
Transfer to General Reserve	<u>9758.69</u>	<u>27241.07</u>	0.00	<u>10669.23</u>	<u>32479.54</u>	0.00
C. CSR Activity Reserve						
Balance as per last						
Balance sheet	2800.15			2820.56		
Less: Transfer to Profit and Loss Account	<u>1410.11</u>			<u>1681.90</u>		
	1390.04			1138.66		
Add: Transferred from Profit and Loss Account	<u>1363.01</u>	<u>2753.05</u>	2753.05	<u>1661.49</u>	<u>2800.15</u>	2800.15
D. Capital Reserve						
Capital Grant Received from Oil Industry Development Board for R&D Centre			200.00			200.00
			<u>249654.84</u>			<u>239943.25</u>

2.3) Non- Current Liabilities :

The Disclosure of Non-Current Liabilities Including their sub-Classification into major heads is given as under :

	as at 31 st March, 2016 ₹ in lakhs			as at 31 st March, 2015 ₹ in lakhs	
2.3 (A) Other Long Term Liabilities :					
Security Deposits & Retentions	153.28			78.28	
Advances Received from Clients	1441.98			143.51	
	<u>1595.26</u>			<u>221.79</u>	
2.3 (B) Long Term Provisions :					
Employees' Post Retirement/ Long Term Benefits	783.36			1746.82	
	<u>783.36</u>			<u>1746.82</u>	



2.4) Current Liabilities :

The Disclosure of Current Liabilities Including their sub-Classification into major heads is given as under :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
2.4 (A) Trade Payables	20250.03	24655.80
	20250.03	24655.80
2.4 (B) Other Current Liabilities :		
Security Deposits & Retentions	18639.17	21049.73
Advances Received from Clients	2345.72	4917.36
Income Received in Advance *	42245.80	21485.22
Capital Creditors	1883.83	1279.77
Service Tax Payable	96.50	188.88
Unpaid Dividend **	77.28	92.95
Other Payables :		
-Withholding for Employees including Employers Contribution	1156.03	1122.30
- Withholding for Income Taxes	1432.82	2749.61
- Accrued Employees Benefits	1659.29	2190.47
- Amount held on behalf of Clients	5099.11	2066.73
- Others	921.20	926.34
	10268.45	9055.45
	75556.75	58069.36
2.4 (C) Short Term Provisions :		
Employees' Post Retirement/ Long Term Benefits	4284.74	3663.31
Contractual Obligations	28839.25	27906.45
Expected losses	1504.89	7551.16
Provision for losses of Joint Venture	44.83	46.65
Provision for Corporate Social Responsibility	209.09	226.90
Provision for Taxation	12576.28	15947.00
Less: Advance Income Tax	12305.45	13290.34
Proposed Dividend	6738.73	6738.73
Tax on Dividend	1310.77	1320.95
	43203.13	50110.81

* Represents Gross amount due to Customer for Contract Work in terms of Accounting Standard (AS-7) "Construction Contracts"

** Excluding amount due for payment to Investor Education And Protection Fund

2.5) Fixed Assets

(₹ in Lakhs)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS ON 31 st March, 2015	ADD. FOR YR.	SOLD/ RECL/ TRNS/ ADJ.	AS ON 31 st March, 2016	DEP UPTO 31 st March, 2015	DEP FOR YEAR	ADJ. DURING THE YEAR	TOT. DEP. 31 st March, 2016	WDV AS ON 31 st March, 2016	WDV AS ON 31 st March, 2015
Tangible Assets :										
Land Freehold	298.08	0.00	0.00	298.08	0.00	0.00	0.00	0.00	298.08	298.08
Land Leasehold	1611.55	0.00	0.00	1611.55	59.77	13.90	0.00	73.67	1537.88	1551.78
Building	25169.37	2286.54	326.79	27129.12	3588.01	987.45	116.89	4458.57	22670.55	21581.36
Plant & Machinery	1087.81	0.00	0.00	1087.81	1044.27	0.00	0.00	1044.27	43.54	43.54
Furniture, Fixtures And Office/Constn. Equipment	3641.51	207.81	18.36	3830.96	2061.56	251.87	6.30	2307.13	1523.83	1579.95
Computer Hardware	7050.02	597.23	82.67	7564.58	5345.79	710.97	77.82	5978.94	1585.64	1704.23
Motor Vehicles	9.10	0.05	0.00	9.15	8.77	0.05	0.00	8.82	0.33	0.33
Library Books	491.67	2.40	0.02	494.05	491.67	2.40	0.02	494.05	0.00	0.00
Total Tangible Assets	39359.11	3094.03	427.84	42025.30	12599.84	1966.64	201.03	14365.45	27659.85	26759.27
Intangible Assets :										
Computer Software	4550.06	526.99	0.33	5076.72	4339.16	521.43	0.33	4860.26	216.46	210.90
Total Intangible Assets	4550.06	526.99	0.33	5076.72	4339.16	521.43	0.33	4860.26	216.46	210.90
TOTAL	43909.17	3621.02	428.17	47102.02	16939.00	2488.07	201.36	19225.71	27876.31	26970.17
PREVIOUS YEAR	27243.98	17244.61	136.55	43909.17	15453.86	2045.45	129.44	16939.00	26970.17	11790.12
CAPITAL WORK IN PROGRESS									2439.25	1911.20

Note :

- Depreciation for the year includes prior period depreciation of ₹ 7.33 Lakhs (Previous Year : ₹ 30.04 Lakhs)
- Above excludes Fixed Assets having WDV of ₹ 13.33 Lakhs (Previous Year : ₹ 12.00 Lakhs) shown as Assets held for disposal under Note 2.9 (F) "Other Current Assets"



2.6) Non Current Investments :

The Classification of Non Current Investments (Long Term) into different categories with requisite details is given as under :

	as at 31 st March, 2016 ₹ in lakhs		as at 31 st March, 2015 ₹ in lakhs	
I. Trade (At Cost)				
Unquoted				
Investment in Association of Persons (AOP):				
Capital Contribution in Petroleum India International	5.00		500.00	
Share in Accumulated Surplus of Petroleum India International	219.85	224.85	827.88	1327.88
TOTAL (a)		224.85		1327.88

Other Member Companies are: Bharat Petroleum Corporation Ltd, Hindustan Petroleum Corporation Limited, Indian Oil Corporation Limited, Indian Petrochemical Corporation Limited, Chennai Petroleum Corporation Limited and Oil India Limited.

Oil and Natural Gas Corporation of India Limited was member till June, 2001.

Details of share in accumulated surplus for investment in Petroleum India International, an association of person in which the Company is a member, based on last available annual audited accounts for the financial year 2014-15 and amount received during the current year is as under:

(₹ in Lakhs)

Balance as on 1 st April, 2015	Share of Profit accounted during year 2015-16	Amount transferred from Capital	Amount received during the year 2015-16	Balance as on 31 st March, 2016
827.88	76.97	495.00	1180.00	219.85 *

Petroleum India International during financial year 2010-11 has ceased its business activities and is in process of dissolution.

* Refer Note No. 2.42

II. Other Than Trade

Unquoted (At cost less diminution in value other than temporary)

Investment in Subsidiary Companies

1) Eil Asia Pacific Sdn Bhd Malaysia *

Nil (Previous Year : 2,50,000 Ordinary shares of RM 1 each fully paid up in wholly owned subsidiary company, out of which 2,25,000 Equity shares were received by way of Bonus shares)	0.00	3.04
--	------	------

2) Certification Engineers International Limited

1,00,000 Equity Shares @ ₹ 100 each fully paid up in wholly owned subsidiary company, out of which 80,000 equity shares were received by way of Bonus shares	20.00	20.00
--	-------	-------

Investment in Joint Venture Companies

1) TEIL Projects Limited

49,99,997 Equity shares of ₹ 10 each fully paid up	500.00	500.00
Less : Provision for diminution in value of investment	500.00	0.00
		500.00
		0.00

2) Jabal Elliot Co. Ltd.

500,000 shares of SR 10 each fully paid up	599.00	599.00
Less : Historical cost of part repatriated capital of SR 3308713.33	396.38	359.40
Less : Provision for diminution in value of investment	200.00	2.62
		195.56
		44.04

**3) Ramagundam Fertilizers and Chemicals Limited ****

15440004 shares of ₹ 10 each fully paid up (Previous Year: 2440004 shares of ₹ 10 each fully paid up)

	2444.00	244.00
TOTAL (b)	2466.62	311.08

* Members Voluntary Winding up and proceeds amounted to ₹ 32.72 Lakhs received during the current year.

** Includes Share Application money for 9000000 shares of ₹ 10 each fully paid amounting to ₹ 900.00 Lakhs against which shares has been allotted on 29th April, 2016.

TOTAL (a+b)	2691.47	1638.96
--------------------	----------------	----------------

Aggregate Value of Unquoted Investments - Gross Book Value	3391.47	2334.52
Aggregate Provision for diminution in value of investments	700.00	695.56

2.7) Long Term Loans & Advances :

The details of Long terms Loans & Advances classified under different heads is disclosed hereunder :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
a) Capital Advances - Unsecured (Considered Good)	36.06	314.00
b) Security Deposit :		
Unsecured- Considered Good	122.00	108.12
c) Loans & Advances to Related Parties :		
Secured-Considered Good:	0.00	0.00
Unsecured-Considered Good:		
Directors	0.00	0.00
Others	5.62	6.09
d) Other Loans and Advances		
(Advances Recoverable in Cash or in Kind or for value to be received):		
Secured-Considered Good:		
Employees	1730.08	1754.93
Unsecured-Considered Good:		
Employees	2124.85	2039.57
Others	10.92	16.33
Advance Income Tax	37194.08	50254.84
Less :Provision for Taxation	37016.09	49876.29
Advance Fringe Benefit Tax	0.00	3.50
	4207.52	4621.09



2.8) Other Non Current Assets :

Details of other Non-Current Assets Classified under different heads is disclosed hereunder :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
Bank Balances :		
Non-Current Bank Deposits	7587.00	58.14
Total (A)	7587.00	58.14
The above includes Bank Deposits ₹ 88.00 Lakhs (Previous Year ₹ 58.14 Lakhs) held as Margin Money/Security against Bank Gurantees.		
Others :		
Interest Accrued on Non-Current Bank Deposits	1.55	0.00
Total (B)	1.55	0.00
Total (A+B)	7588.55	58.14

2.9) Current Assets :

The details of Current Assets Classified under different heads is given as below :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
2.9 (A) Current Investments :		
1) Current Maturity of Long Term Investments - (At Cost Less Diminution in Value Other than Temporary)		
Other than Trade		
Quoted		
Investment In units of Fixed Maturity Plan of Mutual Funds		
No. of Units		
Nil UTI Fixed Term Income Fund Series XVIII-V (370 Days)	0.00	4500.00
(Previous Year : 45000000) Direct Growth Plan of ₹ 10 Each		
Nil SBI Debt Fund Series-A 17 - 366 Days	0.00	7900.00
(Previous Year : 79000000) Direct Growth Plan of ₹ 10 Each		
TOTAL (a)	0.00	12400.00
2) Other Current Investments (lower of cost or net realizable value)		
Other than trade		
Quoted		
In Units of Liquid Plans of mutual funds		
No. of Units		
119821.108 BOI AXA Liquid Fund- Direct Plan	1201.38	0.00
(Previous Year : Nil) Daily Dividend Reinvestment ₹ 1000 Each		
TOTAL (b)	1201.38	0.00
TOTAL (a+b)	1201.38	12400.00
Aggregate Value of Quoted Investments - Book Value	1201.38	12400.00
Aggregate Value of Quoted Investments - Market Value	1201.38	13493.18



	as at 31 st March, 2016 ₹ in lakhs		as at 31 st March, 2015 ₹ in lakhs	
2.9 (B) Inventories (lower of cost or net realizable value) :				
Stores, Spares and Chemicals in Hand		100.85		81.09
		<u>100.85</u>		<u>81.09</u>
2.9 (C) Trade Receivables (Unsecured)				
Trade Receivable Outstanding for a period exceeding six months from the date they are due for payment:				
Considered Good	8221.37		13665.12	
Considered Doubtful	<u>7054.70</u>		<u>4796.87</u>	
	15276.07		18461.99	
Other Trade Receivable: Considered Good	<u>27986.77</u>		<u>28941.06</u>	
	43262.84		47403.05	
Less: Provision for Doubtful Debts	<u>7054.70</u>	<u>36208.14</u>	<u>4796.87</u>	<u>42606.18</u>
2.9 (D) Cash And Bank Balances :				
Cash & Cash Equivalents:				
Balances with Banks in Current Account #	862.64		1232.57	
Remittance in Transit	0.00		13.15	
Cash & Stamps on Hand #	<u>9.15</u>	871.79	<u>9.13</u>	1254.85
Other Bank Balances :				
Unpaid Dividend Account	77.28		92.95	
Held on Behalf of Clients	5099.11		2066.73	
Balances with Banks in deposits account having maturity of more than three months but are due for maturity within twelve months of balance sheet date *	<u>250898.24</u>	<u>256074.63</u>	233877.76	<u>236037.44</u>
		<u>256946.42</u>		<u>237292.29</u>

* Includes Bank deposits having more than twelve months original maturity of ₹ 62590.00 Lakhs (Previous Year : ₹ 32625.00 Lakhs)

* Includes Bank deposits ₹ 87.40 Lakhs (Previous Year : ₹ 92.76 Lakhs) held as margin Money/Security against Bank Guarantees.

Includes ₹ 91.03 Lakhs (Previous Year : ₹ 62.19 Lakhs) in currencies which are not repatriable.



	as at 31 st March, 2016 ₹ in lakhs		as at 31 st March, 2015 ₹ in lakhs	
2.9 (E) Short Term Loans & Advances :				
a) Loans & Advances to Related Parties :				
Secured-Considered Good:				
Directors		0.00		0.59
Unsecured-Considered Good:				
Directors	0.00		0.21	
Others	<u>0.77</u>	0.77	<u>0.81</u>	1.02
b) Security Deposit				
Unsecured- Considered Good	215.03		204.59	
Unsecured-Considered Doubtful	<u>0.69</u>		<u>0.69</u>	
	215.72		205.28	
Less: Provision for Doubtful Deposits	<u>0.69</u>	215.03	<u>0.69</u>	204.59
c) Other Loans and Advances :				
(Advances Recoverable in Cash or in Kind or for Value to be Received):				
Secured-Considered Good:				
Employees	237.52		259.69	
Unsecured-Considered Good:				
Employees	1084.60		997.78	
Prepaid Expenses	473.66		392.06	
Advances to Vendors/Contractors	3635.47		5223.19	
Retention against Contracts	613.64		587.74	
Claims Receivable	0.60		0.60	
Others	868.37		863.00	
Unsecured - Considered Doubtful :				
Employees	1.36		1.36	
Advances to Vendors/Contractors	2.58		2.58	
Claims Receivable	1.79		286.30	
Others	<u>2.67</u>		<u>0.00</u>	
	6922.26		8614.30	
Less: Provision for Doubtful Loans & Advances	<u>8.40</u>	6913.86	<u>290.24</u>	8324.06
TOTAL (a+b+c)		<u><u>7129.66</u></u>	<u><u>8530.26</u></u>	
2.9 (F) Other Current Assets :				
Work In Progress *		327.99		48.87
Fixed asset held for disposal		13.33		12.00
Interest Accrued on Current Bank Deposits		4519.18		4968.18
Unbilled Revenue **		34696.90		27261.48
		<u><u>39557.40</u></u>		<u><u>32290.53</u></u>

* As taken, valued and certified by the management

** Represents Gross amount due from Customer for Contract Work in terms of Accounting Standard (AS-7) "Construction Contracts"



	Year ended 31 st March, 2016 ₹ in lakhs			Year ended 31 st March, 2015 ₹ in lakhs		
2.10 Revenue from Operations :						
The details of Revenue from operations for different components of revenue is detailed as below :						
A) Consultancy & Engineering Services			98904.97			95411.53
			<u>98904.97</u>			<u>95411.53</u>
B) Turnkey Projects			50400.19			76458.74
			<u>50400.19</u>			<u>76458.74</u>
Total (A+B)			<u>149305.16</u>			<u>171870.27</u>
Increase/(Decrease) in Work-in-Progress						
A) Consultancy & Engineering Services						
Closing Work-in-Progress	327.99			4.50		
Less: Opening Work-in-Progress	<u>4.50</u>	323.49		<u>618.72</u>	(614.22)	
B) Turnkey Projects						
Closing Work-in-Progress	0.00			44.37		
Less: Opening Work-in-Progress	<u>44.37</u>	(44.37)	<u>279.12</u>	0.00	44.37	<u>(569.85)</u>
2.11 Other Income						
The details of other Income into various categories is disclosed hereunder :						
Interest Earned (Gross) :						
Bank deposits		21227.93				18565.75
Loans to Employees		166.74				161.97
Others		851.66				543.50
		<u>22246.33</u>				<u>19271.22</u>
Income from Long Term Investments:						
Share of Profit from AOP (Trade Investment)		76.97				59.43
Dividend income from Subsidiary Company		450.00				400.00
Dividend Income from Current Investments		232.53				276.95
Capital Gain on redemption of Investments in Mutual Funds		1133.08				6719.82
Funds recd. for expenditure against R&D	4.08			189.47		
Less: Utilisation	<u>(4.08)</u>	-		<u>(189.47)</u>	-	
Profit on Sale of Assets		0.96				12.49
Gain on Disposal of Subsidiary		29.68				0.00
Foreign Exchange Difference (Net) *		509.14				0.00
Miscellaneous Income		<u>1015.07</u>				<u>570.89</u>
		3447.43	25693.76		8039.58	27310.80

*Includes ₹ 17.52 Lakhs towards exchange gain on repatriation of Joint Venture's part capital.



	Year ended 31 st March, 2016 ₹ in lakhs		Year ended 31 st March, 2015 ₹ in lakhs	
Expenses :				
The Details of expenses under various heads as per their nature is as given below :				
2.12) Technical Assistance/Sub Contracts		21072.28		32976.69
2.13) Construction Materials & Equipments		36966.29		25371.43
2.14) Employee Benefits Expense :				
Salaries and Allowances @				
Staff	46891.90		45399.65	
Directors	161.02	47052.92	271.94	45671.59
Contribution towards Employees Pension and Provident Fund & Administration Charges thereon:				
Staff	3981.32		3842.41	
Directors	12.81	3994.13	13.59	3856.00
Contribution towards Employees Defined Contributory Superannuation Scheme:				
Staff	4405.55		4830.06	
Directors	14.41	4419.96	17.36	4847.42
Staff Welfare				
Staff	3464.14		4160.79	
Directors	4.88	3469.02	4.69	4165.48
Contribution to Gratuity Fund*	332.40		657.90	
Less: Contribution received from Others	0.00	332.40	3.50	654.40
		59268.43		59194.89

@ Salaries and Allowances Includes :

a) Provision for Bonus of ₹ 0.08 Lakhs (Previous Year : ₹ 0.08 Lakhs).

b) ₹ 2532.97 Lakhs (Previous Year : ₹ 1827.23 Lakhs) on account of Leave Encashment Funded Scheme with LIC of India.

* Includes Term Insurance Premium paid to LIC of India.

	Year ended 31 st March, 2016 ₹ in lakhs		Year ended 31 st March, 2015 ₹ in lakhs	
2.15 Depreciation & Amortization Expense				
Depreciation & Amortization Expense		2480.74		1962.74
		2480.74		1962.74



	Year ended 31 st March, 2016 ₹ in lakhs		Year ended 31 st March, 2015 ₹ in lakhs	
2.16 Finance Cost :				
Interest on:				
Others		10.37		23.16
		<u>10.37</u>		<u>23.16</u>
2.17 Other Expenses :				
2.17 (a) Facilities :				
Rent :				
Office		560.82		548.16
Residential Accommodation				
Staff	1324.22		1053.56	
Directors	<u>8.40</u>	1332.62	<u>10.41</u>	1063.97
Less: Recovered - Staff	179.28		152.61	
- Directors	<u>1.43</u>	<u>180.71</u>	<u>1.66</u>	<u>154.27</u>
		1151.91		909.70
Light ,Water & Power		1185.59		1189.02
Insurance		279.09		557.10
Misc. Repairs & Maintenance		2724.78		2223.58
Repair and Maintenance of own building		131.12		108.10
Repair and Maintenance of Plant and Machinery		286.72		180.46
Hire Charges of Office Equipments		14.63		20.28
		<u>6334.66</u>		<u>5736.40</u>
2.17 (b) Corporate Cost :				
Bank Charges		169.21		165.80
Sitting Fees to Independent Directors		5.84		11.70
Advertisement for Tender & Recruitment		593.65		706.44
Publicity		350.15		222.14
Subscription		138.51		147.74
Entertainment		174.94		244.07
Foreign Exchange Difference (net)*		0.00		224.17
Remuneration to Auditors:				
For Audit	7.80		7.80	
For Tax Audit	1.65		1.65	
Out of Pocket	0.00		1.05	
Others	<u>5.49</u>	14.94	<u>5.43</u>	15.93
Filing Fee		0.64		1.16
Legal & Professional Charges		452.04		383.37
Licences & Taxes		298.55		256.70
Loss on Sale of Assets		1.07		0.10
Fixed Assets Written off		2.00		4.31
		<u>2201.54</u>		<u>2383.63</u>

* Includes Nil (Previous Year : ₹ 135.95 Lakhs) towards exchange gain on repatriation of Joint Venture's part capital.



	Year ended 31 st March, 2016 ₹ in lakhs		Year ended 31 st March, 2015 ₹ in lakhs	
2.17 (c) Other Costs				
Consumables/Stores/Equipment R&D Centre		81.99		270.16
Travel & Conveyance				
Directors @	58.81		70.55	
Others	<u>7445.67</u>	7504.48	<u>8028.11</u>	8098.66
Printing , Stationery & General Office Supplies		416.36		427.70
Newspapers and Periodicals		29.49		69.99
Postage & Telecommunications		541.75		609.06
Courier ,Transportation & Handling		50.92		53.85
Commission to Foreign Agents		370.58		434.24
Provision for Doubtful Debts& Advances (net)		1,975.99		807.70
Bad Debts written off		166.54		19.76
Deposits written off		2.03		0.00
Provision for Contractual obligations (net)		932.80		2,465.59
Provision for expected losses (net)		(6,046.27)		7551.16
Provision for Diminution in value of Investment in Joint Ventures		4.44		64.38
Provision for losses of Joint Ventures		(1.82)		46.65
Training Expenses				
Travel	22.27		67.44	
Others	<u>163.97</u>	186.24	<u>251.50</u>	318.94
CSR Expenses		1410.11		1681.90
Expenditure relating to Oil & Gas exploration blocks		172.08		719.98
Miscellaneous Expenses		167.49		92.48
		<u>7965.20</u>		<u>23732.20</u>
Less: Inhouse expenditure relating to				
Capital Works	255.55		338.33	
CSR	<u>0.00</u>	255.55	<u>5.37</u>	343.70
		<u>7709.65</u>		<u>23388.50</u>

@ Includes recovery of ₹ 1.32 Lakhs on account of use of car (Previous Year : ₹ 1.52 lakhs)

2.18 Contingent Liabilities and Commitments

i) Contingent Liabilities:

- a) Claims against the Company not acknowledged as debt.

Commercial claims including employee's claims pending in the Courts or lying with Arbitrators amounting to ₹ 5509.03 Lakhs (Previous year: ₹ 4518.75 Lakhs).

- b) Income Tax/ Wealth Tax assessments have been completed upto the assessment year 2013-14.

Company has filed an application for rectification u/s 154 of short credit given for Advance tax, Tax Deducted at Source (TDS) and other processing mistakes amounting to ₹ 1496.59 Lakhs for assessment year 2012-13 (Previous Year : ₹ 348.86 Lakhs for assessment years 2010-11 and 2011-12).

Income Tax Department is in appeal for an amount of ₹ 363.37 Lakhs with Income Tax Appellate Tribunal against the Commissioner of Income Tax (Appeals) Orders in Company's favour for the Assessment Years 2002-03, 2004-05 , 2010-11 and 2011-12 (Previous Year : ₹ 312.55 Lakhs for assessment years 2002-03, 2004-05 and 2010-11).

Company has filed an appeal with Commissioner of Income Tax (Appeal) for an amount of ₹ 133.04 Lakhs against the order of Assessing Officer u/s 143(3) for the Assessment Year 2012-13 and 2013-14 (Previous Year: ₹ 43.48 Lakhs for assessment years 2012-13).

Company has filed an appeal with Commissioner of Income Tax (Appeals) for an amount of ₹ 0.32 Lakhs (Previous year: ₹ 0.32 Lakhs) against the order of Assistant Commissioner of Income Tax (TDS) u/s 201(1) for the Assessment Year 2009-10.

Company has filed a special leave petition (SLP) before the Supreme Court for an amount of ₹ 105.37 Lakhs (Previous Year: Nil) against the order of Delhi High Court regarding interest u/s 244A for the assessment year 2006-07.

Company has filed an appeal against demand of service tax (inclusive of penalty of ₹ 31.44 Lakhs) for ₹ 62.87 Lakhs (Previous Year: ₹ 62.87 lakhs) and interest thereon by Commissioner of Central Excise (Appeals) for the period 01.4.2002 to 17.4.2006 before Customs, Excise and Service Tax Appellate Tribunal (CESTAT).

The Company has filed an appeal against the order of Additional Commissioner (Appeals), Mathura before Sales Tax Tribunal, Agra for an amount of ₹ 132.53 Lakhs (Previous Year : ₹ 132.53 Lakhs) in respect of assessment year 1999-2000 and ₹ 116.12 Lakhs (Previous Year : ₹ 116.12 lakhs) for assessment year 2000-01 on account of sales tax.

The Company has filed an appeal against the order of Additional Commissioner (Appeals), Mathura before Sales Tax Tribunal, Agra for an amount of ₹ 18.71 Lakhs (Previous Year : ₹ 18.71 Lakhs) on account of entry tax for the year 1999-2000 and against which an amount of ₹ 5.01 Lakhs (Previous Year : ₹ 5.01 Lakhs) had been deposited.

- c) Corporate Guarantee given on behalf of Joint Venture ₹ 1150.00 Lakhs (Previous year: ₹ 200 Lakhs).

In respect of above contingent liabilities, it is not probable to estimate the timing of cash outflow, if any, pending the resolution of Arbitration/Appellate/Court/ assessment proceedings.

ii) Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for ₹ 778.01 Lakhs (Previous year ₹ 2182.47 Lakhs).

Company's estimated share in work programmes committed under production sharing contract in respect of oil & gas exploration blocks as on 31st March, 2016 is ₹ 4499.07 Lakhs (Previous year: ₹ 5121.53 Lakhs).

- 2.19** a) Guarantees issued by the banks and outstanding as on 31st March, 2016 ₹ 67576.08 Lakhs (Previous year: ₹ 74142.29 Lakhs), against which a provision of ₹ 23337.63 Lakhs (Previous year: ₹ 23079.59 Lakhs) has been made in the books towards liability for performance guarantees/warranties.
- b) Letter of credit outstanding as on 31st March, 2016 ₹ 328.99 Lakhs (Previous year: ₹ 3599.88 Lakhs).
- c) Corporate Guarantees issued by the Company on its behalf for contractual performance and outstanding as on 31st March, 2016 ₹ 6027.00 Lakhs (Previous year: ₹ 22471.50 Lakhs).

2.20 The profit & loss account includes Research & Development expenditure of ₹ 1692.06 Lakhs (Previous year: ₹ 1767.94 Lakhs).

- 2.21** i) Land & Buildings includes ₹ 0.07 Lakhs (Previous year: ₹ 0.07 Lakhs) being amount invested as share money in Cooperative Housing Societies as detailed below:

Twintowers Premises Cooperative Society Ltd., Mumbai
10 ordinary shares of ₹ 50/- each fully paid.

Gardenview Premises Cooperative Society Ltd., Mumbai
10 ordinary shares of ₹ 50/- each fully paid.



Heera Panna Towers Cooperative Housing Society Ltd., Vadodara
10 ordinary shares of ₹ 50/- each fully paid.

Suflam Cooperative Housing Society Ltd., Ahmedabad
8 ordinary shares of ₹ 250/- each fully paid.

Darshan Co-operative Society Ltd., Vadodara
80 ordinary shares of ₹ 50/- each fully paid

- ii) The Company is having a plot measuring 6826.90 square meters with three Buildings, comprising of 84 flats at GOKULDHAM, GOREGAON (EAST), MUMBAI. It was noticed that out of total area of 6826.90 square meter, around 4400 square meter of area only is in the Company's possession. The Company has initiated action by filing an application for eviction under the Public Premises (Eviction Of Unauthorised Occupants) Act 1971 and proceeding thereunder are in progress. The Capitalized cost & Written down value of the above property as on 31st March, 2016 was ₹ 238.19 Lakhs (Previous Year : ₹ 238.19 Lakhs) and ₹ 49.53 Lakhs (Previous Year : ₹ 55.24 Lakhs) respectively.

- 2.22 i) The useful life and depreciation rates for fixed assets in terms of the Accounting Policy defined in Note No.1.6 are as under :

Sl. No.	Particulars	Rates (%age)	Use ful Life (Years)	Sl. No.	Particulars	Rates (%age)	Use ful Life (Years)
1.	Land Freehold	Nil	Perpetual	4.	Plant & Machinery		
2.	Land Leasehold	Over a lease period except for perpetual lease Nil %age	Over a lease period except for perpetual lease Nil %age		Plant & Machinery	8.0	12
3.	Building				Laboratory Equipment	9.6	10
	Office Building	2.4	40		Storage Tank	6.0	16
	R&D Centre, Gurgaon	4.0	24	5.	Furniture & Fixtures, Office & Construction Equipment		
	Window/Split AC	15.84	6		Furniture & Fixtures	9.6	10
	AC Central Plant	6.5	15		Chairs	16.0	6
	Lifts	6.5	15		Office Equipment	19.2	5
	Electric Power Sub Station	9.6	10		Construction Equipment	12.0	8
	Invertors	19.2	5	6.	Computer Software/ Hardware		
	Solar photovoltaic modules	9.6	10		PC/Laptop/Printer	32.43	3
	Solar power conditioning system	9.6	10		Server, LAN & Networking Components	19.45	5
	Tubewell & Pumps	19	5		Projector, Video Conference Equipments	19.20	5
	Fire Alarm System	6.52	15		Software	33.33*	3
	Fire Fighting System	9.5	10	7.	Motor Vehicles	13.75	7
	Chilling Plant	9.6	10	8.	Library Books	100	1
	Rain Harvesting System	19.20	5				
	Building Management System	6.5	15				
	Hydraulic Access Control System	6.5	15				
	Roads	9.6	10				
	External Lighting	9.6	10				

* Software individually costing up to ₹ 5.00 Lakhs is fully amortized during the year of its acquisition.

- ii) The Capital work in progress comprises cost of fixed assets that are not yet ready for their intended use at the balance sheet date, the details of which are as under :

(₹ In Lakhs)

Particulars	As on 31 st March, 2016	As on 31 st March, 2015
Capital expenditure incurred / Capital Assets acquired, but not yet ready for use at balance sheet date *	2439.25	1911.20
Total	2439.25	1911.20

* Includes Capital Expenditure of ₹ 735.69 Lakhs (Previous Year: ₹ 5.11 Lakhs) relating to ongoing Oil & Gas Exploration Activities.

2.23 There is no impairment of cash generating assets during the year in terms of Accounting Standard (AS-28) "Impairment of Assets".

2.24 The movement in provision for doubtful debts and advances during the year is as follows:

(₹ In Lakhs)

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Opening Balance	5087.80	4280.10
Add : Amount provided during the year	2960.09	1795.06
Less: Amount written back during the year	984.10	987.36
Net provision during the year	1975.99	807.70
Closing Balance	7063.79	5087.80

2.25 Company is primarily operating under two segments namely Consultancy & Engineering Projects and turnkey Projects. The broad heads under which income of the Company is accounted for as per provisions of AS-7 (Construction Contracts) are as under:

	Amount (₹ in Lakhs)	
Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Consultancy & Engineering Projects	99228.46	94797.31
Turnkey Projects	50355.82	76503.11
Total	149584.28	171300.42

2.26 i) In terms of provision of Accounting Standard (AS -7) "Construction Contracts", the information in respect of Lumpsum services/ Turnkey Projects for contract in progress as on 31st March, 2016:

- The aggregate amount of Cost incurred and recognized Profit up to 31st March, 2016 ₹ 1151018.90 Lakhs (Previous Year: ₹ 948988.09 Lakhs).
- The amount of advances received ₹ 3546.01 Lakhs (Previous Year: ₹ 4788.97 Lakhs).
- The amount of retention ₹ 605.00 Lakhs (Previous Year: ₹ 576.92 Lakhs)

ii) The estimates with respect total cost and total revenue in respect of construction contracts are reviewed and up dated periodically to ascertain the percentage completion for revenue recognition in accordance with Accounting Standard (AS) -7 "Construction Contracts". However, it is impracticable to quantify the impact of change in estimates.

2.27 Information regarding imports, foreign exchange earnings and expenditures etc. (excluding exchange difference on conversion of foreign currency).

(₹ In Lakhs)

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
a) Expenditure (disbursement basis) in foreign Currency on account of:		
(i) Know how and professional fees including sub contracts (others)	908.12	298.13
(ii) Sub-Contractor/Construction Material turnkey projects	10699.63	4835.07
(iii) Others (foreign travel, living allowance membership fees, agency commission, foreign office expenses)	5404.98	4747.63
b) (i) Earnings (accrual basis) in foreign exchange on account of professional fees including ₹ 243.92 Lakhs (Previous year: ₹ 177.73 Lakhs) earned in local foreign currencies, which are not repatriable to India against which, an expenditure of ₹ 183.26 Lakhs (Previous year: ₹ 191.49 Lakhs) incurred in local foreign currencies.	32922.37	22057.52



2.28 (a) Amount payable in Foreign Currency (Unhedged) on account of the following:

Amount in Lakhs

Liabilities & Provisions			
As on 31 st March, 2016		As on 31 st March, 2015	
₹	Foreign Currency	₹	Foreign Currency
417.13	AED 22.49	433.08	AED 24.72
9669.88	USD 144.82	9242.31	USD 146.56
7.46	KD 0.03	9.84	KWD 0.05
1924.10	EURO 25.39	490.71	EURO 7.17
398.98	GBP 4.15	402.84	GBP 4.31
21.93	SWK 2.66	113.69	SWK 15.47
58.85	JPY 98.68	157.72	JPY 299.68
0.09	OR 0.00	0.08	OR 0.00
4.55	BD 0.03	2.20	BD 0.01

(b) Amount receivable in Foreign Currency (Unhedged) on account of the following:

Amount in Lakhs

Assets, Loans & Advances			
As on 31 st March, 2016		As on 31 st March, 2015	
₹	Foreign Currency	₹	Foreign Currency
1938.53	AED 110.14	1375.71	AED 82.82
8615.12	USD 130.69	6700.57	USD 107.69
10.95	KWD 0.05	126.98	KWD 0.63
1462.62	EURO 19.72	739.58	EURO 11.06
6.18	BOLIVAR 0.57	3.09	BOLIVAR 0.59
4.89	GBP 0.05	7.16	GBP 0.08
0.28	LD 0.01	0.28	LD 0.01
105.03	AD 161.58	82.10	AD 122.54
11.89	YUAN 1.13	14.02	YUAN 1.40
0.27	TAKA 0.32	0.28	TAKA 0.34
4.96	OR 0.03	0.00	OR 0.00

(c) Foreign Currency Hedged Contracts outstanding as on 31st March, 2016 – Nil (Previous Year: Nil)

2.29 The Working Capital and Non fund based facilities from Banks are secured by hypothecation of stocks, book debts and other current assets of the Company, both present and future.

2.30 (A) In terms of Accounting Standard 27, “Financial Reporting of Interest in Joint Ventures of the Company”, a brief description of company’s joint ventures is:

a) TEIL Projects Limited

A joint venture with Tata Projects Limited was formed in the financial year 2008-09 for pursuing projects on engineering procurement and construction basis (EPC Projects) in selected sectors such as oil & gas, fertilizers, steel, railways, power and infrastructure.

The Joint Venture Company formed in this regard having its Registered Office at New Delhi has an Authorized capital of ₹ 1500 Lakhs & Issued, Subscribed & Paid-up capital of ₹ 1000 lakhs.

Of the issued, subscribed and paid-up capital, 4,999,997 shares of ₹ 10/- each fully paid-up amounting to ₹ 500.00 lakhs (Previous year: ₹ 500.00 Lakhs) are held by the Company, being 50% of paid-up capital of joint venture company.

Till 31st March, 2015, the joint venture company had accumulated losses to the tune of ₹ 1093.30 Lakhs. The Company share of losses for ₹ 546.65 Lakhs has been provided for in the financial statements for the year ending 31st March, 2015 as given below:

- a diminution in value of its investment to the extent of ₹ 500.00 Lakhs; and
- as additional provision of ₹ 46.65 Lakhs for provision from losses of joint venture exceeding company’s investment of ₹ 500.00 Lakhs.

During the current financial year 2015-16, the Joint Venture Company had a net profit of ₹ 3.64 Lakhs. The company’s share of profit for ₹ 1.82 Lakhs has been written back from provision from losses of joint venture exceeding company’s investment of ₹ 500.00 Lakhs for the year ending 31st March, 2016.



TEIL Projects Limited Board in its meeting held on 7-10-2015 and 20-01-2016 has recommended that the Company be wound-up after completing the existing jobs by 31st December 2015. The promoter Companies i.e. Engineers India Limited and TATA Projects Limited accordingly have approved the winding up of the Company in their respective Board meetings.

b) Jabal Eliot Co. Ltd.

A joint venture with Jabal Dhahran Company Limited Saudi Arabia and IOT Infrastructure & Engineering Services Limited, Mumbai was formed during the financial year 2011-12 for execution of contracts in Saudi Arabia in the field of oil & gas, non ferrous metallurgy, infrastructure projects etc.

The joint venture company namely "Jabal Eliot Co. Ltd." was registered with Dammam Commercial registry, Kingdom of Saudi Arabia. The Joint Venture Company formed for pursuing its business interests has an initial capital of SR. 15000000, out of which one third i.e. 5000000 SR. (Equivalent Indian ₹ 599.00 Lakhs) was contributed by the Company as its share.

Till 31st December, 2014, the Joint Venture Company had incurred losses to the tune of SR 4897181, of which the Company's share of SR 1632394 (equivalent Indian ₹ 195.56 Lakhs at historical conversion rate) which was provided for as diminution in value of investment in company's financial statements till 31st March, 2015.

Based on unaudited financial statement for the period 1-1-2015 to 22-1-2016 the Joint Venture Company had a net loss of SR 491608 of which Company's share is SR 37076 after adjustment of taxes between partners (equivalent ₹ 4.44 Lakhs at historical conversion rate) which has been provided for as diminution in the value of investment in the financial statements of the Company for the year ended 31st March, 2016.

Despite all around efforts, the JV Company could not secure any EPC business (except one small order of engineering) due to extremely challenging environment coupled with the preconditions of deployment of large work force in KSA to secure business.

In the absence of any business and to arrest further losses of capital the JV partners decided to dissolve the Company and accordingly the Board of Directors of EIL in their meeting held on 30th January, 2015 passed the resolution to initiate action for dissolution and liquidation of JABAL ELIOT Company Limited. The process of dissolution is underway.

In view of process of dissolution, till date the part capital amounting to SR 3308713.33 (equivalent ₹ 549.85 Lakhs) was repatriated. The prorata historical cost of SR 3308713.33 works out at ₹ 396.38 Lakhs and as such ₹ 153.47 Lakhs (₹ 549.85 lakhs - ₹ 396.38 lakhs) is recognized as exchange gain on repatriation of part equity share capital of Joint Venture Company.

c) Ramagundam fertilizers and chemicals limited

The Company has, along with National Fertilizers Limited (NFL) and Fertilizer Corporation of India Limited (FCIL) incorporated a joint venture for setting up and operation of a gas based urea and ammonia complex in February, 2015 namely Ramagundam Fertilizers and Chemicals Limited (RFCL) having registered office in Delhi.

The Company has Authorized share capital of ₹ 150000 Lakhs consisting 15000 Lakhs shares of face value of ₹ 10/- each.

The Shareholding of the Company, on commencement of commercial production of the project shall be in the following proportion:

National Fertilizers Limited (NFL): 26%

Engineers India Limited (EIL): 26%

The Fertilizer Corporation of India Limited (FCIL): 11%

Others: 37% (untied as on 31st March 2016)

Shareholding of 11% by FCIL is in consideration of FCIL granting concession rights in the land, opportunity cost and value of usable assets and other items on the land at Ramagundam to the Company.

FCIL shall be allocated shares on completion of compliance of the condition precedent of the Concession Agreement, which is in progress.

The paid up capital by Joint Venture Partners as on 31st March 2016 is as under:

Shareholder	As on 31 st March, 2016		As on 31 st March, 2015	
	No. of Shares held of face value of ₹ 10/- each	Paid up Share Capital	No. of Shares held of face value of ₹ 10/- each	Paid up Share Capital
EIL	154.40 Lakhs	₹ 1544.00 Lakhs	24.40 Lakhs	₹ 244.00 Lakhs
NFL	154.40 Lakhs	₹ 1544.00 Lakhs	24.40 Lakhs	₹ 244.00 Lakhs
FCIL	0.10 Lakhs	₹ 1.00 Lakhs	0.10 Lakhs	₹ 1.00 Lakhs
Total	308.90 Lakhs	₹ 3089.00 Lakhs	48.90 Lakhs	₹ 489.00 Lakhs

(B) Company's share in Assets and Liabilities and Income and Expenditure related to its interest in TEIL Projects Limited (based on audited financial statements for the year ended 31st March, 2016), Ramagundam Fertilizers and Chemicals Limited (based on audited financial



statements for the period 17th February 2015 to 31st March 2016) and JabalEliot Co. Ltd (based on unaudited financial statements for the period 1-1-2015 to 22-1-2016) are as under:

(₹ in Lakhs)

Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Assets	3040.33	693.09
Liabilities	637.32	187.27
Income	180.23	127.50
Expenditure	183.09	252.73

- 2.31** As per Cabinet Committee on Economic Affairs (CCEA) decision, the nominated PSU (EIL) was required to pay a commitment fee of ₹ 833.00 Lakhs to Fertilizer Corporation of India (FCIL) for revival of RAMAGUNDAM fertilizer plant so that net worth of FCIL is made positive to enable it to deregister from BIFR. In terms of approval, post deregistration, based on sale of assets by FCIL, the amount can be returned/adjusted, if necessary.

The approval of Board of EIL was accorded in the financial year 2013-14 for release of ₹ 833.00 lakhs towards commitment fee to FCIL subject to refund/adjustment in due course. Till date no amount has been disbursed to FCIL. Pending disbursement, if any, to FCIL, the amount has been disclosed as short term loans & advances recoverable in cash or in kind or for value to be received as an asset and a corresponding liability has been disclosed as other current liabilities in the financial statements of the Company for current year.

Subsequent to deregistration of FCIL from BIFR, the Company along with National Fertilizers Limited (NFL) and Fertilizers Corporation of India (FCIL) has formed a joint venture for setting up and operation of gas based urea and ammonia complex by incorporating a company namely Ramagundam Fertilizers and Chemicals Limited.

2.32 Jointly Controlled Assets

Company has entered into Production Sharing Contracts with Government of India along with other partners for Exploration & Production of Oil and Gas. The Company is a non-operator and is having following participating interest in the ventures. The Company would share Expense/Income/Assets/Liabilities of the ventures on the basis of its percentage in the production sharing contracts. The detail of company's interest in blocks is as under:

Block No.	Participating Interest
CB-ONN-2010/11	20%
CB-ONN-2010/08	20%

Based on unaudited available information, revenue expenditure of ₹ 172.08 Lakhs (Previous year: ₹ 719.98 Lakhs) and capital expenditure of ₹ 737.50 Lakhs (Previous year: ₹ 4.77 Lakhs), being the Company's share has been accounted for in the financial statements for the year ended 31st March, 2016.

In Block No. CB-ONN-2010/11, during current financial year one of the consortium member has defaulted in its obligation towards cash calls. In accordance with Joint operating agreement the lead operator has raised default cash calls and as such proportionate share amounting to ₹ 74.82 Lakhs in respect of same has been paid and accounted for as Loans and Advances.

- 2.33** The disclosures in respect of employee benefits covered under Accounting Standard (AS-15) "Employee Benefits" are made as far as practicable.

Defined Contribution Plan

The amount recognized as an expense in defined contribution plan is as under:

(₹ in Lakhs)

Particulars	Expense recognized in Year ended 31 st March, 2016	Expense recognized in Year ended 31 st March, 2015
Contributory Provident Fund & Employees Pension Scheme, 1995	3994.13	3856.00
Employees Defined Contributory Superannuation Scheme	4419.96	4847.42

In respect of Provident Fund, the Company has a separate irrevocable PF Trust, managing the Provident Fund accumulation of employees. The Guidance on implementing AS15, Employee Benefits (revised 2005) issued by Accounting Standards Board (ASB) of ICAI states that benefits involving employer established provident funds, which require interest shortfalls to be re-compensated by the employer are to be considered as defined benefit plans. In this regard, Actuarial valuation as on 31st March, 2016 was carried out by the Actuary to find out value of Projected Benefit Obligation arising due to interest rate guarantee by the Company towards Provident Fund. In terms of said valuation the Company has no liability towards interest rate guarantee as on 31st March, 2016.

**Defined Benefit Plan**

Company is having the following Defined Benefit Plans:

- Gratuity (Funded)
- Leave Encashment (Funded)
- Post Retirement Medical Benefits (Funded)
- Long Service Awards (Unfunded)
- Other benefits on Retirement (Unfunded)

(₹ in Lakhs)

	Gratuity (Funded)		Leave Encashment (Funded)		Post Retirement Medical Benefits (Funded)		Long Service Award (Unfunded)		Other Benefits on Retirement (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
a) Actuarial Assumptions										
Discount rate	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%
Expected rate of return on assets	8.75%	9.40%	8.75%	9.40%	8.75%	9.40%	--	--	--	--
Expected rate of future salary increase	10.00%	10.00%	10.00%	10.00%	--	--	--	--	--	--
Increase in compensation levels	--	--	--	--	7.50%	7.50%	--	--	--	--
Increase in price (Gold) of award (Silver)	--	--	--	--	--	--	--	12.00% 12.00%	--	--
Increase in other benefits on Retirement	--	--	--	--	--	--	--	--	5.00%	5.00%
b) Reconciliation of opening and closing balances of Defined Benefit obligation										
Present value of obligations as at beginning of year	11298.75	10979.13	15793.61	24938.26	11762.50	10474.67	1721.53	2011.88	138.65	136.93
Interest cost	903.90	933.22	1263.49	2119.75	941.00	890.35	137.72	171.01	11.09	11.64
Current Service Cost	915.81	907.21	2992.60	3853.07	237.17	223.79	37.38	161.22	13.72	7.09
Curtailment Cost/(Credit)	--	--	--	(548.99)	--	--	(1109.87)	--	--	--
Past Service Cost	--	--	--	--	--	--	--	--	133.29	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	(159.62)	(115.33)	(24.10)	(17.72)
Actuarial (gain)/loss on Obligations	(585.34)	(222.26)	(555.08)	(1602.34)	1116.93	1109.79	(14.69)	(507.25)	(1.44)	0.71
Present value of obligations as at end of year	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
c) Reconciliation of opening and closing balances of fair value of plan assets										
Fair value of plan assets as on beginning of year	10887.81	10909.66	13966.16	22153.41	10450.94	9210.41	--	--	--	--
Additional Interest in plan asset credited at beginning of period	--	--	--	--	--	--	--	--	--	--
Expected return on plan assets	1023.45	1003.68	1312.82	2038.11	982.39	847.36	--	--	--	--
Contributions	411.58	292.72	1827.22	2784.63	1311.44	1264.15	--	--	--	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	--	--	--	--
Actuarial Gain/(Loss) on Plan assets	(95.92)	(19.70)	(144.78)	(43.85)	(32.21)	65.12	--	--	--	--
Fair value of plan assets at the end of year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--



	Gratuity (Funded)		Leave Encashment (Funded)		Post Retirement Medical Benefits (Funded)		Long Service Award (Unfunded)		Other Benefits on Retirement (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
d) Fair value of plan assets as on 31st March, 2016										
Fair value of plan assets at beginning of year	10887.81	10909.66	13966.16	22153.41	10450.94	9210.41	--	--	--	--
Additional Interest in plan asset credited at beginning of period	--	--	--	--	--	--	--	--	--	--
Actual return on plan assets	927.53	983.98	1168.04	1994.26	950.18	912.48	--	--	--	--
Contributions	411.58	292.72	1827.22	2784.63	1311.44	1264.15	--	--	--	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	--	--	--	--
Fair value of plan assets at the end of year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Funded status	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
Excess of Actual over estimated return on plan	(95.92)	(19.70)	(144.78)	(43.85)	(32.21)	65.12	--	--	--	--
e) Actuarial Gain/Loss recognized for the year ended 31st March, 2016										
Actuarial gain/(Loss) for the year – Obligation	585.34	222.26	555.08	1602.34	(1116.92)	(1109.79)	14.69	507.25	1.44	(0.71)
Actuarial (gain)/Loss for the year – plan assets	95.92	19.70	144.78	43.85	32.21	(65.12)	--	--	--	--
Total (gain)/Loss for the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
Actuarial (gain)/Loss recognized in the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
f) The amounts recognized in the balance sheet										
Present value of obligations as at the end of year	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
Fair value of plan assets as at the end of the year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Funded status	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
Net (Asset)/liability recognized in balance sheet	306.20	410.94	2533.20	1827.45	1345.04	1311.56	612.45	1721.53	271.21	138.65
g) Expenses Recognized in statement of Profit & Loss										
Current Service Cost	915.81	907.21	2992.60	3853.07	237.17	223.79	37.38	161.22	13.72	7.09
Past Service Cost	--	--	--	--	--	--	--	--	133.29	--
Interest cost	903.90	933.22	1263.49	2119.75	941.00	890.35	137.72	171.01	11.09	11.64
Expected return on plan assets	(1023.45)	(1003.68)	(1312.82)	(2038.11)	(982.39)	(847.36)	--	--	--	--
Curtailment Cost / (Credit)	--	--	--	(548.99)	--	--	(1109.87)	--	--	--
Net Actuarial (gain)/Loss recognized in the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
Expenses recognized in statement of Profit & Loss	306.84	634.19	2532.97	1827.23	1344.91	1311.45	(949.46)	(175.02)	156.66	19.44
h) Amount for the current period										
Present Value of Obligation	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
Plan Assets	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Surplus (Deficit)	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
i) Major Categories of Plan Assets (as percentage of total plan assets)										
Fund managed by Insurer	100%	100%	100%	100%	100%	100%	--	--	--	--

- j) The effect of an increase of one percentage point and the effect of a decrease of one percentage point in the assumed medical cost trend rates on the following in respect of Post Retirement Medical Benefits Scheme:

(₹ in Lakhs)

	At 7.5% rate of escalation	At 6.5% rate of escalation	At 8.5% rate of escalation
Current Service Cost (for the period 01.04.2015 to 31.03.2016)	237.17	191.57	299.42
Interest Cost (for the period 01.04.2015 to 31.03.2016)	941.00	854.11	1047.27
Value of Projected Benefit Obligation on 31.03.2016	12944.16	11761.10	14393.23

- k) The amount pertaining to defined benefit plans for current annual period and previous four annual periods are as follows:

(₹ In Lakhs)

Particulars	As on 31 st March, 2016	As on 31 st March, 2015	As on 31 st March, 2014	As on 31 st March, 2013	As on 31 st March, 2012
1) Gratuity (funded)					
Present value of obligation	11458.64	11298.75	10979.13	10757.69	10779.64
Plan assets	11152.44	10887.81	10909.66	10885.28	10996.34
Surplus/(deficit)	(306.20)	(410.94)	(69.47)	127.59	216.70
Experience adjustments plan liabilities	670.12	624.40	---	---	---
Experience adjustments plan assets	(95.92)	(19.70)	(79.92)	---	---
2) Leave encashment (funded)					
Present value of obligation	16722.98	15793.61	24938.26	22806.76	21397.84
Plan assets	14189.78	13966.16	22153.41	20947.11	19394.11
Surplus/(deficit)	(2533.20)	(1827.45)	(2784.85)	(1859.65)	(2003.73)
Experience adjustments plan liabilities	640.50	530.93	---	---	---
Experience adjustments plan assets	(144.78)	(43.85)	(65.42)	---	---
3) Post retired medical benefits (funded)					
Present value of obligation	12944.16	11762.50	10474.67	9265.33	8156.45
Plan assets	11599.12	10450.94	9210.41	8161.76	7581.94
Surplus/(deficit)	(1345.04)	(1311.56)	(1264.26)	(1103.57)	(574.51)
Experience adjustments plan liabilities	(965.61)	(446.50)	(540.88)	(983.88)	(483.24)
Experience adjustments plan assets	(32.21)	65.12	10.03	17.52	---
4) Long service awards (unfunded)					
Present value of obligation	612.45	1721.53	2011.88	2091.87	1992.76
Experience adjustments plan liabilities	--	375.41	206.07	146.51	(164.29)
5) Other benefits on retirement (unfunded)					
Present value of obligation	271.21	138.65	136.93	153.15	171.65
Experience adjustments plan liabilities	3.27	3.76	16.02	19.86	(5.41)

- l) The best estimate of contribution during the next financial year is as follows:

Gratuity (Funded)	Leave Encashment (Funded)	Post Retirement Medical Benefits (Funded)	Long Service Award (Unfunded)	Other Benefits on Retirement (Unfunded)
₹568.89 Lakhs	₹ 3416.84 Lakhs	₹ 1521.85 Lakhs	₹ 85.76 Lakhs	₹28.95Lakhs
(Previous Year: ₹545.15 Lakhs)	(Previous Year : ₹4002.19 Lakhs)	(Previous Year : ₹1394.62 Lakhs)	(Previous Year : ₹ 95.76 Lakhs)	(Previous Year : ₹15.27 Lakhs)



2.34 DEFERRED TAX ASSET (NET):

As per Accounting Standard (AS-22) "Accounting for taxes on Income", the major components of deferred tax assets and liabilities arising on account of timing differences are:

(₹ In Lakhs)

Sl. No.	Particulars of Deferred Tax Assets/ (Liability)	Upto 31 st March, 2015	For the year Ended 31 st March, 2016	As on 31 st March, 2016
A.	Deferred Tax Asset			
1.	Provision For leave Encashment	5465.86	321.64	5787.50
2.	Provision for Contractual Obligations	9607.06	322.83	9929.89
3.	Provision for Estimated Losses	2613.31	(2092.49)	520.82
4.	Provision for Doubtful Debts	1760.78	683.85	2444.63
5.	Provision for Post Retirement Medical	4070.77	408.94	4479.71
6.	Provision for Other Benefits on retirement	47.99	45.87	93.86
7.	Provision for Long Service Awards	595.79	(383.83)	211.96
8.	Provision for Loss in Joint Ventures	171.24	0.60	171.84
	Total Deferred Tax Asset	24332.80	(692.59)	23640.21
B.	Deferred Tax Liability:			
1.	Depreciation	1138.04	558.91	1696.95
	Total Deferred Tax Liability	1138.04	558.91	1696.95
C.	Net Deferred Tax Asset / (Liability)	23194.76	(1251.50)	21943.26

2.35 Prior period items net debit of ₹ 30.38 Lakhs (Previous year: net debit ₹ 818.15 Lakhs) shown under prior period adjustments are as detailed below:-

Prior Period Income

(₹ In Lakhs)

	Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
I	Consultancy & Engineering Projects	(23.05)	(697.06)
	(A)	(23.05)	(697.06)

Prior Period Expenditure

(₹ In Lakhs)

	Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
I	Facilities	--	91.05
II	Depreciation	7.33	30.04
	(B)	7.33	121.09
	TOTAL(A-B)	(30.38)	(818.15)

2.36 In line with Accounting Standard (AS-17) "Segment Reporting", the Company has (segmented) identified its business activity into two business segment i.e. Consultancy & Engineering Projects and Turnkey Projects, taking into account the organizational structure and internal reporting system as well as different risk and rewards of these segments. Segment results are given below:-

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ in Lakhs)

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Segment Revenue		
Consultancy & Engineering projects	99228.46	94797.31
Turnkey Projects	50355.82	76503.11
Total	149584.28	171300.42
Segment Profit		
Consultancy & Engineering Projects	22775.99	24650.24
Turnkey Projects	1218.41	5602.19
Total (a)	23994.40	30252.43
Prior period adjustment	30.38	818.15
Interest	10.37	23.16
Other un-allocable expenditure	10443.71	9966.29
Total (b)	10484.46	10807.60
Other Income (c)	25693.76	27310.80
Profit Before Tax (a-b+c)	39203.70	46755.63
Capital Employed(*)	266501.68	256790.09

(*) Fixed Assets used in the Company's business or liabilities contracted have not been identified to any of the reportable segments, as the fixed assets and support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.

2.37 DISCLOSURE PURSUANT TO AS-18 "RELATED PARTY DISCLOSURES":-

(A) RELATED PARTIES:

SI. NO.	NAME OF THE RELATED PARTY	NATURE OF RELATIONSHIP
1.	CERTIFICATION ENGINEERS INTERNATIONAL LIMITED	WHOLLY OWNED SUBSIDIARY
2.	EIL ASIA PACIFIC SDN BHD	WHOLLY OWNED SUBSIDIARY
3.	PETROLEUM INDIA INTERNATIONAL	ASSOCIATION OF PERSON
4.	TEIL PROJECTS LTD.	JOINT VENTURE COMPANY
5.	JABAL EILLOT CO. LTD.	JOINT VENTURE COMPANY
6.	RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED	JOINT VENTURE COMPANY
7.	OIL AND GAS EXPLORATION AND PRODUCTION BLOCK NO. CB-ONN-2010/8	UNINCORPORATED JOINT VENTURE – NON OPERATOR WITH PARTICIPATING INTEREST 20%
8.	OIL AND GAS EXPLORATION AND PRODUCTION BLOCK NO. CB-ONN-2010/11	UNINCORPORATED JOINT VENTURE – NON OPERATOR WITH PARTICIPATING INTEREST 20%
9.	Directors/ KEY MANAGEMENT PERSONNEL	
	Mr. SANJAY GUPTA	CHAIRMAN & MANAGING DIRECTOR AND ADDITIONAL CHARGE-DIRECTOR (COMMERCIAL) – W.E.F. 01.06.2015
	Mr. A. K. PURWAHA	CHAIRMAN & MANAGING DIRECTOR – UPTO 31.05.2015
	Mr. SANDEEP POUNDRIK	DIRECTOR (GOVT. NOMINEE) - W.E.F. 14.07.2015
	Ms. SUSHMA TAISHETE	DIRECTOR (GOVT. NOMINEE) - W.E.F. 02.01.2016
	Dr. ARCHANA S. MATHUR	DIRECTOR (GOVT. NOMINEE) – UPTO 27.10.2015
	Mr. RAM SINGH	DIRECTOR (FINANCE)
	Ms. VEENA SWARUP	DIRECTOR (HR)
	Mr. AJAY N. DESHPANDE	DIRECTOR (TECHNICAL)
	Mr. ASHWANI SONI	DIRECTOR (PROJECTS)
	MR. UMESH CHANDRA PANDEY	NON-OFFICIAL INDEPENDENT DIRECTOR - W.E.F. 20.11.2015
	Mr. VIKAS KHUSHALARO DESHPANDE	NON-OFFICIAL INDEPENDENT DIRECTOR - W.E.F. 20.11.2015
	Dr. (PROF.) MUKESH KHARE	NON-OFFICIAL INDEPENDENT DIRECTOR - W.E.F. 20.11.2015
	Mrs. ARUSHA VASUDEV	NON-OFFICIAL INDEPENDENT DIRECTOR - W.E.F. 15.12.2015
	Mr. BIJOY CHATTERJEE	NON-OFFICIAL INDEPENDENT DIRECTOR – UPTO 03.07.2015
	Dr. J.P.GUPTA	NON-OFFICIAL INDEPENDENT DIRECTOR - UPTO 03.07.2015
	Dr. R.K.SHEVGAONKAR	NON-OFFICIAL INDEPENDENT DIRECTOR - UPTO 03.07.2015
	Mr. RAJAN KAPUR	COMPANY SECRETARY

**(B) RELATED PARTY TRANSACTIONS:**

(₹ in Lakhs)

PARTICULARS	WHOLLY OWNED SUBSIDIARIES	JOINT VENTURE COMPANIES	ASSOCIATION OF PERSON	KEY MANAGEMENT PERSONNEL	UNINCORPORATED JOINT VENTURES	TOTAL
Deputation of employees & Reimbursement of expenses (at cost)		192.36 (Previous year: 40.11)				192.36 (Previous year: 40.11)
Dividend / Share of profit	450.00 (Previous year: 400.00)		76.97 (Previous year: 59.43)			526.97 (Previous year: 459.43)
Rendering of services & other transactions	310.39 (Previous year: 273.06)	1727.19 (Previous year: 3.75)				2037.58 (Previous year: 276.81)
Outstanding receivables/ Advances paid	115.23 (Previous year: 22.65)	443.26 (Previous year: 121.76)			74.82 (Previous Year :Nil)	633.31 (Previous year: 144.41)
Bad Debts Written off		110.00 (Previous year: Nil)				110.00 (Previous year: Nil)
Services & facilities Received	490.94 (Previous year: 405.79)	146.15 (Previous year: 81.50)		Nil (Previous year: 0.20)		637.09 (Previous year: 487.49)
Outstanding Payable/ Retentions	158.82 (Previous year: 137.23)	5.51 (Previous year: 8.34)			296.37 (Previous Year: 7.84)	460.70 (Previous Year: 153.41)
Remuneration/ Sitting fees*				228.55 (Previous year: 363.69)		228.55 (Previous year: 363.69)
Rent paid for residential accommodation				6.97 (Previous year: 8.75)		6.97 (Previous year: 8.75)
Interest Income on loans given				0.30 (Previous year: 0.34)		0.30 (Previous year: 0.34)
Outstanding Loans, Interest & other receivables				6.39 (Previous year: 7.70)		6.39 (Previous year: 7.70)
Equity Contribution		2200.00 (Previous Year: 244.00)				2200.00 (Previous Year: 244.00)
Equity Divestment/ Repatriation of part capital	32.72 (Previous year: Nil)	54.50 (Previous Year: 495.35)	1180.00 (Previous year: Nil)			1267.22 (Previous Year: 495.35)
Provision for diminution in investment / losses in Ventures		2.62 (Previous Year: 111.03)				2.62 (Previous Year: 111.03)
Survey & other expenses and Capital Expenditure					909.58 (Previous Year: 724.75)	909.58 (Previous Year: 724.75)

*The remuneration does not include provision for post retirement/other long term benefits under Accounting Standard-15 (Revised), since the same is not available for individual employees.

2.38 EARNING PER SHARE (E. P. S.)

In terms of Accounting Standard-20 "Earning per Share", the requisite disclosures are as under:

	Calculation of E.P.S.	Year ended 31 st March, 2016	Year ended 31 st March, 2015
A	Net Profit for the year attributable to Equity Shareholders (₹ in Lakhs)	25830.96	30797.64
B	Weighted average number of Equity shares	336936600	336936600
C	Basic & Diluted Earning per share (A)/(B)	₹ 7.67	₹ 9.14
D	Nominal value per share	₹ 5	₹ 5

2.39 The Board of Directors at their meeting held on 25th May, 2016 has proposed a final dividend of ₹ 2/- per share for financial year 2015-16 (Previous year: ₹ 2/- per share) subject to approval of shareholders in annual general meeting. The above is in addition to an interim dividend of ₹ 2.00 per share for financial year 2015-16 (Previous year: ₹ 3.00 per share) declared and already paid.

2.40 "Offer for sale" of 33693660 equity shares of ₹ 5/- each representing 10% of paid up equity share capital of the Company was made on 29th January, 2016 through a separate designated window of the BSE Limited and National Stock Exchange of India Limited by the President of India, acting through Ministry of Petroleum & Natural Gas, Government of India (Promoter). Further, 8388 equity shares of ₹ 5/- each of the Company were sold during the year to Central Public Sector Enterprises Exchange Traded Fund (CPSE ETF) by the President of India, acting through Ministry of Petroleum & Natural Gas, Government of India. Due to above, shareholding of Government of India (Promoter) was reduced from 69.37% to 59.37%.

2.41 LEASES

- The Company has taken certain office/residential premises on operating lease which are cancellable by giving appropriate notices as per respective agreements. During the year an amount of ₹ 1013.27 Lakhs (Previous year ₹ 1021.80 Lakhs) has been charged towards these cancellable operating leases.
- The Company has taken certain assets like car, commercial/residential premises etc. on non-cancellable operating leases. During the year an amount of ₹ 950.40 Lakhs has been paid (Previous year ₹ 643.73 Lakhs) towards these non-cancellable operating leases. The future minimum lease payments in respect of these leases are as follows:
 - Payable not later than 1 year ₹ 681.56 Lakhs (Previous year: ₹ 547.96 Lakhs)
 - Payable later than 1 year and not later than 5 years ₹ 78.95 Lakhs (Previous year: ₹ 214.74 Lakhs)
 - Payable later than 5 years Nil (Previous year: Nil).
- The Company has given certain office/residential premises on operating lease which are cancellable by giving appropriate notices as per respective agreements. During the year an amount of ₹ 254.46 Lakhs (Previous year: ₹ 243.17 Lakhs) has been accounted for as rental income in respect of these cancellable operating leases.

2.42 Company is having investment in Petroleum India International (PII), an Association of Person (AOP). PII, since financial year 2010-11 has ceased its business activities and is in the process of dissolution.

The process of dissolution is not completed due to pending activity relating to

- Income tax Assessment/ Appeals/ Refunds/ Rectification/ nullification of demands etc.
- Service Tax Refunds.
- Pending dispute with Bank of Baroda regarding FD of ₹ 55.00 Lakhs (approx) on which lien has been marked towards demand that could arise from Saudi British Bank.

Since, the dissolution of PII is not completed due to above factors, Management Committee of PII in their 57th Meeting held on 18-02-2016 at BPCL, Mumbai decided to return all monies forthwith except for retaining some amount to the members of PII.

Due to above decision, Company has received an amount of ₹ 1180.00 Lakhs as its share out of total amount of ₹ 12354.00 Lakhs distributed to its members.

It was also decided that in case there is subsequent demand received, the members shall return the money in proportion to their share.

It was also decided that corpus fund of PII shall be restored to ₹ 5.00 Lakhs per member being original seed capital at the time of formation of PII.

2.43 The balances of Trade receivables, Loans & Advances, Customer's advances, retention money, Security deposits receivable/payable and Trade payables are subject to confirmation and reconciliation.

2.44 For Lump sum Services and Turnkey Contracts, balance efforts, cost and time to complete the contract including probability of levy for liquidated damages and price reduction schedules for delay as on reporting date are assessed by the management and relied upon by the auditors.



2.45 In terms of Accounting Standard (AS 29) "Provisions, Contingent Liabilities and Contingent Assets", the requisite disclosures are as under:

i) The movement in provisions are disclosed as under:

(₹ in Lakhs)

Sl. No.	Particulars	Class of Provision			
		Contractual Obligations		Expected losses	
		Year ended 31 st March, 2016	Year ended 31 st March, 2015	Year ended 31 st March, 2016	Year ended 31 st March, 2015
1	Opening Balance	27906.45	25440.86	7551.16	--
2	Additional Provision during the year	5212.30	3782.89	118.32	7551.16
3	Provision used during the year	--	--	6054.62	--
4	Provision reversed during the year	4279.50	1317.30	109.97	--
5	Closing Balance (1+2-3-4)	28839.25	27906.45	1504.89	7551.16

ii) Nature of provision:

a) Contractual Obligations :

Contractual obligations represent provision for estimated liabilities on account of guarantees and warranties etc. in respect of consultancy & engineering services and turnkey contracts executed by the Company. The said obligation covers performance as well as defect liability period defined in the respective contracts.

For turnkey contracts, the estimated liability on account of contractual obligations is provided at 1% of revenue recognized based on risk assessment made by the management. For consultancy & engineering services contracts the estimated liability on account of contractual obligations is provided as per assessment of probable liability made by the management based on liability clauses in respective contracts.

b) Expected Losses :

For each contracts, at reporting date, total contract cost and total contract revenue are estimated. In respect of contracts, where it is probable that total estimated contract cost will exceed the estimated total contract revenue, the expected loss is recognised as an expense in the statement of Profit and Loss as per principles of Accounting Standard AS -7, "Construction Contracts".

iii) The disclosures in respect of contingent liabilities are given as per Note No. 2.18.

2.46 CSR Activity Reserve amounting to ₹ 2753.05 Lakhs (Previous year : ₹ 2800.15 Lakhs) under head Reserves & Surplus (Note 2.2) represents unspent amount, out of amounts set aside of profit earned in the past years for meeting social obligations as per Department of Public Enterprise guidelines for Corporate Social Responsibility and provisions of Companies Act, 2013 and rules made thereunder.

The requisite disclosure relating to CSR expenditure in terms on guidance note on Corporate Social Responsibility (CSR) issued by Institute of Chartered Accountants of India:

(a) Gross amount required to be spent by the company during financial year ended 2015-16 - ₹ 1363.01 Lakhs (Previous Year: ₹ 1661.49 Lakhs)

(b) Amount spent during the financial year ended 2015-16 on:

(₹ in Lakhs)

S.No.	Particulars	In Cash	Yet to be paid in cash	Total
(i)	Construction/acquisition of any assets	755.77 (Previous Year : 1207.05)	135.84 (Previous Year : 226.90)	891.61 (Previous Year : 1433.95)
(ii)	On purpose other than (i)	445.25 (Previous Year: 247.95)	73.25 (Previous Year : Nil)	518.50 (Previous Year : 247.95)
	Total	1201.02 (Previous Year : 1455.00)	209.09 (Previous Year : 226.90)	1410.11 (Previous Year : 1681.90)

2.47 M/s Fernas Construction India Pvt Limited (Contractor) was awarded two contracts in the year 2011 based on evaluation by EIL (Company). One of these orders valued at ₹ 180000 Lakhs (approx.) was placed by the client on the basis of recommendations of the Company as a Project Management Consultant for that project and second order (valued at ₹ 27200 Lakhs approx.) was placed by the Company being Cost Plus Contractor for the other Project. Based on pseudonymous complaint regarding authenticity of completion certificate submitted by the Contractor based on which the Contractor had qualified for both the contracts, the Company referred the matter to an Investigating Agency. During the year, the Investigating Agency in its report has concluded that completion certificate submitted by the Contractor was bogus.



- a) In the case where the Company is the Project Management Consultant, besides findings of certificate submitted by Contractor being bogus, the investigation Agency also alleged connivance of a senior officer of the Company (since superannuated) in relaxing the qualification criteria which enabled the contractor to qualify for the tender for the contract awarded by its client based on recommendations of the Company as a Project Management Consultant.

The concerned officer of the Company as well as the officers of the Contractor have been charge sheeted, by the investigating Agency, for this criminal act and are being tried in a court.

Consequent to above, the Company has communicated the fact of certificate being bogus to the client for an appropriate action at their end. The Company does not envisage any liability in this regard.

- b) In other case where order was placed by the Company on the Contractor, consequent upon receipt of findings of investigation agency of certificate submitted by Contractor being bogus, the contract has been terminated in April, 2016 and the Company has encashed performance guarantee of ₹ 2719 Lakhs submitted by the Contractor. Balance activities for the contract are to be carried out at the risk and cost of the Contractor in terms of contractual provisions.

The Company has estimated the additional expenditure of ₹ 3167 Lakhs to complete the Project and accounted for the same as per applicable Accounting Standard (AS-7).

The Contractor has lodged the claim subsequent to termination of the contract for net amount of ₹ 38434 Lakhs. Management does not consider any possible obligation on this account requiring future probable outflow of resources.

2.48 Details of loans given, investment made and guarantee given covered U/S 186 (4) of the Companies Act, 2013

- a) Loans given- Nil
- b) Investment made are given under Note No. 2.6.
- c) Corporate Guarantees given by the Company to banks for working capital loans in respect Joint Venture:

(₹ in Lakhs)

S.No.	Name of the Company	As at 31 st March, 2016	As at 31 st March, 2015
1	TEIL Projects Limited (Joint Venture)	200.00	200.00
2	Ramagundam Fertilizers and Chemicals Limited (Joint Venture)	950.00	--

- 2.49** In terms of Section 22 of the Micro, Small and Medium Enterprises Development Act 2006, the outstanding to these enterprises are required to be disclosed. However, these enterprises are required to be registered under the Act. In the absence of the information about registration of the Enterprises under the above Act, the required information could not be furnished.

- 2.50** Remuneration to Chairman & Managing Director and full time Directors are as per their appointment letters from the Ministry of Petroleum & Natural Gas, Government of India, New Delhi. They are also allowed to use the staff car for private journeys upto a ceiling of 1000 kms per month.

- 2.51** Previous year's figures have been re-casted and/or regrouped wherever necessary to ensure their presentation in line with the current year's figures.

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for ARUN K AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Comments of the Comptroller and Auditor General of India Under Section 143(6)(b) of the Companies Act, 2013 on the Financial Statements of Engineers India Limited for the year ended 31st March 2016

The preparation of financial statements of Engineers India Limited for the year ended 31 March 2016 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 25 May 2016.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6) (a) of the Act of the financial statements of Engineers India Limited for the year ended 31 March 2016. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report.

For and on the behalf of the
Comptroller & Auditor General of India

(Suparna Deb)

Director General of Commercial Audit
& Ex-officio Member, Audit Board-II
New Delhi

Place: New Delhi
Date: 04.07.2016

Directors' Report

Dear Members,

Your Directors have pleasure in presenting the 21st Annual Report together with Audited accounts of the Company for the year ended 31st March 2016 along with Audited Statement of Accounts, the Independent Auditors' Report and Review of the Accounts by the Comptroller and Auditor General of India.

PERFORMANCE DURING THE YEAR 2015-16

The overall financial performance for the year 2015-16 is highlighted below:

(₹ in lakhs)

RESULTS OF OPERATIONS	For the year ended 31.03.2016	For the year ended 31.03.2015
Income from services rendered (Including adjustment of work-in- progress)	3756.34	3440.43
Expenditure	2741.95	2501.00
Operating profit	1014.39	939.43
Other Income	399.27	399.28
Profit before Tax & Prior period adj.	1413.66	1338.71
Prior period adjustment	-	-
Profit before Tax	1413.66	1338.71
Provision for Taxation		
Current Tax	536.91	463.71
Deferred Tax	(-)41.88	(-)0.90
Adj. of previous year's Tax Provision	(-)9.41	-
Profit after Tax	928.04	875.90
Interim/Proposed Dividend	500.00	450.00
Tax on dividend	101.79	90.88
Transfer to/ from CSR Activity Reserve (Net)	(-)5.24	(-)10.68
Transfer to General Reserve	331.49	345.70
Earning per share (Basic /Diluted, in ₹)	928.04	875.90
SOURCES AND USES OF FUNDS		
Authorized Capital	200.00	200.00
Issued, Subscribed & Paid-up Capital	100.00	100.00
Reserves and Surplus	6186.09	5859.84
Non-Current Liabilities	406.42	294.16
Current Liabilities	1138.34	906.35
	7830.85	7160.35
REPRESENTED BY		
Fixed Assets	230.26	245.27
Deferred Tax	158.95	117.07
Long Term Loans & Advances	449.19	362.02
Other Non-Current Assets	32.56	41.69
Current Assets	6959.89	6394.30
	7830.85	7160.35



DIVIDEND

The Board of Directors of the company has recommended for the financial year 2015-16, a final dividend of ₹ 300/- per share (of face value of ₹ 100/- per share) in addition to ₹ 200/- per share interim dividend already paid during the year. With this, the total dividend for the financial year 2015-16 works out to ₹ 500/- per share. Payment of final dividend is, however, subject to approval of shareholders in the ensuing Annual General Meeting of the company. The dividend, if approved and declared in the forthcoming Annual General Meeting, would result into total dividend outflow of ₹ 500.00 Lakhs and dividend distribution tax of ₹ 101.79 Lakhs aggregating to total outflow of ₹ 601.79 Lakhs.

MANAGEMENT DISCUSSION & ANALYSIS

A separate report on Management Discussion & Analysis is annexed to this report.

OPERATIONS

During the year, work on the following major assignments for which your company is providing its services progressed well:

- 1) Oil & Natural Gas Corporation Limited (ONGC) – Sagar Samrat Conversion Project (SSCP), HRD – II (PLP), Additional Pipeline project, Sagar Pragati Conversion Project (SPCON), Daman Development Project (DDP), Additional Development of Vasai (East), C26 Pipeline Project, MHNDR Pipeline Project, WO16 Pipeline Project.
- 2) Konkan Railway corporation Limited (KRCL) – Udhamapura-Shrinagar-Baramulla Rail Link (USBRL) Project.
- 3) VMSS & SMC – Infrastructure works for Vadodara Municipal Corporation and Surat Municipal Corporation.
- 4) Rajkot Urban Development Authority (RUDA) – Infrastructure Project of RUDA
- 5) Reliance Industries Ltd – Marketing Terminal at Bhopal, Rewari & Chennai.
- 6) BPCL – TPI and Expediting Services for BPCL-MR, BPCL-KR and NRL.
- 7) Heurtey Petrochem – BPCL DCU Heater Project, Kochi
- 8) Mazgaon Dock Ltd – MDL Project – 75.
- 9) Tamil Nadu Energy Development Authority – SPV Home Lighting system.
- 10) Punj Lloyds – TPI of Sulphur Block of Resid upgradation project, CPCL.
- 11) IOCL – TPI for Construction / Modernisation of Retail Outlets, Tamilnadu, Automation Works to be carried out at Retail Outlets, Bihar & Jharkhand.
- 12) Vizag Steel Plant - TPI and Capacity assessment.
- 13) Fabtech Project & Engineers Ltd – Mounded Bullet Project for BPCL, Kochi.
- 14) Gujarat State Petronet Limited (GSPL) – Various Pipeline Projects viz;(Silvasa Pipeline Project, PPI Ford connectivity & TOP Madhvass, Sanand GIDC
- 15) Multiple Customer Connectivity Project, Mandali Bicharaji Pipeline project.)

- 16) Pune, Delhi Cantonment Boards & Maharashtra Maritime Board - Third Party Quality Audits.
- 17) Fernas Construction – LSTK Contracts for OPaL, Dahej & SJPL, Paradeep.
- 18) Empire – TPI for Aluminium Dome roof of IOCL terminals.
- 19) CIDCO - Quality Audit of Infrastructure works.
- 20) During the year, CEIL completed Emergency Response and Disaster Management Plan (ERDMP) Certification, Pipeline Integrity Management system Certification, External Safety Audit for the following Customers:
 - a. ERDMP Audits for:
 - Adani Gas Limited CGD Networks at Khurja & Faridabad, Shell Terminals at JNPT and Taloja, RIL NG - Bangalore, Naphtha & Paraxylene Pipelines - Hazira.
 - b. T4S Audit for PNGRB, MGL, Adani Gas Ltd. Ahmedabad and Baroda.
 - c. IMS Audit of AGCL - Assam, NG Pipeline & CGD Network.
 - d. External Safety Audit of GAIL (India) Ltd. Pipeline networks, Cairn India Ltd.
 - e. Safety Awareness Survey of GAIL KG Basin Pipeline Network.

The following major TPI/ Certification/ Quality Assurance/ ERDMP/ Safety Audit etc. assignments were secured during the year:

- Oil & Natural Gas Corporation Limited (ONGC) – Mumbai High North Redevelopment Project [MHNDR – III (PLP)], 42" SBHT Pipeline Project, TPI for Additional Development of Vasai (East) project, CA for Daman Development project, CA for C26 Cluster pipeline Project.
- Konkan Railways corporation limited – Udhamapura-Shrinagar-Baramulla Rail Link (USBRL) Project.
- VMSS & SMC – Infrastructure works for Vadodara Municipal Corporation and Surat Municipal Corporation.
- Reliance Industries Ltd – Marketing Terminal at Bhopal, Rewari & Chennai.
- Tamilnadu Energy Development Authority – SPV Home Lighting System.
- VSP Vizag – TPI and Capacity assessment in pan India.
- CIDCO - Quality Audit of Infrastructure works.
- Pune Cantonment Board – Third Party Quality Audit.
- MMB – Third Party Quality Audit.
- AFCONS – TPI for ONGC project.
- Jindal Steel Works – TPI of Pipes.
- SHA Dong Province, China – Third Party Inspection.
- EMPIRE – Design Review and TPI for Aluminium Dome Roof.
- Mazgaon Dock Ltd - Third Party Inspection.
- ERDMP, IMS, External Safety Audits, Safety Awareness Survey assignments from IGL, GAIL Gas Ltd., Hazira LNG Private Limited, GAIL (India) Limited and IOCL.



- Fit For Purpose Certification of upstream intra-field pipelines of Cairn India Ltd - Rajasthan Block.
- ESA of Cross-country Pipelines and Process Plants of GAIL (India) Ltd.
- ERDMP, IMS and T4S assignments from Shell, Reliance Industries Ltd, BCPL, DNPL, MGL and Adani Gas Ltd.

RISK MANAGEMENT

In CEIL, various businesses, strategy and operation related risks are identified, assessed and action plans effected under the supervision of the Risk Functional Committee which in turn is monitored by the Risk Management Committee at apex level. Specific mechanisms are in place to assess the existing and potential enterprise risks.

INTERNAL AUDIT

Internal audit of the company is done by Internal Audit Department of Engineers India Ltd., the parent company. Internal audit for the financial year 2015-16 was carried out and the Internal Audit Reports were submitted to the Management and Audit Committee of the Board.

VIGILANCE

Vigilance activities of the company are carried out by the Vigilance Department of Engineers India Ltd, the parent company, with focused objective of ensuring conformity to the company procedures and Govt. guidelines. System improvements are suggested to management and actions are undertaken for improvement.

CEIL observed the Vigilance Awareness Week w.e.f 26th Oct. 2015 to 31st Oct. 2015 as per the directives for spreading vigilance awareness and encouraging “participative vigilance” amongst the employees of the company.

Various competitions were organized during the vigilance week for the employees.

SUBSIDIARY JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint ventures or associate company. Further the names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year are NIL.

MANPOWER

As on 31st March 2016, your Company had total manpower of 74. Regular employees were 72 and number of employees on deputation from EIL stood at 2.

Employees were nominated for various training programs in the field like NDT, Offshore, Risk Management, functional & behavioral trainings from time to time.

For meeting job requirements at optimum cost, your Company is also outsourcing manpower from agencies and is empanelling engineers and consultants.

OFFICIAL LANGUAGE

Like previous years, awareness and increased usage of official language was enthusiastically carried out during the year. Provisions of section 3(3) of Official Languages Act and Official Language Rules have been complied with. ‘Hindi Diwas’ was observed on 14.09.2015 and ‘Hindi Fortnight’ was organized from 14.09.2015 to 28.09.2015 in association with holding company EIL. With a view to create greater awareness, consciousness and to encourage employees to enhance

use of Hindi in official work several workshops, inspection and seminar were also organized.

CONSERVATION OF ENERGY & FOREIGN EXCHANGE EARNINGS AND OUTGO

As the Company’s operations do not involve any manufacturing or processing activities, the particulars required under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 regarding conservation of energy and technology absorption are not applicable.

The particulars regarding foreign exchange earnings and outgo are appearing in para 2.31 of the notes to Financial Statements. The Company does not own any manufacturing facilities hence the other particulars required under Section 134 (3)(m) of the Companies Act, 2013 relating to Foreign Exchange Earnings & Outgo are not applicable.

CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY

The information required under Company’s (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this Report. The CSR Policy is given on the website of the Company at <http://ceil.co.in/company.html>.

DETAILS OF LOANS/GUARANTEES/INVESTMENTS

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the financial year 2015-16.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES (RPTs)

In line with the provisions of the Companies Act, 2013 and the Listing Agreement, the parent Company i.e. Engineers India Limited has formulated a Policy on Materiality of Related Party Transactions and also on dealing with Related Party Transactions as per which the necessary compliances have been done in this regard.

During the financial year 2015-16, there were no material RPTs. Further, suitable disclosure as per statutory requirements has been given in Para 2.24 of Notes to Financial Statements.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an Extract of the Annual Return in the prescribed form is annexed to this Report.

COST AUDITORS

The Company does not fall under the Cost Audit Rules and therefore, there is no requirement of Cost Audit for the Company as per the Statutory requirements.

NUMBER OF MEETINGS OF THE BOARD

The Board met five times during the financial year 2015-16, the details of which are given in the Corporate governance report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed under Companies Act, 2013 and DPE Guidelines on Corporate Governance. For further details regarding number of meetings of the Board and its committees, please refer Corporate Governance Report, annexed to this Report.

CODE OF BUSINESS CONDUCT AND ETHICS

The Company has formulated a Code of Business Conduct and Ethics for its Board Members and Senior Management Personnel in terms of DPE Guidelines on Corporate Governance. The confirmation of



compliance of the same is obtained from all concerned on annual basis. All Directors and Senior Management Personnel have given their confirmation of compliance for the year under review. A declaration duly signed by CEO is given in the Report on Corporate Governance. The Code of Business Conduct and Ethics for its Board Members and Senior Management Personnel is given on the website of the Company at <http://ceil.co.in/company.html>.

CORPORATE GOVERNANCE

The Company is committed to good Corporate Governance as per the requirements/Guidelines on Corporate Governance for CPSEs issued by Department of Public Enterprises, Government of India. The Board of Directors supports the broad principles of Corporate Governance. In addition to the basic issues, CEIL lays strong emphasis on transparency, accountability and integrity.

A Report on Corporate Governance as required under DPE Guidelines on Corporate Governance is annexed. Certificate of the Statutory Auditors regarding compliance of the conditions of the Corporate Governance as stipulated in DPE Guidelines on Corporate Governance along with the Management's Reply on the comments of the Auditors is enclosed.

TRAINING OF BOARD MEMBERS

The company has a well defined Training Policy for Board Members. Detailed presentations are made by senior executives/professionals/consultants on business related issues and the Directors have attended seminars/conferences/programmes from time to time. The details of such familiarization programmes/Training Policy have also been posted on the website of the company at <http://ceil.co.in/company.html>.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (5) of the Companies Act, 2013, the Board hereby submit its responsibility Statement:

- In the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company for the year ended on the date;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors have prepared the annual accounts on a going concern basis;
- The Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively; and
- The Directors have devised proper systems to ensure compliance with the provisions of the applicable laws and that such system were adequate and operating effectively.

RIGHT TO INFORMATION ACT, 2005

In order to promote transparency and accountability, appropriate action is taken to reply to queries from any source whenever received,

on time. In compliance to the provisions of the Right to Information Act, 2005, Central Public Information Officer (CPIO) and ACPIOs have been appointed and utmost care is being taken for timely compliance and dissemination of information. As on 31.3.2016, no application is pending under RTI Act, 2005.

DIRECTORS

After the date of last Directors' Report i.e. 6.07.2015, Shri L. K. Vijh, Executive Director (Technical), EIL and Shri R. Mahajan, Executive Director (Projects), EIL were appointed as Additional (Part-time) Directors w.e.f. 21.08.2015. Dr. (Prof.) Mukesh Khare and Shri Umesh Chandra Pandey, Non-official Part-time Independent Directors, EIL were appointed as Additional Directors (Non-official Part-time Independent) w.e.f. 15.01.2016.

In accordance with the provisions of the Companies Act, 2013, Shri Sudershan Gupta and Shri S.K. Handa, Directors would retire by rotation, at the ensuing Annual General Meeting, and being eligible, offer themselves for reappointment. In accordance with the provisions of the Companies Act, 2013, Shri L. K. Vijh, Executive Director (Technical), EIL, Shri R. Mahajan, Executive Director (Projects), EIL who were appointed as Additional (Part-time) Directors and Dr. (Prof.) Mukesh Khare and Shri Umesh Chandra Pandey, Non-official Part-time Independent Directors, EIL who were appointed as Additional Directors (Non-official Part-time Independent) after the date of last Directors' report, shall vacate their office at the ensuing Annual General Meeting. Necessary notices have been received from them under section 160 of the Companies Act, 2013, proposing their candidature for appointment. The same has also been given on the website of the Company at www.ceil.co.in. The Board recommends their appointment. Brief resume of the Directors seeking appointment/reappointment together with the nature of their expertise in specific functional areas, disclosures of relationships between Directors inter-se, names of companies in which they hold directorships and the memberships/chairmanships of Committees of the Board along with their shareholding in the company etc. pursuant to the statutory requirements are given in the Annexure to Notice of 21st Annual General Meeting.

BANKERS

The Bankers of the Company are Bank of India, Corporation Bank, Axis Bank, State Bank of India and Indusind Bank Ltd.

PARTICULARS OF EMPLOYEES

As per the provisions of Section 197 of the Companies Act, 2013 and rules made thereunder, Government Companies are exempted from inclusion of the statement of particulars of employees. The information has, therefore, not been included as part of the Directors' Report. However the same information is open for inspection at the registered office of the Company on all working days between 10.30 a.m. to 12.30 p.m. prior to the Annual General Meeting.

ACCREDITATION ISO 17020:

CEIL continues to be a Type-A accredited Inspection Body in accordance with ISO/IEC 17020 granted by NABCB. During the year, ISO 17020 Renewal Audit was carried out by NABCB successfully with accreditation validity till 19th June 2018. The ISO 17020 accreditation is granted for company's operations in India for in process/finished product/installation/in service inspection activities. ISO 17020 accreditation is a pre-qualification criteria to carry out IMS, ERDMP and T4S Audits under PNGRB.



CERTIFICATION ISO 9001:

CEIL successfully underwent ISO 9001 Certificate Surveillance Audit carried out by IRQS. The ISO 9001 Certification is valid till 3rd September 2016.

APPROVALS

- Emergency Response & Disaster Management Plan (ERDMP):**

CEIL continues as an approved Third Party Inspection body under PNGRB for review and verification of Emergency Response & Disaster Management Plan (ERDMP). During the year, CEIL carried out ERDMP Audits ranging from Cross country NG and product Pipelines, Aviation Fuel Stations, Lube Oil Terminals, CGD Network.

- Technical Standards and Specifications including Safety Standards (T4S):**

CEIL continues to be an approved Third party Inspection body under PNGRB for carrying out Technical Standards and Specifications including Safety Standards (T4S) Audits for Natural Gas Pipelines (NGPL) and City Gas Distribution (CGD) networks.

CEIL also achieved distinction by receiving a T4S Audit Work Order on nomination basis directly from PNGRB.

- Integrity Management System for Natural Gas Pipelines and CGD Networks (IMS):**

CEIL continues to be an approved Third party Inspection body under PNGRB for carrying out Pipeline Integrity Management System Audits for Natural Gas Pipelines and CGD Networks.

- Petroleum & Explosives Safety Organization (PESO):**

CEIL continues approval from PESO as a recognized inspection authority as well as competent authority for inspections under SMPV(U) Rules 1981.

- Indian Boiler Regulations (IBR):**

During the year, CEIL continued approval from IBR as a recognized inspection authority as well as competent authority for inspections of Materials in Europe, Middle East and China.

- Bureau of Energy Efficiency (BEE) ESCO:**

CEIL continues to be a CARE BEE Grade 2 rating as an Energy service company. The Grading indicates "HIGH" ability to carry out energy efficiency audits and undertake energy efficiency projects.

STATUTORY AUDITORS

M/s Luthra & Luthra, Chartered Accountants were appointed as Auditors of your Company for the Financial Year 2015-16 by the Office of the Comptroller & Auditor General of India.

COMPOSITION OF AUDIT COMMITTEE

The recommendations made by the Audit Committee during the year 2015-16 were accepted by the Board. The other details of Audit Committee like composition, terms of reference, meetings held are provided in the Corporate Governance Report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company is governed by the Whistle Blower Policy/Vigil Mechanism formed by the holding Company i.e. M/s Engineers India Limited and no personnel have been denied access to the Audit Committee. The same has also been given on the website of the holding Company.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from the Independent Directors under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and DPE Guidelines on Corporate Governance.

SIGNIFICANT AND MATERIAL ORDERS

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

OTHER DISCLOSURES

No disclosure or reporting is required in respect of the following items as either these were not applicable or there were no transactions on these items during the financial year 2015-16:-

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. Details regarding receipt of remuneration or commission by the Managing Director or the Whole-time Director from any of its subsidiaries.
5. Buy Back of shares.
6. Issue of Bonus shares.

During the financial year 2015-16, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this report.

ACKNOWLEDGEMENTS

The Board of Directors express their sincere thanks to the esteemed Clients of CEIL for their continued patronage and express deep appreciation for the assistance provided by the Ministries of the Government of India.

The Board of Directors express their sincere gratitude to EIL, the holding company for their all round support and look forward to their continued support and guidance.

The Board of Directors also wish to place on record their appreciation for the excellent contribution made by all the employees towards the successful operations of the Company.

For & on behalf of the Board of Directors

(Sanjay Gupta)
Chairman



Management Discussion & Analysis

We have the pleasure of presenting you an analysis report covering the performance of the company for the year 2015-16 and the future outlook.

FINANCIAL PERFORMANCE

During the financial year, the income from services rendered by the Company has increased to Rs. 37.56 Crores from Rs. 34.43 Crores in the previous year, which is 9% more than the previous year.

Profit before tax has increased to Rs. 14.14 Crores from Rs. 13.39 Crores in previous year, which is 5.6% higher. Similarly, Profit after tax has increased by 5.9% from Rs. 8.76 Crores in previous year to 9.28 Crores in the current year.

BUSINESS OVERVIEW

During the financial year 2015-16, your company was able to secure business worth Rs. 35 Crores.

The order book as on 31.03.2016 was Rs. 33 Crores.

During the year company secured major orders from ONGC, VMC, KRCL, SMC, RIL, GSPL, Afcons, Empire Industries, Jindal Steel Works, other esteemed clients, besides securing sizable business from various state government organizations.

BUSINESS ENVIRONMENT AND FUTURE OUTLOOK

Due to downward trend in Oil & Gas sector, order book position has contracted to Rs. 33 Crores as of 31.03.2016 as against Rs. 35.44 Crores on 31.03.2015. The order book is comprising of the unexecuted portion of the orders from ONGC Vadodara Mahanagar Seva Sadan, Surat Municipal GSPL, Vizag Steel Plant, BPCL, DCB, AFCONS, EIL, Reliance, CIDCO, IOCL, GSPL, TEDA, PLL, Thermax, DRDO, RUDA, MDL, GAIL, KRCL etc. Your Company expects to secure further assignments during the year from current and new clients which will translate into healthy turnover growth and good order book position.

Your company is aligning its growth strategy with GOI initiatives and is continuously exploring the possibility of scaling its overseas and domestic business and securing certification and TPI jobs in high growth sectors like Nuclear, Fertilizers, Power, Infrastructure, Affordable Housing, Railways etc.

Risk & Concerns

The Company has a robust Enterprise Risk Management System (ERM) in place which includes risk identification, assessment and risk mitigation. Risks pertaining to business, stakeholder, strategy, financial, execution and other related risks are systematically identified using a Risk Matrix. The ERM process is maintained and executed by the Risk Functional Committee whose outcome is monitored at the apex by the Risk Management Committee. The Management periodically reviews the status of identified risks and probable new risks and uses Enterprise Risk Management as an effective tool to foresee and take prompt actions for optimizing its business model and enhance shareholder value.

INTERNAL CONTROL SYSTEMS

Your company has in place adequate systems of internal control. These have been designed to provide reasonable assurance with regard to maintaining proper accounting controls, monitoring economy and efficiency of operations, protecting assets from unauthorized use or losses, and ensuring reliability of financial and operational information. Your company continued its efforts to align all its process and control with best practices and is also controlling its operating process through well-defined international standard certification of ISO 9001:2008 and ISO 17020 accreditation.

Some significant features of the internal control systems are preparation and monitoring of annual budgets, internal audit and its review, clear delegation of authority and responsibility, corporate policy on accounting and periodic management meeting to review operation and plans in business areas.

Memorandum of Understanding (MoU) with Engineers India Limited

Your company has signed MOU with EIL for the year 2016-17, with target for Capacity utilization, Efficiency parameters, Leveraging net worth, Reduction in trade receivables, Revenue from operations, Operating profit, Early signs of weakness, Marketing efficiency ratios and Return on investment.

SIGNIFICANT INITIATIVES

In order to meet the challenges of continuing changes in business environment and growing competition, corporate focus has been on various initiatives on increasing engagement in Company's core strength areas, gaining entry into areas that are expected to show significant growth in the near future like Railways, Defense, Infrastructure, Nuclear, Fertilizer etc.; Number of initiatives have also been taken for improvement in systems and processes, HR and for training & recruitment.

HUMAN RESOURCES

Strength of regular employees, including employees on deputation from EIL, was 74 during the year. 64 Man days training was imparted to employees during the year through 28 nos. training programs.

Your Company intends to pursue aggressive specific training of CSWIP 3.1 and CSWIP 3.2 and managerial training programs for the employees in future too, to retain the knowledge edge in its area of business.

MARKETING

The company is successfully expanding its client's base with addition of new clients in existing and diversified business areas. Company's commitment to quality and timely execution of certification and third party inspection activities, coupled with proper marketing initiatives has helped the company achieve significant order book. Staffing in the Marketing Department has been substantially increased. Surveyors are motivated to discuss with the clients and suppliers during the inspection visit and inform the potential leads to marketing department.



OPERATIONAL IMPROVEMENT

Major Operational Improvements like improving manpower productivity, optimization of cost, realization of outstanding etc. are ensured through strict monitoring of operations in the Company and gradual increase in use of Software Packages and automated systems

COST CONTROL & MONITORING

Effective cost reduction measures for control of travel cost, manpower cost etc. are taken up at all stages of operations. Deputation of surveyors based on project requirements from nearby locations results in less travel cost.

CORPORATE SOCIAL RESPONSIBILITY

Your Company's CSR initiatives aim at assisting socially and economically weaker segments of society, as well as defining the Company as a socially responsible business to employees, clients and other stakeholders. The company remains committed towards its social obligations and targets on capacity building, empowerment of communities, inclusive socio-economic growth, and environment protection, development of backward regions and upliftment of marginalized & underprivileged section of society.

As part of CSR activities, during the financial year 2015-16, MoU was signed with Smt. Thamabai Ganpat Patil Education Society-To sponsor/support for providing benches to the school of local slum children located in Deonar, Mumbai.

ENVIRONMENT PROTECTION AND CONSERVATION, TECHNOLOGICAL CONSERVATION, RENEWABLE ENERGY DEVELOPMENT, FOREIGN EXCHANGE CONSERVATION

Environmental protection is an integral part of the Company's business processes. The Company is adopting a long term approach to business, built upon a solid commitment of sustainable growth through the active participation in responsible environmental practices.

MANAGEMENT INFORMATION SYSTEM (MIS)

MIS in the company is constantly being fine tuned to cater to ever growing information needs for effective and quick decision making as well as for statutory requirements. This provides vital data inputs to management highlighting operating variables, achievement vis-à-vis budgets and other decision support data.

DISCLOSURE BY SENIOR MANAGEMENT PERSONNEL

As Confirmed by Senior Management Personnel, none of them has materials financial and commercial transactions with the Company, where they have personal interest that may have a potential conflict with the interest of the Company.

CAUTIONARY STATEMENT

Statements in management discussion and analysis describing the company's objectives, projections, expectations, estimates are based on current business environment. Actual results could differ from those expressed or implied based on future economic and other developments in India and abroad.



Annual Report on Corporate Social Responsibility (CSR) Activities for the financial year 2015-16

- 1) A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
To assist socially and economically disadvantaged segments of society to overcome hardship and impoverishment. To enhance increased commitment at all levels in the organization towards reinforcing its image as a social and environmental conscience company.
The Company has undertaken CSR Projects/ Programs in line with Schedule VII of the Companies Act 2013, which are under the following thrust areas:
 - i) Education
 - ii) HealthCare
 - iii) Renewable Energy
 - iv) Drinking Water/Sanitation Facility
 - v) Environment Protection.
 The weblink for CSR project or programme and policy is given at <http://ceil.co.in/company.html>.
- 2) Composition of CSR and SD Committee
The details regarding composition of CSR and SD Committee are given in the Corporate Governance Report annexed to the Directors' Report.
- 3) Average Net Profit of the Company for the last three financial years was ₹11.44 crore.
- 4) Prescribed CSR Expenditure (2% of the amount as in item 3 above) is ₹22.88lakhs
- 5) Details of amount spent towards CSR during the financial year 2015-16
 - a) Total amount to be spent for the financial year 2015-16 was ₹22.88 lakhs
 - b) Amount unspent, if any - NIL
 - c) Manner in which the amounts spent towards CSR during the financial year 2015-16.

Sl. No.	CSR project or activity identified	Sector in which the Project is covered	"Project or programs [1] Local area or other [2] Specify the State and district where projects or programs was undertaken"	Amount outlay [budget] project or programs wise	"Amount spent on the projects or programs Sub-heads : [1] Direct expenditure on projects or programs. [2] Overheads:"	Cumulative expenditure upto to the reporting period.	Amount spent : Direct or through implementing agency *
1	To Support/Sponsor Vadodara Municipal Seva Sadan (VMSS) under their program " Share The Happiness" for providing water purifiers for safe drinking water to Aanganwadi and foot wear (shoes) to Aanganwadi Children	Education	Local Area	21 Lac	Direct on project	₹2047500/-	Through VMSS
2	To support Smt. Thamabai Ganpat Patil Education Society's (STGPES), Matoshree Vidyamandir School for the purchase of new benches located at Deonar, Mumbai.	Education	Local Area	8.50 Lac	Direct on project	₹764690/-	Through STGPES
	TOTAL			29.5 Lac		₹2812190/-	

6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report- Not Applicable
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.
The CSR Committee confirms that the implementation and monitoring of CSR activities of the Company are in compliance with the CSR objectives and CSR Policy of the Company.

S. D. Kherdekar, Chief Executive Officer



Form No. MGT-9

Extract of Annual Return

as on the Financial Year ended on 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : U74899DL1994GOI062371
- ii) Registration Date : 26/10/1994
- iii) Name of the Company : Certification Engineers International Limited
- iv) Category/Sub-Category of the Company : Public Limited Company (Limited by Shares)- Govt. of India Undertaking.
- v) Address of the Registered office and contact details : Engineers India Bhawan,
1, Bhikaiji Cama Place, New Delhi-110066
Tel: 011-26762121, Fax: 011-26164868, 26186245
E-mail: ceil.del@eil.co.in, Website: http://ceil.co.in
- vi) Whether listed company Yes / No : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : None

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Certification /Re-certification & Third Party Inspection Services	Not Applicable	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Engineers India Limited	L74899DL1965GOI004352	Holding	100%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

The shareholding pattern of the company as on 31.03.2016 is as follows:

S.No.	Name of Shareholder	Number of Equity Shares of ₹ 100 each	% of Issued Capital
1	Mr. Sanjay Gupta, C&MD, EIL	5*	0.005%
2	Mr. Ram Singh, Director (Finance), EIL	5*	0.005%
3	Mr. Ajay N. Deshpande, Director (Technical), EIL	5*	0.005%
4	Mr. Ashwani Soni, Director (Projects), EIL	5*	0.005%
5	Mr. Sudershan Gupta, ED (F&A), EIL	5*	0.005%
6	Mr. S. K. Handa, ED (Projects), EIL	5*	0.005%
7	Mr. L. K. Vijh, ED (Technical), EIL	8*	0.008%
8	Mr. R. Mahajan, ED (Projects), EIL	5*	0.005%
9	Mr. S. D. Kherdekar, CEO, CEIL	5*	0.005%
10	Engineers India Limited	99952	99.952%

* These shares are held by these officials on behalf of Engineers India Limited and the beneficiary interest lies with Engineers India Limited in respect of these shares.



V. INDEBTEDNESS :

The Company is a debt-free company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: NIL

B. Remuneration to other directors:

Name of Directors	Particulars of Remuneration- Sitting Fee
Dr. J. P. Gupta	₹20000
Mr. Umesh Chandra Pandey	₹20000

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD - NIL*

*The Company does not have Managing Director/Manager/Whole time Director/ Company Secretary. Further, Chief Executive Officer of the Company is on deputation from EIL (Holding Company) and the salary for which is paid by Engineers India Limited. EIL raises monthly bills on the basis of manhour cost as per agreement with the company which are accounted for as professional charges, under the head "Manpower Services".

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Report on Corporate Governance

1. Company's Philosophy on Corporate Governance

The Company firmly believes in consistently practicing good Corporate Governance. The Company's essential character is shaped by the values of transparency, professionalism and accountability. The Company is committed to attain the highest standard of Corporate Governance. The philosophy of the Company in relation to Corporate Governance is to ensure transparency in all its operations, make disclosures and enhance all stakeholders' value within the framework of laws, regulations and Government Guidelines.

2. Board of Directors

a) Composition of the Board of Directors

Certification Engineers International Limited is a public sector undertaking. The Articles of Association of the Company stipulates that the number of Directors shall not be less than three and more than nine.

Presently, CEIL is having 7 Directors on its Board comprising of 5 (five) Part-time Directors including Chairman and 2 (two) Non-official Part-time Independent Directors nominated by Holding Company, Engineers India Limited.

b) Number of Board Meetings

The Board of Directors met 5 times during the financial year 2015-16. The details of the Board Meetings are as under:

Sl. No.	Date of Meeting	Place	Board Strength	No. of Directors Present
1.	May 14, 2015	New Delhi	4	4
2.	August 10, 2015	New Delhi	3	3
3.	November 3, 2015	New Delhi	5	5
4.	January 15, 2016	New Delhi	5	4
5.	February 10, 2016	New Delhi	7	6

c) Attendance record of Directors at Board Meetings and Annual General Meeting and number of other Directorships/Committee Memberships/ Chairmanships.

Attendance of each Director at the Board Meetings and at the last Annual General Meeting held during the financial year 2015-2016 and number of other Directorships / Committee Memberships/ Chairmanships of each director is given below:

Name of the Director	Attendance Particulars		Number of other Directorships / Committee Memberships / Chairmanships		
	Board Meetings	Last AGM held on 20.08.2015	Other Directorships	Other Committee Memberships**	Other Committee Chairmanships**
A) Part time Directors- From Holding Company, EIL					
I) Present Directors					
Shri Sanjay Gupta, Chairman*-1	5	Yes	3	-	-
Shri Sudershan Gupta	5	Yes	1	-	-
Shri S. K. Handa*-2	4	No	-	-	-
Shri L. K. Vijh*-3	3	-	-	-	-
Shri R. Mahajan*-3	2	-	-	-	-
II) Past Directors					
Shri A. K. Purwaha*-4	1	-	-	-	-
B) Non-official Part-time Independent Directors					
I) Present Directors					
Dr. (Prof.) Mukesh Khare*-5	-	-	1	1	1
Shri Umesh Chandra Pandey*-5	1	-	3	-	1
II) Past Directors					
Dr. J. P. Gupta*-6	1	-	-	-	-



Remarks:

*-1 Shri Sanjay Gupta ceased to be Director of the Company w.e.f. 1.06.2015, due to his cessation in Engineers India Limited as Director (Commercial). Shri Sanjay Gupta was appointed as Additional Director and Chairman of the Company w.e.f. 1.06.2015 consequent to his appointment as C&MD of EIL w.e.f. 1st June, 2015.

*-2 Shri S. K. Handa, Executive Director (Technical) of Engineers India Limited was appointed as Additional (Part-time) Director w.e.f. 29.06.2015.

*-3 Shri L.K. Vijh, Executive Director (Technical), EIL and Shri R. Mahajan, Executive Director (Projects), EIL were appointed as Additional (Part-time) Directors w.e.f. 21.08.2015.

*-4 Shri A. K. Purwaha ceased to be Chairman of the Company w.e.f. 1.06.2015 due to his retirement from Engineers India Limited, the holding Company, on attaining the age of superannuation on 31.05.2015.

*-5 Dr. (Prof.) Mukesh Khare and Shri Umesh Chandra Pandey, Non-official Part-time Independent Directors, EIL were appointed as Additional Directors (Non-official Part-time Independent) w.e.f. 15.01.2016.

*-6 Dr. J. P. Gupta, Non-official Part-time Independent Director ceased to be Director of the Company w.e.f. 4.07.2015 due to his cessation in Engineers India Limited, the holding Company.

**None of Directors on the Board is a member of more than 10 committees or chairman of more than 5 committees across all the companies in which he is a Director. Membership/ Chairmanship in committee is reckoned pertaining to Audit Committee and Stakeholders Relationship Committee and based on disclosures received from Directors.

Notes:

- (i) None of the Independent Directors are holding directorships in more than seven listed companies.
- (ii) The company has not issued any convertible instruments.

d) Board Procedure

The meetings of the Board of Directors are generally held at the Company's Registered Office in New Delhi. The meetings are generally scheduled well in advance. In case of exigencies or urgency, resolutions are passed by circulation. The Board meets at least once a quarter to review the quarterly performance and the financial results. The time gap between two meetings was not more than three months. The agenda for the meetings is prepared by the concerned officials and sponsored by CEO of the Company. The Board papers are circulated to the Directors in advance. The members of the Board have access to all information and are free to recommend inclusion of any matter in the agenda for discussion. Senior executives are invited to attend the Board meetings and provide clarification as and when required. To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to Committees of the Board set up for the purpose.

e) Code of Business Conduct and Ethics for Board Members and Senior Management

The Board of Directors has laid down the Code of Business Conduct and Ethics for all Board Members and Senior Management of the Company. The same has also been posted on the Website of the Company at <http://ceil.co.in/company.html>.

Declaration as required under DPE Guidelines on Corporate Governance for CPSEs

All the Members of the Board and Senior Management Personnel have affirmed compliance of the Code of Business Conduct and Ethics for the financial year ended on March 31, 2016.

Place: New Delhi
Date: May 19, 2016

(S.D. Kherdekar)
Chief Executive Officer

f) Separate Meetings of Independent Directors

A separate Meeting of the Independent Directors was held on 29.02.2016 as per the Guidelines issued by DPE on Role & Responsibilities of Non-Official Directors (Independent Directors) of CPSEs and in compliance to the other statutory provisions in this regard. All the Independent Directors attended the separate Meeting. This Meeting assessed the quality, quantity and timeliness of flow of information necessary for the Board to effectively and reasonably perform their duties.

g) Compliance Reports

To the best of the knowledge and belief, the Company is complying with all applicable laws as on date except the composition of Board of Directors. The Board has reviewed Compliance Report of all Laws applicable to the Company and the steps taken by the Company to rectify instances of non-compliances.

h) Appointment/Re-appointment of Directors

The brief resume of the Directors seeking appointment/re-appointment together with the nature of their expertise in specific functional areas, names of companies in which they hold directorships and the memberships/chairmanships of Committees of the Board alongwith their shareholding in the Company etc. pursuant to the statutory requirements is annexed to the Notice calling the Annual General Meeting.

3. Audit Committee

Presently, the Audit Committee comprises of three Directors (out of which 2 are Non-official Part-time Independent) viz. Shri Umesh Chandra Pandey as the Chairman, Dr. (Prof.) Mukesh Khare and Shri Sudershan Gupta as members. The Audit Committee was reconstituted during the year due to the following:

- Shri Sanjay Gupta ceased to be member w.e.f. 01.06.2015.
- Dr. J. P. Gupta ceased to be member and chairman w.e.f. 04.07.2015.
- Shri Sudershan Gupta, existing member was appointed as chairman w.e.f. 04.07.2015.
- Shri S. K. Handa was inducted as member w.e.f. 04.07.2015.
- Shri R. Mahajan was inducted as member w.e.f. 03.11.2015
- Shri Sudershan Gupta ceased to be chairman w.e.f. 15.01.2016, however, he continued to be member.
- Shri Umesh Chandra Pandey was inducted as member and chairman w.e.f. 15.01.2016.
- Dr. (Prof.) Mukesh Khare was inducted as member w.e.f. 15.01.2016.
- Shri S. K. Handa ceased to be member w.e.f. 15.01.2016.
- Shri R. Mahajan ceased to be member w.e.f. 15.01.2016.

The terms of reference/scope, role and powers etc. of the Audit Committee are in accordance with DPE Guidelines on Corporate Governance for CPSEs. The details of meetings held during the financial year 2015-16 and the attendance of the Members is given below:

Sl. No.	Date of Meeting	Name	Chairman/Member	Attendance
1.	14.05.2015	Dr. J. P. Gupta Shri Sanjay Gupta Shri Sudershan Gupta	Chairman Member Member	Present Present Present
2.	10.08.2015	Shri Sudeshan Gupta Shri S. K. Handa	Chairman Member	Present Present
3.	03.11.2015	Shri Sudeshan Gupta Shri S. K. Handa	Chairman Member	Present Present
4.	10.02.2016	Shri Umesh Chandra Pandey Dr. (Prof.) Mukesh Khare Shri Sudershan Gupta	Chairman Member Member	Present Not Present Present

4. Subsidiary Companies

The Company is not having any subsidiary company.

5. Remuneration Committee/Remuneration of Directors

The company has formed a Remuneration Committee as per DPE OM dated 26th November, 2008 regarding pay revision of CPSE executives. Presently, the Remuneration Committee comprises of four Directors (out of which 2 are Non-official Part-time Independent) viz. Dr. (Prof.) Mukesh Khare as Chairman, Shri Umesh Chandra Pandey, Shri Sudershan Gupta and Shri L. K. Vijn as members. The Remuneration Committee was reconstituted during the year due to the following:

- Shri Sanjay Gupta ceased to be member w.e.f. 01.06.2015.
- Dr. J. P. Gupta ceased to be member and chairman w.e.f. 04.07.2015.
- Shri Sudershan Gupta, existing member was appointed as chairman w.e.f. 04.07.2015.
- Shri S. K. Handa was inducted as member w.e.f. 04.07.2015.
- Shri L.K. Vijn was inducted as member w.e.f. 3.11.2015.
- Shri Sudershan Gupta ceased to be chairman w.e.f. 15.01.2016, however, he continued to be member.
- Dr.(Prof.) Mukesh Khare was inducted as member and chairman w.e.f. 15.01.2016.
- Shri Umesh Chandra Pandey was inducted as member w.e.f. 15.01.2016.
- Shri S. K. Handa ceased to be member w.e.f. 15.01.2016.

No meeting was held during the financial year 2015-16.

The scope of the Remuneration Committee includes finalizing the salary structure, applicable perks & allowances and deciding the annual bonus pool/variable pay & policy for its distribution across the executives and Non-Unionised Supervisors with prescribed limits. Remuneration Committee may also be called upon to decide issues like ESOP schemes, Performance Incentive Schemes, Superannuation Benefits and any other Fringe Benefits which may be considered appropriate. The Remuneration committee shall also assist the Board in ensuring that appropriate and effective remuneration packages and policies are implemented in CEIL for all employees including Directors and Chairman. The Committee's role also extends to the review of Non-Executive Directors' fees.



There is no pecuniary relationship or transactions of the Non-Executive directors vis-à-vis the company. The part-time official directors other than non-official Independent Directors nominated on the Board do not draw any remuneration from the Company for their role as director. The sitting fees fixed for part-time (non official) independent directors of the Company is ₹10,000/- per meeting of the Board or its Committee thereof attended by them.

The details of payments towards sitting fees to Non-official Part-time Independent Director during the financial year 2015-16 are given below:-

Name of Non-official Part-time Independent Director	Sitting Fees*		Total
	Board Meeting	Committee Meeting	
Dr. J. P. Gupta	10000	10000	20000
Shri Umesh Chandra Pandey	10000	10000	20000
Dr. (Prof.) Mukesh Khare	Nil	Nil	Nil

*Gross Fees excluding Tax Deducted at Source as per applicable Tax Laws and Rules.

6. CSR and SD Committee of the Board

The CSR and SD Committee of the Board has been constituted to deliberate and decide on the matters as per defined Scope of the committee. Presently, the CSR and SD Committee comprises of four Directors (out of which 2 are Non-official Part-time Independent) viz. Shri Umesh Chandra Pandey as Chairman, Dr. (Prof.) Mukesh Khare, Shri R. Mahajan and Shri S.K. Handa as members. The committee was reconstituted during the financial year 2015-16 due to the following.

- Shri Sanjay Gupta ceased to be member w.e.f. 01.06.2015.
- Dr. J. P. Gupta ceased to be member and chairman w.e.f. 04.07.2015.
- Shri Sudershan Gupta, existing member was appointed as chairman w.e.f. 04.07.2015.
- Shri S. K. Handa was inducted as member w.e.f. 04.07.2015.
- Shri S. K. Handa ceased to be member w.e.f. 03.11.2015
- Shri L. K. Vijh and Shri R. Mahajan were inducted as members w.e.f. 03.11.2015.
- Shri Sudershan Gupta ceased to be chairman w.e.f. 15.01.2016, however, he continued to be member.
- Shri Umesh Chandra Pandey was inducted as member and chairman w.e.f. 15.01.2016.
- Dr.(Prof.) Mukesh Khare was inducted as member w.e.f. 15.01.2016.
- Shri L. K. Vijh ceased to be the member w.e.f. 15.01.2016.
- Shri S. K. Handa was inducted as member w.e.f. 15.01.2016.

No meeting was held during the financial year 2015-16.

7. Accounting Treatment

The Financial statements have been prepared as per generally accepted accounting principles and in accordance with the prescribed Accounting Standards.

8. CEO/CFO Certification

The CEO and Head of the Finance Function i.e AGM (F&A) have given the certificate to the Board as well as disclosed the required information to the Statutory Auditors and the Audit Committee in terms of DPE Guidelines on Corporate Governance and the same is annexed to this Report.

9. Risk Management

The Company has well defined Risk Management policy. The objective of risk management in the Company is to act as enabler in maintaining its knowledge edge, sustaining and expanding the business, being competitive and ensuring execution of projects within budgeted cost and time resulting in improved turnover and profitability. The management is committed to further strengthen its risk management capabilities in order to protect and enhance shareholder value by improving its business performance. Continuous efforts in creating new opportunities, improving competencies/knowledge in various areas leading to improved performance and leveraging existing knowledge resources, in line with the risk appetite of the company, has enabled the company to protect the shareholders interests.

10. General Body Meetings

i) Annual General Meeting (AGM)

The Annual General Meetings of the Company are held at New Delhi where the registered office of the Company is situated. The details of such meetings held during the last three years are as under:

AGM	Year	Venue	Date	Time
18 th	2012-2013	EIB, 1, Bhikaiji Cama Place, New Delhi-110066.	5.08.2013	3.30 p.m.
19 th	2013-2014	EIB, 1, Bhikaiji Cama Place, New Delhi-110066.	12.08.2014	11.00 a.m.
20 th	2014-2015	EIB, 1, Bhikaiji Cama Place, New Delhi-110066.	20.08.2015	3.30 p.m.

ii) Details of Special Resolutions passed at last three AGMs

AGM	Details of Special Resolutions Passed
18 th	Nil
19 th	Nil
20 th	Nil

No special resolutions were put through postal ballot during the last year. No special resolution is proposed to be passed through postal ballot at the ensuing Annual General Meeting.

iii) No Extra-ordinary General Meeting of the Members was held during the Financial Year 2015-16.

11. Disclosures

- Details of transactions between the Company and its holding company, associates, key managerial personnel during the financial year 2015-2016 are given in Point no. 2.24 of the Notes to Accounts for the year ended 31st March, 2016. These transactions do not have any potential conflict with the interests of the Company at large.
- There have been no instances of non-compliance by the Company and no penalties/strictures imposed on the Company by any statutory authority on any matters related to any Guidelines issued by Government during the last three years.
- The Company has complied with all mandatory requirements of DPE Guidelines on Corporate Governance for CPSEs, save and except the composition of Board of Directors.
- During the last three years, no Presidential Directives were received by the Company.
- No Expenditures were debited in the Books of Accounts during the financial year 2015-16 which are not for the purposes of the Business.
- No expenses had been incurred which are personal in nature and incurred for the Board of Directors and the top Management.
- The administrative and office expenses are 23.85% of the total expenses in the Financial year 2015-16 as against 24.53% during the Financial year 2014-15. The decrease in the administrative and office expenses are mainly due to lower depreciation and higher provision for doubtful debts.
- None of the Directors of the company are inter-se related as on 31st March, 2016.
- None of the Non-official Part-time Independent Directors holds any equity shares in the Company as on 31st March, 2016

12. Means of Communication

The quarterly/yearly Financial results are displayed on the website viz. www.certificationengineers.com of the Company. The website of the Company also displays the official news releases. Annual Report is also available on the website in a user friendly manner and is circulated to the members and others entitled.

13. Audit Qualifications

The Company has ensured to remain in the regime of unqualified statements.

14. Training of Board Members

The Company has a well defined Training Policy for Board Members which is given on the website of the Company at <http://ceil.co.in/company.html>. Detailed presentations are made by senior executives/professionals/consultants on business related issues and the Directors have attended seminars/conferences/programmes from time to time.

15. Vigil Mechanism/Whistle Blower Policy

The scope of Vigil Mechanism/Whistle Blower Policy of holding company i.e EIL covers the subsidiary company also.



16. General Information

i) Annual General Meeting

Day and Date	Monday, 22 nd August, 2016.
Time	3.00 P.M.
Venue	Registered office at EIB, 1, Bhikaiji Cama Place, New Delhi-110066.

ii) Financial Year

1st Day of April to 31st Day of March every year.

iii) Dividend

The Board of Directors of the company have recommended payment of Final Dividend of ₹300 per share (on the face value of ₹100/-each) for the Financial Year ended 31st March, 2016 subject to approval of Shareholders in the forthcoming Annual General Meeting. This was in addition to the Interim Dividend of ₹200/- per share (on the face value of ₹100/- each) paid during the year.

iv) Registered office of the Company

Certification Engineers International Limited
E.I. Bhawan,
1, Bhikaiji Cama Place,
New Delhi-110066.
CIN:U74899DL1994GOI062371
Tel. No.011-26762121, Fax : 011-26164868, 011-26192693
Website: <http://ceil.co.in>

v) Auditors

M/s Luthra & Luthra
Chartered Accountants
A16/9, Vasant Vihar
New Delhi – 110 057
Tel. : 011- 26151853, Fax:011-26145222
Email:delhi@llca.net

Place: New Delhi

Date: May 19, 2016



Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

We, SD Kherdekar, Chief Executive Officer and G.D. Goswami, Asst. General Manager (Finance & Accounts) of Certification Engineers International Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the Financial results for the Quarter and year ended 31st March 2016.
2. Based on our knowledge and information, these Financial Results do not contain any untrue statement of a material fact or omit any material fact or contain statements that might be misleading.
3. Based on our knowledge and information, these Financial Results together present a true and fair view of the company's operations for the quarter & period and are in compliance with the existing Accounting Standards and /or applicable Laws and Regulations.
4. To the best of our knowledge and belief, no transactions entered into by the Company during the quarter and period, are fraudulent, illegal or violative of the Company's Code of Conduct.
5. We are responsible for establishing and maintaining internal controls over financial reporting and we have evaluated the effectiveness of such controls.
6. We have disclosed, wherever applicable, to the Company's Auditors and Audit Committee :
 - a) Any deficiencies in the design or operation of internal control for financial reporting including any corrective action with regard to deficiencies.
 - b) Significant changes in internal control over financial reporting during the quarter and period
 - c) Significant changes in accounting Policies during the quarter & period and the impact thereof, if any, have been disclosed in Notes to the Financial Results.
 - d) Instances of significant fraud, of which we are aware, that involves management or other employees who have significant role in the Company's internal control system over financial reporting.

SD Kherdekar
Chief Executive Officer

GD Goswami
AGM (F&A)

Place: New Delhi
Date: May 19, 2016



Independent Auditors' Report on Corporate Governance

To,

The Members of

Certification Engineers International Limited

We have examined the compliance of conditions of Corporate Governance by CERTIFICATION ENGINEERS INTERNATIONAL LIMITED, for the year ended 31st March, 2016, as stipulated in O.M No. 18(8)/2005-GM dated 14.05.2010 of the Ministry of Heavy Industries and Public Enterprises, DPE, Government of India.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementations thereof, adopted by the Company for ensuring the Compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, subject to the following:

- a) Composition of Board of Directors was not proper during the financial year
- b) Composition of Audit Committee was not proper during the financial year however the same has been rectified before the end of the financial year

We certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned O.M.

We state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For LUTHRA & LUTHRA

CHARTERED ACCOUNTANTS

FRN: 002081N

CA NILESH MEHTA

PARTNER

M.No: 093847

Place: New Delhi

Dated: May 19, 2016



Management's Reply to Auditors' Report on Corporate Governance (2015-16)

AUDITORS' COMMENTS	MANAGEMENT'S REPLY
(a) Composition of the Board of Directors was not proper during the financial year.	The Company is pursuing with the Ministry of Petroleum & Natural Gas (MoP&NG), Government of India for appointment of sufficient number of Directors on the Board of the Company. With the induction of two Non-official Part-time Independent Directors w.e.f. 15.01.2016, the composition of Audit Committee was rectified w.e.f. 15.01.2016.
(b) Composition of Audit Committee was not proper during the financial year however the same has been rectified before the end of the financial year.	



Independent Auditor's Report

TO,
**THE MEMBERS OF
CERTIFICATION ENGINEERS INTERNATIONAL LIMITED**

Report on Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Certification Engineers International Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement, and a summary of the significant accounting policies and other explanatory information for the year then ended.

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 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.

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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 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 standalone 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 sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. The Comptroller & Auditor General of India has issued directions u/s 143(5) of the Companies Act 2013 indicating areas to be examined by the auditor, the compliance of which is given in **Annexure A-1**.
3. 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 purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
 - 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) Requirement relating to declaration from directors under section 164 (2) is not applicable to the company in terms of exemption vide notification no. 1/2/2014-CL –V dt. 05th June 2015.
 - 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**"; and
 - 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 on its financial position in its financial statements – Refer Note No. 2.15
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

FOR LUTHRA & LUTHRA
(Chartered Accountants)
FRN :002081N

CA Nilesh Mehta
Partner
M.No. : 093847

Place: New Delhi
Date: May 19, 2016



Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2016, we report that:

- i)
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The Company's fixed assets have been physically verified at reasonable intervals and no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the lease deed in respect of leasehold building is held in the name of the Company.
- ii)
 - a) The Company being a service company does not have any inventory of raw material or finished goods, the work in progress is on account of "continuing service projects" for which bills have not been raised. Inventory consists of stock of office stationery. Physical verification of inventory of stationery has been conducted at reasonable intervals by the management.
 - b) Procedures for physical verification of inventory (of stationery) followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business. There are no inadequacies in such procedures that should be reported.
 - c) Company is maintaining proper records of inventory stationery & stores. No material discrepancies were noticed on physical verification
- iii) The Company has not granted any loans to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v) The Company has not accepted any deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act 2013 and Rules framed thereunder.
- vi) According to information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- vii)
 - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in deposition of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues except for some delays in deposition of tax deducted at source. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise. No undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2016 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 on the examination of records of the company, there are no dues of Provident Fund, ESI, sales tax, duty of customs, excise, value added tax, cess and any other statutory dues which have not been deposited with the appropriate authorities on account of any dispute except for Service tax, income tax and property tax. The details for the same are hereunder:

Name of the statute	Nature of dues	Amount (Rs. In Lacs)	Period to which the amount relates	Forum where dispute is pending
Service Tax, as per Finance Act, 1994	Show Cause Notice cum Demand of service Tax	486.57	April 2004 to March 2013	Commissioner, Service Tax, Mumbai
Income Tax Act, 1961	Assessment U/S 143(3) of the Income Tax Act, 1961	1.31	April 2010 to March 2011	Commissioner of Income Tax (Appeals)
Property Tax Act	Assessment of property tax	19.60	July'07 to March 16	Navi Mumbai Municipal Corporation

- viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.



- ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi) According to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

FOR LUTHRA & LUTHRA
(Chartered Accountants)
FRN :002081N

CA Nilesh Mehta
Partner
M.No. : 093847

Place : New Delhi
Date : May 19, 2016



Supplementary-Directions to the Statutory Auditors

S. No.	Directions	Reply
1	Whether the company has clear title/ lease deeds for freehold and leasehold property respectively. If not please state the area of freehold and leasehold land for which title/lease deeds are not available.	The company has leasehold building in its possession for which lease deed is available in company's name.
2	Please report whether there are any cases of waiver/ write off of debts/loans/interest etc., if yes, the reasons there for and the amount involved.	As per record and information provided to us debtors amounting to ₹ 33.94 lacs were written off during the years, as management is of the view that the amount is no longer realizable. Further an amount of ₹. 55.02 lacs have been provided during the year.
3	Whether proper records are maintained for inventories lying with third parties & assets received as gift from Govt. or other authorities.	This Clause is not applicable to the company as no inventory is held with third parties and no assets recd as gift.
4	Whether information/ inputs furnished to Actuary for actuarial valuation is proper.	According to information and explanation provided and examination of records the information furnished by company to actuary with regard to no. of employees, average salary, retirement age, assumptions made by actuary regarding discount rate, future cost increase, mortality rate etc. for arriving at the provision for liability of retirement benefits viz. gratuity, leave encashment, post retirement medical benefits etc. Seems proper.

FOR LUTHRA & LUTHRA
(Chartered Accountants)
FRN :002081N

CA Nilesh Mehta
Partner
M.No. : 093847

Place: New Delhi
Date: May 19, 2016

**Annexure - B to the Auditors' Report****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Certification Engineers International Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, 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 31 March 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 LUTHRA & LUTHRA
(Chartered Accountants)
FRN :002081N

CA Nilesh Mehta
Partner
M.No. : 093847



Compliance Certificate

We have conducted the audit of accounts of M/s Certification Engineers International Ltd, for the year ending 31st March 2016 in accordance with the directions/ sub directions issued by the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the directions / sub-directions issued to us.

FOR LUTHRA & LUTHRA
(Chartered Accountants)
FRN :002081N

CA Nilesh Mehta
Partner
M.No. : 093847

Place: New Delhi
Date: May 19, 2016



Balance Sheet

AS AT 31ST MARCH, 2016

(₹ IN LAKHS)

PARTICULARS	NOTE NO.	AS AT 31 ST MARCH 2016	AS AT 31 ST MARCH 2015
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
SHARE CAPITAL	2.1	100.00	100.00
RESERVES & SURPLUS	2.2	6,186.09	5,859.84
NON-CURRENT LIABILITIES	2.3		
OTHER LONG TERM LIABILITIES		15.21	-
LONG TERM PROVISION		391.21	294.16
CURRENT LIABILITIES	2.4		
TRADE PAYABLES-MSME		55.35	-
TRADE PAYABLES-OTHERS		236.97	136.83
OTHER CURRENT LIABILITIES		315.97	257.41
SHORT TERM PROVISION		530.05	512.11
TOTAL		7,830.85	7,160.35
ASSETS			
NON-CURRENT ASSETS			
FIXED ASSETS	2.5		
TANGIBLE ASSETS		229.37	243.61
INTANGIBLE ASSETS		0.89	1.66
DEFERRED TAX ASSETS (NET)	2.25		
		158.95	117.07
LONG TERM LOANS AND ADVANCES	2.6		
		449.19	362.02
OTHER NON-CURRENT ASSETS:	2.7		
BANK BALANCES		30.98	35.94
OTHERS		1.58	5.75
CURRENT ASSETS	2.8		
CURRENT INVESTMENTS		159.12	53.19
INVENTORIES		4.66	2.86
TRADE RECEIVABLES		1,517.92	1,425.32
CASH AND BANK BALANCES		4,307.06	4,137.55
SHORT-TERM LOANS AND ADVANCES		217.90	158.95
OTHER CURRENT ASSETS		753.23	616.43
TOTAL		7,830.85	7,160.35

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**1 & 2**

(S D KHERDEKAR)
Chief Executive Officer
PAN: ADQPK1440B

(SUDERSHAN GUPTA)
Director
DIN: 00813955

(SANJAY GUPTA)
Chairman
DIN: 05281731

As per our report of even date attached
For LUTHRA & LUTHRA
Chartered Accountants
Firm Regn. No. 002081N

(NILESH MEHTA)

Partner
M.No.093847

Place: New Delhi
Date: May 19, 2016



Statement of Profit & Loss

FOR THE YEAR ENDED 31ST MARCH 2016

(₹ IN LAKHS)

PARTICULARS	NOTE NO.	2015-16	2014-15
A. REVENUE			
I. REVENUE FROM OPERATIONS	2.9	3,756.34	3,440.43
II. OTHER INCOME	2.10	399.27	399.28
TOTAL REVENUE (I + II)		4,155.61	3,839.71
B. EXPENSES			
MANPOWER SERVICES	2.11	961.08	875.67
EMPLOYEE BENEFIT EXPENSE	2.12	958.65	799.03
DEPRECIATION AND AMORTIZATION EXPENSE	2.13	20.07	48.91
OTHER EXPENSES :	2.14		
FACILITIES		141.66	142.65
CORPORATE COSTS		37.39	40.03
OTHERS COSTS		623.10	594.71
TOTAL EXPENSES		2,741.95	2,501.00
PROFIT FOR THE YEAR (A-B)		1,413.66	1,338.71
LESS: PRIOR PERIOD ADJUSTMENTS (NET)		—	—
PROFIT BEFORE TAX		1,413.66	1,338.71
LESS : TAX EXPENSE			
CURRENT TAX		536.91	463.71
DEFERRED TAX		(41.88)	(0.90)
PRIOR PERIOD TAX ADJUSTMENTS (NET):			
CURRENT TAX		(9.41)	-
DEFERRED TAX		-	-
PROFIT AFTER TAX		928.04	875.90
EARNING PER SHARE (IN ₹)-FACE VALUE ₹100/- per share	2.30		
(1) BASIC		928.04	875.90
(2) DILUTED		928.04	875.90
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS	1 & 2		

(S D KHERDEKAR)
Chief Executive Officer
PAN: ADQPK1440B

(SUDERSHAN GUPTA)
Director
DIN: 00813955

(SANJAY GUPTA)
Chairman
DIN: 05281731

As per our report of even date attached
For LUTHRA & LUTHRA
Chartered Accountants
Firm Regn. No. 002081N

(NILESH MEHTA)
Partner
M.No.093847

Place: New Delhi
Date: May 19, 2016



Cash Flow Statement

FOR THE YEAR ENDED ON 31ST MARCH, 2016

(₹ IN LAKHS)

PARTICULARS	Year ended on 31.03.2016	Year ended on 31.03.2015
A Cash Flow from Operating Activities		
Net Profit before Tax And Prior Period Items	1,413.66	1,338.71
Adjustment for :		
Depreciation and Amortization	20.07	48.91
Provision for Post Retirement & Long Term Benefits	112.25	63.33
Provision for Doubtful Debts/Advances	7.61	(70.58)
Interest Income	(385.91)	(393.58)
Dividend Income	(11.94)	(5.67)
Operating Profit before Working Capital Changes	1,155.74	981.12
Adjustment for :		
Debtors	(100.21)	(265.98)
Other Current Assets	(146.68)	(87.64)
Loans & Advances	(107.83)	39.38
Inventories	(1.80)	(0.86)
Work-in-progress	(0.55)	(1.00)
Trade Payables And Other Liabilities	229.26	132.70
Cash Generated from Operations	1,027.93	797.72
Direct Taxes Paid	(623.23)	(378.15)
Cash Flow before Prior Period items	404.70	419.57
Prior period items	-	-
Net Cash Flow from Operating Activities	A 404.70	419.57
B Cash Flow from Investing Activities		
Payments Towards Capital Expenditure	(5.06)	(10.94)
Interest Income	400.51	358.13
Dividend Income	11.94	5.67
Changes in Term Deposit Over Three Months Original Maturity	(172.71)	(264.16)
Current Investments (Net)	(105.93)	(53.19)
Net Cash Flow from Investing Activities	B 128.75	35.51
C Cash Flow from Financing Activities		
Dividend Paid	(450.00)	(400.00)
Tax on Dividend	(91.61)	(73.98)
Net Cash Flow from Financing Activities	C (541.61)	(473.98)



Cash Flow Statement (Contd.)

FOR THE YEAR ENDED ON 31ST MARCH, 2016

	Year ended on 31.03.2016	Year ended on 31.03.2015
Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(8.16)	(18.90)
Opening Balance (Cash and Cash Equivalents)	62.89	81.79
Closing Balance (Cash and Cash Equivalents)	54.73	62.89

Notes :

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 "Cash Flow Statement".
- Cash and Cash Equivalents represents :

Cash on Hand	0.15	0.05
Balances with Banks in Current Accounts	54.58	62.84
	54.73	62.89
- Previous year's figures have been regrouped wherever necessary in order to conform to this year presentation.

(S D KHERDEKAR)
Chief Executive Officer
PAN: ADQPK1440B

(SUDERSHAN GUPTA)
Director
DIN: 00813955

(SANJAY GUPTA)
Chairman
DIN: 05281731

As per our report of even date attached
For LUTHRA & LUTHRA
Chartered Accountants
Firm Regn. No. 002081N

(NILESH MEHTA)
Partner
M.No.093847

Place: New Delhi
Date: May 19, 2016

Significant Accounting Policies and Notes to Accounts for the Year Ended March 31, 2016

1. SIGNIFICANT ACCOUNTING POLICIES

1.1 The accounts are prepared on historical cost concept based on accrual method of accounting as a going concern, and consistent with generally accepted accounting principles in accordance with the mandatory accounting standards and disclosure requirements as per the provisions of the Companies Act, 2013.

1.2 INCOME FROM SERVICES RENDERED IS ACCOUNTED FOR:

- (a) In case of cost plus/rate basis jobs, on the basis of amount billable under the contracts.
- (b) In case of lump sum contracts, as proportion of actual direct costs of the work to date to the latest estimated total direct costs of the work, and
- (c) In case of contracts providing for a percentage fees on equipment / material value/ project cost, on the basis of physical progress as certified up to the closing date of accounting year.

1.3 WORK-IN-PROGRESS

- I) Cost of jobs are carried forward as Work-in-Progress for which:
 - (a) The terms of remuneration receivable by the company have not been settled and/ or scope of work has not been clearly defined and therefore, it is not possible in the absence of settled terms to determine whether there is a profit or loss on such jobs. However, in cases where minimum undisputed terms have been agreed to by the clients, income has been accounted for on the basis of such undisputed terms though the final terms are still to be settled.
 - (b) The terms have been agreed to at lump sum basis but the physical progress is less than 25% of the job.
- II) Work-in-Progress is valued at direct cost.

1.4 CASH & CASH EQUIVALENT

- i) Cash comprises cash on hand and demand deposits i.e. balances held with banks in current accounts for unrestrictive use;
- ii) Cash equivalents are short term, highly liquid investments that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value. The company considers unrestrictive time deposits with banks having an original maturity of three months or less as cash equivalent.

1.5 FIXED ASSETS

Fixed assets are stated at cost, which comprises of purchase price, duties, levies and any directly attributable cost of bringing the assets to their working condition.

1.6 IMPAIRMENT OF ASSETS

Impairment of cash generating assets are reviewed for impairment whenever an event or changes in circumstances indicate that carrying amount of such assets may not be recoverable. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of assets. If it is found that some of the impairment losses already recognized needs to be reversed the same are recognized in the statement of Profit & Loss Account in the year of reversal.

1.7 INVENTORIES:

Inventories in respect of stores, spares and chemicals etc. are valued at cost or net realizable value whichever is less. Cost is determined on "First In, First Out" basis.

1.8 DEPRECIATION :

- (a) Depreciation on Fixed Assets is charged on straight-line method on the basis of estimated economic lives prescribed under Schedule II of the Companies Act, 2013.
- (b) In case of software straight line method and life expectancy of three years is considered.
- (c) In case of assets where actual cost does not exceed Rupees Five Thousands, 100% depreciation is provided.
- (d) 100% depreciation is provided on library books, being low value items.
- (e) Leasehold properties are amortized at rates based on the period of lease, or estimated economic lives prescribed under Scheduled II of the Companies Act, 2013, whichever is higher.

1.9 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are liabilities involving substantial degree of estimation are recognized when there is a present obligation as a result of past



event having probability of outflow of resources and a reliable estimate can be made of such an obligation. Contingent liabilities are disclosed by way of note unless the possibility of outflow is remote. Contingent assets are neither recognized nor disclosed in the financial statements.

1.10 RETIREMENT/OTHER LONG TERM EMPLOYEE BENEFITS

- (a) Contribution in respect of Provident Fund, a defined contribution plan, is deposited to Regional Provident Fund Commissioner. The company's contribution to Provident Fund is charged to Profit and Loss Account of the year.
- (b) Liability in respect of carried forward leave being defined benefit plan is recognized on the basis of actuarial valuation.
- (c) Liability in respect of Gratuity, a defined benefit plan, is being paid to a fund managed by LIC and administered through a separate irrevocable trust set up by the company. Difference between the fund value and accrued liability based on actuarial valuation at the end of the year is charged to Profit & Loss Account.
- (d) Liability in respect of other long term/terminal employee benefits, being defined benefit plans, is recognized on the basis of actuarial valuation.

1.11 FOREIGN CURRENCY TRANSACTIONS

- a) Current Assets and Current Liabilities are being recorded at the rates in force when transaction takes place. However these are re-stated at the year-end at Bank's closing rates. Exchange fluctuation is accounted for in Profit and Loss Account.
- b) Foreign currency transactions in relation to revenue and expenditure have been accounted for at predetermined average monthly rates based on market rates for preceding month.
- c) Gain / Loss arising out of fluctuations in Exchange Rate for the transactions settled during the accounting period is accounted for in the Profit and Loss Account of the relevant year.

1.12 INCOME TAX

- a) Income Tax is provided on the taxable income determined as per income tax laws.
Deferred tax assets/liability is recorded for timing difference as per Accounting Standard 22 issued by the Institute of Chartered Accountants of India.
- b) Tax on dividend distributed/paid is provided at the prevailing Income Tax rates.

1.13 INVESTMENT

Long-term investments are stated at cost. Cost includes commission, transfer charges and related direct expenses. However, when there is a decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognise the decline.

Current Investments i.e. investments which are intended to be held for not more than twelve months from the date of investment are carried at the lower of cost or market value.



2. Notes to accounts for the year ended 31st March, 2016

2.1) Share Capital :

The Company at present is having only one class of share capital, i.e., equity share capital. The requisite disclosure in respect of share capital are as under :

	(₹ IN LAKHS)	
	as at 31 st March, 2016	as at 31 st March, 2015
AUTHORISED		
200,000 Equity Shares of Par Value of ₹100 each (200,000 Equity Shares of Par Value of ₹100 each)	200.00	200.00
ISSUED, SUBSCRIBED AND PAID UP*		
100,000 Equity Shares of Par Value of ₹100 each fully paid up (100,000 Equity Shares of Par Value of ₹100 each fully paid up)	100.00	100.00
*All shares are held by Holding Company- ENGINEERS INDIA LTD. and its Nominees	100.00	100.00

2.2) Reserves & Surplus:

The Classification of Reserves & Surplus disclosing therein Appropriation/Allocation/Transfers is as under :

	(₹ IN LAKHS)	
	as at 31 st March, 2016	as at 31 st March, 2015
A. GENERAL RESERVE		
Balance As Per Last Balance Sheet	5,816.34	5,472.84
Less : Transfer to Depreciation Reserve	—	2.20
Add: Transferred from Profit & Loss Account	331.49	345.70
	6,147.83	5,816.34
B. PROFIT & LOSS ACCOUNT		
Balance As Per Last Balance Sheet	—	—
Add: Transferred from Statement of Profit and Loss	928.04	875.90
Less: Interim Dividend	200.00	200.00
Less : Proposed Dividend	300.00	250.00
Less : Tax on Interim/ Proposed Dividend	101.79	90.88
Add : Transferred from CSR Activity Reserve	28.12	34.55
Less : Transfer to CSR Activity Reserve	22.88	23.87
Less : Transfer to General Reserve	331.49	345.70
	—	—
C. CSR ACTIVITY RESERVE		
Balance As Per Last Balance Sheet	43.50	54.18
Less: Transfer to Profit & Loss Account	28.12	34.55
Add: Transferred from Profit & Loss Account	22.88	23.87
	38.26	43.50
	6,186.09	5,859.84

2.3) Non-Current Liabilities:

The Disclosure of Non-Current Liabilities including their sub-classification into major heads is as under :

	(₹ IN LAKHS)	
	as at 31 st March, 2016	as at 31 st March, 2015
A) Other Long Term Liabilities		
Security Deposits & Retentions	15.21	—
B) Long Term Provisions		
Employees' Post Retirement/Long Term Benefits	391.21	294.16



2.4) Current Liabilities:

The Disclosure of Current Liabilities including their sub-classification into major heads is as under :

(₹ in Lakhs)

	as at 31 st March, 2016	as at 31 st March, 2015
A) Trade Paybles		
MSME	55.35	-
Others	236.97	136.83
Total	<u>292.32</u>	<u>136.83</u>
B) Other Current Liabilities		
Security Deposits & Retentions	13.00	15.63
Advances Received from Clients	34.46	27.07
Unearned Income Billed to Clients	131.84	118.21
Service Tax Payable	-	2.92
Other Payables :		
Withholding for Employees including Employers' Contribution	-	-
Withholding for Income Taxes	19.42	11.56
Accrued Employee Benefits	64.08	60.52
Others	<u>53.17</u>	<u>21.50</u>
	<u>136.67</u>	<u>93.58</u>
	<u>315.97</u>	<u>257.41</u>
C) Short Term Provisions		
Employees' Post Retirement/Long Term Benefits	57.27	42.07
Provision for Taxation	536.91	463.71
Less: Advance Income Tax	<u>425.20</u>	<u>294.56</u>
Proposed Dividend	300.00	250.00
Tax on Dividend	61.07	50.89
	<u>530.05</u>	<u>512.11</u>

2.5) Fixed Assets

The disclosure of Fixed Assets including their sub-classification into major heads are as under :

(₹ in Lakhs)

Particulars	Gross Block				Depreciation as per Cos Act'2013				Net Block	
	As on 01-Apr-2015	Additions for the year	Sold/ Adj	As on 31-Mar-2016	Dep upto 31-Mar-2015	Dep for the Year	Earlier year's Depreciation Adj/ Write-off	Total Dep as on 31-Mar-2016	WDV as on 31-Mar-2016	WDV as on 1-Apr-2015
Tangible Assets as at 31-Mar-2016										
Vehicles	5.41	—	—	5.41	2.17	0.65	—	2.82	2.59	3.24
Office equipment	17.41	1.52	0.27	18.66	13.68	3.22	0.26	16.64	2.02	3.73
Furniture & Fixtures	60.23	2.85	—	63.08	41.94	5.36	—	47.30	15.77	18.29
Leasehold Property*	231.78	—	—	231.78	29.70	3.87	—	33.57	198.20	202.08
Air Conditioners	21.85	—	—	21.85	14.87	2.02	—	16.89	4.96	6.98
Library Books	2.42	0.04	—	2.46	2.42	0.04	—	2.46	—	—
Computers	71.94	0.34	1.01	71.27	62.64	3.81	1.01	65.44	5.83	9.29
Total	411.04	4.75	1.28	414.51	167.42	18.97	1.27	185.12	229.37	243.61
Previous Year	400.40	10.67	0.03	411.04	116.66	50.79	0.03	167.42	243.61	283.73
*Acquired from CIDCO Ltd. on 60 years lease basis										

Intangible Assets as at 31-Mar-2016										
Software	18.82	0.33	—	19.15	17.16	1.10	—	18.26	0.89	1.66
Total	18.82	0.33	—	19.15	17.16	1.10	—	18.26	0.89	1.66
Previous Year	18.54	0.28	—	18.82	15.71	1.45	—	17.16	1.66	2.83



2.6) Long Term Loans & Advances :

The Disclosure of Long Term Loans & Advances including their sub-classification into major heads is as under :

(₹ in Lakhs)

	as at 31 st March, 2016	as at 31 st March, 2015
a) Security Deposit - Unsecured (Considered -Good)	126.98	78.08
b) Other Loans & Advances (Advances Recoverable in Cash or in Kind or for Value to be received) - Unsecured- Considered Good		
Prepaid Expenses	0.04	0.06
Advance Income Tax	1,097.70	2,341.16
Less:- Provision for Taxation	<u>787.36</u>	<u>2,069.11</u>
	310.34	272.05
Advance Fringe Benefit Tax	11.83	11.83
	<u>449.19</u>	<u>362.02</u>

2.7) Other Non - Current Assets

The Disclosure of other Non Current Assets including their sub-classification into major heads is as under :

(₹ in Lakhs)

	as at 31 st March, 2016	as at 31 st March, 2015
Bank Balances		
Non-Current Bank Deposits	30.98	35.94
Includes ₹30.98 Lakhs (₹35.94 Lakhs)		
Held under Lien against Bank Guarantees		
	<u>30.98</u>	<u>35.94</u>
Others		
Interest accrued on non-current bank deposits	1.58	5.71
Interest accrued - Others	-	0.04
	<u>1.58</u>	<u>5.75</u>

2.8) Current Assets :

The Disclosure of Current Assets including their sub-classification in major heads is as under :

(₹ in Lakhs)

	as at 31 st March, 2016	as at 31 st March, 2015
Current Investments (Lower of Cost or Net Realisable value)		
<u>Other Than Trade (Unquoted)</u>		
15874.725 units (Prev. Year 5307.325 units) of UTI	159.12	53.19
Treasury Advantage Fund		
(Face Value ₹1000/- Per Unit), valued at cost	<u>159.12</u>	<u>53.19</u>
Inventories (Lower of cost or Net Realisable value)	<u>4.66</u>	<u>2.86</u>
Trade Receivables (Unsecured)		
Trade Receivable Outstanding for a period exceeding six months from the date they are due for payment:		
Considered Good	558.80	373.12
Considered Doubtful	<u>72.91</u>	<u>65.30</u>
	631.71	438.42
Less: Provision for Doubtful Debts	<u>72.91</u>	<u>65.30</u>
	558.80	373.12
Other Trade Receivable: Considered Good	<u>959.12</u>	<u>1,052.20</u>
	1,517.92	1,425.32



(₹ in Lakhs)

as at 31st March, 2016as at 31st March, 2015**Cash and Bank Balance****Cash and Cash Equivalents**

Cash on Hand	0.15		0.05	
Balances with Banks in Current Accounts	54.58		62.84	
		54.73		62.89

Other Bank Balances

Balances with Banks in Deposit Accounts other than having original maturity of 3 months or less but are due for maturity within 12 months of Balance Sheet Date.*		4,252.33		4,074.66
---	--	----------	--	----------

*Includes Rs.188.70 Lakhs (Rs.232.67 Lakhs)

Held under Lien against Bank Guarantees

*Includes Bank Deposits having more than 12 months original maturity of Rs.38.94 Lakhs (Rs.1105.56 Lakhs)

4,307.06	4,137.55
-----------------	-----------------

Short Term Loans & Advances**a) Security Deposit**

Unsecured-Considered Good	141.84		136.64	
Unsecured-Considered Doubtful	-		-	
	141.84		136.64	
Less : Provision for Doubtful Deposits	-	141.84	-	136.64

b) Other Loans & Advances

Advances Recoverable in Cash or in Kind or for Value to be Received (Unsecured - Considered Good)

Loans & Advances to Employees	18.71		7.62	
Prepaid Expenses	1.47		3.60	
Others	55.88	76.06	11.09	22.31
		217.90		158.95

Other Current Assets

Work in Progress*		2.26		1.71
Interest accrued on current bank deposits		243.49		253.88
Interest Accrued- Others		-		0.04
Unbilled Income		507.48		360.80
		753.23		616.43

*As taken, valued and certified by Management



2.9) Revenue from Operations :

The Details of Revenue from Operations into various Categories is disclosed as under :

(₹ in Lakhs)

	2015-16	2014-15
Revenue from Operations	3,755.79	3,439.43
Changes in work-in-progress		
Closing Work-in-Progress	2.26	1.71
Less:Opening Work-in-Progress	1.71	0.71
TOTAL	3,756.34	3,440.43

2.10) Other Income

The Details of Other Income into various categories is disclosed as under :

(₹ in Lakhs)

	2015-16	2014-15
Interest Earned (Gross)		
On Bank Deposits	379.83	393.58
On Income Tax Refund	6.08	-
Dividend from Current Investments	11.94	5.67
Profit From Sale of Assets	0.01	0.03
Foreign Exchange Difference	1.33	-
Other Miscellaneous Income	0.08	-
TOTAL	399.27	399.28

Expenses

The Details of expenses under various heads as per their nature is as given below :

(₹ in Lakhs)

	2015-16	2014-15
2.11) Manpower Services	961.08	875.67
2.12) Employee Benefit Expense		
Salaries and Allowances	865.78	722.98
Contribution Towards Employees' Pension and Provident Fund and Administration Charges Theron	63.79	57.73
Staff Welfare	4.84	10.56
Contribution to Gratuity Fund	24.24	7.76
	958.65	799.03
2.13) Depreciation and Amortization Expense	20.07	48.91



(₹ in Lakhs)

	2015-16		2014-15	
2.14) Other Expenses				
a) Facilities				
Rent - Residential Accomodation	47.45		43.79	
Less: Recovered	<u>4.65</u>	42.80	<u>3.83</u>	39.96
Rent (Office)		32.72		36.83
Electricity & Water		22.38		21.92
Repairs to Building		2.30		2.32
Other Repairs and Maintenance		32.11		30.52
Insurance		5.52		7.15
Hire Charges - Office Equipment		<u>3.83</u>		<u>3.95</u>
		<u>141.66</u>		<u>142.65</u>
b) Corporate Cost				
Bank Charges		2.60		2.78
Sitting Fees To Independent Director		0.40		0.90
Publicity		7.30		6.62
Entertainment		10.58		5.60
Remuneration to Auditors				
- Audit Fees	2.00		1.00	
- Tax Audit Fees	0.40		0.20	
- Certification	0.21		0.13	
- Out of Pocket Expenses & Service Tax	<u>2.89</u>	5.50	<u>1.12</u>	2.45
Filing Fee		0.07		0.04
Licences & Taxes		4.94		20.09
Legal & Professional Charges		<u>6.00</u>		<u>1.55</u>
		<u>37.39</u>		<u>40.03</u>
c) Other Costs				
Travel & Conveyance		513.15		502.22
Printing, Stationery & General Office Supplies		10.74		10.09
Newspapers and Periodicals		0.15		0.13
Postage & Telecommunications		15.72		14.63
Courier, Transportation & Handling		3.86		3.91
Provision for Doubtful Debts		7.61		(70.57)
Bad Debts/Advances Written Off		33.94		78.95
Foreign Exchange Difference		-		3.86
Corporate Social Responsibility Expenditure		28.12		34.55
Training Expenses		1.87		4.02
Other Miscellaneous Expenses		<u>7.94</u>		<u>12.92</u>
		<u>623.10</u>		<u>594.71</u>
TOTAL		<u>2,741.95</u>		<u>2,501.00</u>



2.15 Contingent Liabilities

- a) Income Tax assessments have been completed upto the A.Y.2013-2014. Tax liability, if any, in respect of pending assessment for subsequent assessment years upto assessment year 2015-16 cannot be ascertained. Due taxes on self-assessment basis have been paid.
- b) The Company has filed an application for rectification (u/s 154) of short credit given for Tax Deducted at Source (TDS) and other processing mistakes amounting to Rs.42.63 Lakhs for the assessment year 2011-12.
- c) The Company has filed an application for rectification (u/s 154) of short credit given for Tax Deducted at Source (TDS) amounting to Rs. 91.91 Lakhs for the assessment year 2012-13.
- d) The Company has filed an application for rectification (u/s 154) of short credit given for Tax Deducted at Source (TDS) amounting to Rs.84.52 Lakhs for the assessment year 2013-14.
- e) The Company has filed an application for rectification (u/s 154) of short credit given for Tax Deducted at Source (TDS) and other processing mistakes amounting to Rs.48.60 Lakhs in intimation u/s 143(1) for the assessment year 2014-15.
- f) The Company has filed an appeal against a demand of service tax of Rs.486.57 Lakhs (inclusive of penalty of Rs.230.62 Lakhs) and interest thereon by Commissioner of Service Tax issued on 20th January, 2016 covering the period from April, 2004 to March, 2013 before Customs, Excise and Service Tax Appellate Tribunal (CESTAT).
- g) Navi Mumbai Municipal Corporation (NMMC) vide their notice dated 4th March, 2015, had claimed Rs.43.90 Lakhs as outstanding property tax for the property at CBD Belapur Station (Head Office). In reply, the Company requested the concerned authority to carry out assessment of property tax, and raise bills accordingly. Further levy of delayed payment charges was also contested by the company pending assessment of property tax and generation of supporting bills towards the claim.

The Company has deposited Rs. 24.30 lacs property tax on self-assessment basis for the period upto 31st March, 2016. After number of representations and discussions with concerned authorities the Company has received revised bill for the period upto the year ending on 31.03.2016 in April, 2016 showing aggregate demand of Rs. 0.04 Lakhs which the company has deposited. No assessment order for property tax dues have been received till date.

2.16 Commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided in accounts ₹ NIL (NIL).

- 2.17 Guarantees issued by Banks and outstanding as on 31st March 2016 Rs.313.64 Lakhs (Rs.301.48 Lakhs).
- 2.18 Balances of Sundry Debtors, Sundry Creditors, Loans and Advances, Security Deposits etc., whether in debit or credit are subject to confirmation and reconciliation. Amounts, which may remain unrecovered, shall be written off at the time of final settlement.
- 2.19 The Company has a Memorandum of Understanding with Engineers India Limited (The Holding Company) for utilizing their facilities like providing manpower, office space and other facilities etc. The MOU provides level based fixed man hour/ man-day rates for EIL employees on cost plus overhead basis and fixed annual cost towards space, infrastructure and facilities etc.

The company also has a Memorandum of Understanding with Engineers India Limited for providing manpower services to EIL at actual cost plus margin.

- 2.20 In terms of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, the amount due to these enterprises are required to be disclosed. These enterprises are required to be registered under that Act. The Company has asked the vendors the status of MSME Registration. In the absence of the relevant information from most of the vendors about their registration, the required information cannot be properly ascertained.

Based on information available with the company, Rs.55.35 Lakhs (Rs. NIL) was outstanding payable to MSMEs at the end of the year. No amount of interest was payable for the year.

- 2.21 In the opinion of the Management, the Current Assets, Loans and Advance have a value on realization in the ordinary course of business at least equal to the amount at which they are stated and all the known liabilities have been provided for.

- 2.22 The movement in provision for doubtful debts and deposits during the year is as follows:

(₹ in lakhs)

	2015-16	2014-15
Opening Balance	65.30	135.87
Add : Amount provided during the year	55.02	19.05
Less : Amount written back during the year	47.41	89.62
Closing Balance	72.91	65.30

- 2.23 The Company operates in the nature of service towards Certification and Third Party Inspection jobs, which comes under single segment. Hence segment reporting requirements under AS-17 issued by The Institute of Chartered Accountant of India are not applicable

2.24 RELATED PARTY DISCLOSURE

(a) The names of related parties as identified in accordance with provisions of the Accounting Standard – 18 “Related Party Disclosure”:-

S. No.	NAME OF THE RELATED PARTY		NATURE OF RELATIONSHIP
1.	ENGINEERS INDIA LIMITED		HOLDING COMPANY
2.	EIL Asia Pacific SDN BHD		Fellow Subsidiary
3.	KEY MANAGEMENT PERSONNEL		
	A. Mr. Sanjay Gupta (from 01.06.15)	Chairman	C&MD in EIL
	B. Mr. A K Purwaha (upto 31.05.15)	Chairman	C&MD in EIL
	C. Dr. (Prof) Mukesh Khare (from 15.01.16)	Director	Govt. Nominee in EIL
	D. Mr. Umesh Chandra Pandey (from 15.01.16)	Director	Govt. Nominee in EIL
	E. Mr. Sudershan Gupta	Director	ED in EIL
	F. Mr. S K Handa (from 29.06.15)	Director	Director in EIL
	G. Mr. L K Viji (from 21.08.15)	Director	ED in EIL
	H. Mr. R Mahajan (from 21.08.15)	Director	ED in EIL
	I. Dr. J P Gupta (upto 03.07.15)	Director	Govt. Nominee in EIL
	J. Mr. S D Kherdekar	CEO	ED in EIL

(b) (1) RELATED PARTY TRANSACTIONS

During the year ended 31st March 2016, the company had following transactions with related parties:

(₹ in Lakhs)

Name of related party	Particulars	Relationship	Amount	Payable/ Receivable as on 31.3.16
Engineers India Limited	Purchase of Professional & Technical services and Facilities	Holding Company	310.39 (273.06)	Payable 115.23 (22.65)
-do-	Execution of contract for services	-do-	490.94 (405.79)	Receivable 158.82 (137.23)
-do-	Dividend (Interim & Final)	-do-	450.00 (400.00)	

(2) Director’s Remuneration:

Sitting Fees paid to part time Directors Rs. 0.40 Lakhs (Rs.0.90 Lakh)

(c) Chief Executive Officer of the Company is on deputation from EIL (Holding Company) and the salary for which is paid by Engineers India Limited. EIL raises monthly bills on the basis of manhour cost as per agreement with the company which are accounted for as professional charges, under the head “Manpower Services”.

2.25 Deferred Tax Assets (Net):

As per Accounting Standard (AS-22) “Accounting for taxes on income”, the major components of deferred tax assets and liabilities arising on account of timing differences are:

(₹ in Lakhs)

S.No.	Particulars of Deferred Tax Assets / (Liabilities)	Upto 31-03-2015	For the year 2015-16	As on 31-03-2016
A.	Deferred Tax Assets			
1.	Provision for Leave Encashment	115.18	30.04	145.22
2.	Provision for Doubtful Debts/Advances	22.60	2.63	25.23
3.	Provision for Long Service Awards	4.98	0.42	5.40
4.	Provision for Leave Encashment & PF for pay revision	0.40	—	0.40
5.	Compensatory Off- Offshore/ Leave	3.94	4.40	8.34
6.	Provision for Gratuity	0.00	4.60	4.60
	Total	147.10	42.09	189.19
B.	Deferred Tax Liabilities			
1.	Depreciation	30.03	0.21	30.24
C.	Net Deferred Tax Asset/ (Liabilities)	117.07	41.88	158.95



- 2.26** CSR Activity Reserve amounting to ₹ 38.26 Lakhs (₹43.50 Lakhs) under Head Reserves & Surplus (Note: 2.2) represents unspent amount out of amounts set aside for meeting social obligations as per Department of Public Enterprise guidelines and the Companies Act 2013 for Corporate Social Responsibility.
- 2.27** There is no impairment of cash generating assets during the year in terms of AS-28 "Impairment of Assets" issued by the Institute of Chartered Accountants of India.
- 2.28** Liability in respect of 'Performance Related Pay', amounting to ₹38.81 Lakhs (₹47.97 Lakhs) for the employees for the year ended on 31st March, 2016 has been estimated and provided based on scheme formulated in accordance with DPE Guidelines, based upon certain ranking parameters

2.29 Retirement Benefits

The disclosures required under Accounting Standard (AS-15) "Employee Benefits" are given below:

Defined contribution plan

The amount recognized as expense in defined contribution plan is as under:

Particular	Expenses recognized in Year ended 31.03.16	Expenses recognized in Year ended 31.03.15
Contributory Provident Fund and Employee Pension Scheme 1995	₹63.79 Lakhs	₹57.73 Lakhs

Defined Benefit Plan

The Company is having following defined benefit plans:

- Gratuity (Funded)
- Leave Encashment (Unfunded)
- Long Service Awards (Unfunded)

In this regard, actuarial valuation as on 31st March, 2016 was carried out by actuary (till last year in respect of Gratuity by LIC) in respect of all three plans, and the details are as under:

(₹ in Lakhs)

	Gratuity (Funded)		Leave Encashment (UnFunded)		Long Service Award (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
a) Actuarial Assumptions						
Discount rate	7.5%	8%	7.5%	8%	7.5%	8%
Expected rate of return on assets	8%	9%	-	-	-	-
Expected rate of future salary increase	10%	10%	10%	10%	-	-
b) Reconciliation of opening and closing balances of Defined Benefit obligation						
Present value of obligations as at beginning of year	136.54	116.62	332.79	279.75	14.40	12.49
Interest cost	11.69	9.33	30.79	26.56	1.23	1.15
Current Service Cost	9.59	9.40	75.30	71.79	2.39	2.84
Curtailment Cost / (Credit)	-	-	-	-	-	-
Past Service Cost	-	-	-	-	-	-
Benefits paid	-	-	(54.77)	(35.74)	(1.08)	(1.93)
Actuarial (gain)/loss on Obligations	15.28	1.20	35.48	(9.57)	(1.34)	(0.15)
Present value of obligations as at end of year	173.10	136.54	419.59	332.79	15.60	14.40
c) Reconciliation of opening and closing balances of fair value of plan assets						
Fair value of plan assets as beginning of year	147.50	115.73	-	-	-	-
Additional Interest in plan asset credited at beginning of period	-	-	-	-	-	-
Expected return on plan assets	13.28	12.17	-	-	-	-

	Gratuity (Funded)		Leave Encashment (UnFunded)		Long Service Award (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Contributions	-	19.60	54.77	35.74	1.08	1.93
Benefits paid	-	-	(54.77)	(35.74)	(1.08)	(1.93)
Actuarial Gain/(loss) on plan assets	(0.96)	-	-	-	-	-
Fair value of plan assets at the end of year	159.82	147.50	-	-	-	-
d) Fair value of plan assets as on 31.03.2016						
Fair value of plan assets at beginning of year	147.50	115.73	-	-	-	-
Additional Interest in plan asset credited at beginning of period	-	-	-	-	-	-
Actual return on plan assets	13.28	12.17	-	-	-	-
Actuarial gain/(loss) on plan assets	(0.96)	-	-	-	-	-
Contribution	-	19.60	-	-	-	-
Benefits paid	-	-	-	-	-	-
Fair value of plan assets at the end of year	159.82	147.50	-	-	-	-
Funded status	(13.28)	10.96	(419.59)	(332.79)	(15.60)	(14.40)
Excess of Actual over estimated return on plan assets	-	-	-	-	-	-
e) Actuarial Gain/Loss recognized for the year ended 31.03.2016						
Actuarial Gain/(Loss) for the year – Obligation	(15.28)	(1.20)	(35.48)	9.57	1.34	0.15
Actuarial Gain/Loss for the year – Plan assets	-	-	-	-	-	-
Total (gain)/Loss for the year	15.28	1.20	35.48	(9.57)	(1.34)	(0.15)
Actuarial (gain)/Loss for the year	15.28	1.20	35.48	(9.57)	(1.34)	(0.15)
f) The amounts recognized in the balance sheet						
Present value of obligations as at the end of year	173.10	136.54	419.59	332.79	15.60	14.40
Fair value of plan assets as at the end of the year	159.82	147.50	-	-	-	-
Funded status	(13.28)	10.96	(419.59)	(332.79)	(15.60)	(14.40)
Net (Asset)/liability recognized in balance sheet	13.28	(10.96)	419.59	332.79	15.60	14.40
g) Expenses Recognized in statement of Profit & Loss						
Current Service Cost	9.59	9.40	75.30	71.79	2.39	2.84
Past Service Cost	-	-	-	-	-	-
Interest cost	11.69	9.33	30.79	26.56	1.23	1.15
Expected return on plan assets	(13.28)	(12.17)	-	-	-	-
Actuarial (gain)/loss on plan assets	0.96	-	-	-	-	-
Curtailment Cost/ (Credit)	-	-	-	-	-	-
Net actuarial (gain)/Loss recognized in the year	15.28	1.20	35.48	(9.57)	(1.70)	(0.15)
Expenses Recognized in statement of Profit & Loss	24.24	7.76	141.57	88.78	2.28	3.83
h) Amount for the current period						
Present Value of Obligation	173.10	136.54	419.59	332.79	15.60	14.40
Plan assets	159.82	147.50	-	-	-	-
Surplus/ (Deficit)	(13.28)	10.96	(419.59)	(332.79)	(15.60)	(14.40)
i) Major Categories of Plan Assets (as percentage of total plan assets)						
Fund Managed by Insurer	100%	100%	-	-	-	-



2.30 Earning Per Share (E.P.S.)

In terms of Accounting Standard-20 "Earning per Share", the requisite disclosures are as under:

Calculation of E.P.S.	2015-16	2014-15
A Net Profit for the year attributable to Equity Shareholders (₹ In Lakhs)	928.04	875.90
B Weighted average number of equity shares	100,000	100,000
C Basic and Diluted Earning per share (A)/(B)	₹928.04	₹875.90
D Nominal value per share	₹100	₹100

2.31 Other disclosures required under Companies Act. 2013

(₹ in Lakhs)

Particulars	For the year ended 31.03.16	For the year ended 31.03.15
a) CIF Value of Import:	NIL	NIL
i) Components and spare parts for office equipments.		
b) Expenditure incurred (on cash) in foreign currency on account of:		
i) Know-how and professional fee	NIL	NIL
ii) Other matters (Foreign Travel)	135.51	107.52
c) Earning in foreign exchange (on cash basis) towards professional fees.	85.25	42.97

2.32 In Significant Accounting Policies and Notes to Accounts, figures in brackets represent previous year figures, wherever year is not specified. Elsewhere figures in brackets represent negative figures.

2.33 Previous Year figures have been recast / regrouped / rearranged / reclassified wherever considered necessary to conform to the classification adopted for the current year.

Signatures to Significant Accounting Policies and Notes to Accounts

(S D KHERDEKAR)
Chief Executive Officer
PAN: ADQPK1440B

(SUDERSHAN GUPTA)
Director
DIN: 00813955

(SANJAY GUPTA)
Chairman
DIN: 05281731

As per our report of even date attached

For LUTHRA & LUTHRA
Chartered Accountants
Firm Regn. No. 002081N

(NILESH MEHTA)
Partner
M.No.093847

Place: New Delhi
Date: May 19, 2016



Comments of the Comptroller and Auditor General of India Under Section 143(6)(B) of the Companies Act, 2013 on the Financial Statements of Certification Engineers International Limited for the year ended 31 March 2016.

The preparation of financial statements of Certification Engineers International Limited for the year ended 31 March 2016 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 19 May 2016.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Certification Engineers International Limited for the year ended 31 March 2016 under section 143(6)(a) of the Act.

For and on the behalf of the Comptroller
& Auditor General of India

(Suparna Deb)
Director General of Commercial Audit &
Ex-officio Member, Audit Board – II
New Delhi

Place: New Delhi
Date: July 05, 2016

Independent Auditor's Report

To
The Members of
ENGINEERS INDIA LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Engineers India Limited ('the Holding Company'), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its jointly controlled entities, comprising the consolidated Balance Sheet as at 31 March, 2016, the consolidated Statement of Profit and Loss and 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 including its Jointly controlled entities 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 Boards of Directors of the companies included in the Group and of its jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements 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 the 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 there under.

We conducted our audit in accordance with the Standards on Auditing 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 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 the Other Matter 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, its jointly controlled entities as at 31 March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Emphasis of Matters

1. We draw attention to the note no. 2.40 to the consolidated financial statements for the year ended 31 March 2016, regarding:
 - (a) fraud committed by M/s Fernas Construction India Pvt. Ltd. ('the Contractor') by submitting bogus completion certificate. Further, the employees and officers of the company in connivance with the contractor relaxed the bid qualification criteria to enable the contractor to qualify and beg the tender/contract worth ₹ 180000 lakhs from a client for whom the company is a consultant. The management does not envisage any financial liability in this regard.
 - (b) fraud committed by M/s Fernas Construction India Pvt. Ltd. ('the Contractor') by submitting bogus completion certificate for qualifying in the bid criteria and beg the tender/contract of approximate ₹ 27200 lakhs. The company has terminated the contract. The company has estimated additional expenditure of ₹ 3167 lakhs to complete the job, which has been accounted for as per accounting standard (AS—7 'Accounting for Construction Contracts'). Subsequent to termination of contract, the contractor raised the claim against the company. Management does not consider any possible obligation on this account requiring future probable outflow of resources.



Our opinion is not modified in respect of this matter.

2. We draw attention to note no 2.37 to the consolidated financial statements which describes that as on balance sheet date at the joint venture company M/s TEIL Projects Limited has accumulated losses of ₹ 1089.66 lakhs and its net worth has been fully eroded. Further the auditors of the company has reported that “the company has incurred a net profit of ₹ 3.64 lakhs during the current year and net loss of ₹ 128.73 lakhs in the previous year(s) and, the company’s current liabilities exceeded its current assets as at the balance sheet date”. These conditions, along with other matter set forth, indicate that the company shall not be able to continue its operations for a foreseeable future as a going concern.

Our opinion is not modified in respect of these matters.

Other Matters

We did not audit the financial statements of two subsidiaries, and three jointly controlled entities, whose financial statements reflect total assets of ₹ 10871.18 lakhs as of 31 March 2016, total revenues of ₹ 4319.90 lakhs and net cash flows amounting to ₹ (91.42) lakhs for the year ended on that date, as considered in the consolidated financial statements. Further accounts of subsidiary M/s EIL Asia Pacific Sdn Bhd have been drawn up to 07.08.2015 and jointly controlled entity M/s Jabal Elliot Co. Ltd. are drawn up to 22.01.2016, have been used in consolidation. Subsidiary M/s EIL Asia Pacific Sdn Bhd has wind up as on 07.08.2015 and jointly control entity M/s Jabal Elliot Co. Ltd is under process of wind up. These financial statements (except M/s EIL Asia Pacific Sdn Bhd and M/s Jabal Elliot Co. Ltd.) have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities and our report in terms of sub-section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and jointly controlled entities, is based solely on the reports of the other auditors and unaudited information provided by the management in respect of unaudited financial statement.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - On the basis of the written representations received from the Directors of the Holding company as on 31 March 2016 taken on record by the Board of Directors of the Holding company, and the reports of the statutory auditors of its subsidiary companies and jointly controlled companies incorporated in India, none of the Directors of the Group companies, and jointly controlled company incorporated in India is disqualified as on 31 March 2016 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in “Annexure A”; and
 - With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Consolidated financial statements disclose the impact of pending litigations on consolidated financial position of the group and jointly controlled entities. (Refer note no. 2.18 to the consolidated financial statement);
 - Provision has been made in the consolidated financial statements, as required under applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts. (Refer note no. 2.38 to the consolidated financial statements);
 - There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Holding company, its subsidiary companies and jointly controlled companies incorporated in India.

For Arun K Agarwal & Associates
Chartered Accountants
(Firm’s Registration No. 003917N)

Arun Agarwal
(Partner)
M. No. 082899



Annexure A to Independent Auditors' Report on the Consolidated Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2016, we have audited the internal financial controls over financial reporting of Engineers India Limited ('the Holding Company'), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its jointly controlled entities, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, are 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the 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") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, 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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and Directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

**Opinion**

In our opinion, the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, have, 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 31 March, 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.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to two (2) subsidiary companies, one (1) associate companies and three (3) jointly controlled companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Arun K Agarwal & Associates
Chartered Accountants
(Firm's Registration No. 003917N)

Arun Agarwal
(Partner)
M. No. 082899

Place: Delhi
Date: 25/05/2016



Consolidated Balance Sheet

AS AT 31ST MARCH, 2016

PARTICULARS	NOTE NO.	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	2.1	16846.84	16846.84
Reserves and Surplus	2.2	<u>256222.22</u>	<u>273069.06</u>
			<u>246319.83</u>
			263166.67
Non-Current Liabilities			
Other Long term Liabilities	2.3		
	2.3 (A)	1610.48	221.79
Long Term Provisions	2.3 (B)	<u>1174.57</u>	<u>2785.05</u>
			<u>2044.17</u>
			2265.96
Current Liabilities			
Short Term Borrowings	2.4		
	2.4 (A)	30.24	50.00
Trade Payables	2.4 (B)	20594.24	24685.44
Other Current Liabilities	2.4 (C)	75925.97	58329.55
Short term Provisions	2.4 (D)	<u>43365.99</u>	<u>139916.44</u>
			<u>50314.67</u>
			133379.66
TOTAL		<u>415770.55</u>	<u>398812.29</u>
ASSETS			
Non Current Assets			
Fixed Assets:			
	2.5		
Tangible assets		27900.36	27012.76
Intangible assets		219.84	212.57
Capital work-in-Progress		<u>5246.10</u>	<u>33366.30</u>
			<u>1911.20</u>
			29136.53
Non Current Investments	2.6	224.85	1327.88
Deferred Tax Asset (Net)	2.28	22102.22	23311.84
Long Term Loans and Advances	2.7	4736.44	4989.45
Other Non Current Assets	2.8	7621.11	99.78
Current Assets:			
	2.9		
Current Investments	2.9 (A)	1360.50	12453.20
Inventories	2.9 (B)	105.51	83.96
Trade Receivables	2.9 (C)	37434.14	43857.65
Cash and Bank Balances	2.9 (D)	261364.88	241898.49
Short Term Loans and Advances	2.9 (E)	7341.41	8709.81
Other Current Assets	2.9 (F)	<u>40113.19</u>	<u>347719.63</u>
			<u>32943.70</u>
			339946.81
TOTAL		<u>415770.55</u>	<u>398812.29</u>
Significant Accounting Policies and Notes to Accounts			
	1 & 2		

(RAJAN KAPUR)
Company Secretary
PAN : AAIK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for **ARUN K AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Consolidated Statement of Profit & Loss

FOR THE YEAR ENDED 31ST MARCH, 2016

	NOTE NO.	Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
A. Revenue :			
i) Revenue from Operations	2.10		
-Consultancy & Engineering Services		101818.72	98258.74
Increase (+) / (Decrease) (-) in Work-in-Progress		324.04	(637.29)
		<u>102142.76</u>	<u>97621.45</u>
-Turnkey Projects		50400.19	76458.74
Increase (+) / (Decrease) (-) in Work-in-Progress		(44.37)	44.37
		<u>50355.82</u>	<u>76503.11</u>
		152498.58	174124.56
ii) Other Income	2.11	25495.05	27311.69
Total Revenue (i + ii)		<u>177993.63</u>	<u>201436.25</u>
B. Expenses :			
Technical Assistance/Sub-Contracts	2.12	21311.62	33288.59
Construction Materials & Equipments	2.13	36901.26	25334.52
Employee Benefits Expense	2.14	60304.61	60090.16
Depreciation & Amortization Expense	2.15	2504.38	2017.55
Finance Cost	2.16	17.87	28.63
Other Expenses :	2.17		
Facilities	2.17 (a)	6462.47	5883.05
Corporate Costs	2.17 (b)	2252.61	2424.70
Other Costs	2.17 (c)	8213.82	23854.03
Total Expenses		<u>137968.64</u>	<u>152921.23</u>
Profit for the Year (A-B)		40024.99	48515.02
Less: Prior Period Adjustments(Net)	2.29	30.38	818.15
Profit Before Tax		39994.61	47696.87
Less: Tax Expense			
Current Tax		13113.89	16392.68
Earlier Years Tax Adjustemnts (net)		(481.15)	124.54
Deferred Tax	2.28	1,209.62	(91.09)
Profit After Tax		<u>26152.25</u>	<u>31270.74</u>
Earning Per Share (Face value ₹ 5/- per share) :	2.33		
Basic (In ₹)		7.76	9.28
Diluted (In ₹)		7.76	9.28

Significant Accounting Policies and Notes to Accounts

1 & 2

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for **ARUN K AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Consolidated Cash Flow Statement

FOR THE YEAR ENDED 31ST MARCH, 2016

		Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
A) Cash Flow from Operating Activities			
Net Profit Before Tax and Prior Period Adjustments	a	40024.99	48515.02
Add:			
i) Adjustment For:			
Depreciation and Amortization		2511.71	2047.59
Fixed Assets/Deposits Written Off		22.66	4.79
Provision for Doubtful Debts and Advances (net)		1983.60	737.13
Bad Debts written off		92.47	98.71
Capital Reserve on Consolidation		(28.71)	-
(Profit)/Loss on Sale of Fixed Assets		1.07	(12.42)
ii) Other Income:			
Interest Income		(22,632.33)	(19,666.40)
Share of Profit on Trade Investment		(76.97)	(59.43)
Capital Gain on Redemption of Investment in Mutual Funds		(1,133.08)	(6,719.82)
Dividend Income		<u>(244.46)</u>	<u>(282.62)</u>
	b	<u>(19,504.04)</u>	<u>(23,852.47)</u>
Operating Profit before Working Capital Changes	c=a+b	20520.95	24662.55
iii) Adjustment For:			
(Increase)/Decrease in Trade Receivables		4,065.60	(9,322.15)
(Increase)/Decrease in Inventories		(21.55)	18.53
(Increase)/Decrease in Loans & Advances and Other Assets		(8,588.34)	(2,832.87)
(Increase)/Decrease in Work in Progress		(279.67)	592.92
Increase/(Decrease) in Provision for Corporate Social Responsibility		(17.81)	226.90
Increase/(Decrease) in Liabilities/Provisions		<u>8,924.34</u>	<u>10,056.88</u>
	d	<u>4,082.57</u>	<u>(1,259.79)</u>
Cash Generated from Operations	e=c+d	24,603.52	23,402.76
Less: Tax Paid	f	<u>14,921.70</u>	<u>16,124.75</u>
Cash Flow Before Prior Period Adjustments	g=e-f	9,681.82	7,278.01
Prior Period Adjustments	h	<u>(30.38)</u>	<u>(818.15)</u>
Net Cash Flow from Operating Activities	i=g+h	9,651.44	6,459.86



Consolidated Cash Flow Statement (Cont.)

FOR THE YEAR ENDED 31ST MARCH, 2016

	Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
B) Cash Flow from Investing Activities		
Payments Towards Capital Expenditure	(5,936.09)	(6,320.62)
Sale of Fixed Assets	17.23	15.23
Interest Received	22,811.91	18,684.00
Dividend Received	244.46	282.62
Redemption of Investment in Fixed Maturity Plans of Mutual Funds	13,533.08	78,619.82
Purchase of Investment in Fixed Maturity Plans of Mutual Funds	-	(12,400.00)
Investment in Liquid Plans of Mutual Funds (Net)	(1,307.30)	(53.20)
Fixed Deposit Placed with Banks having Original Maturity of More than Three Months	(269,229.41)	(245,157.10)
Fixed Deposit with Banks Matured having Original Maturity of More than Three Months	244,781.35	183,734.90
Amount Received from PII	1,180.00	-
Net Cash Flow from Investing Activities j	6,095.23	17,405.65
C) Cash Flow from Financing Activities		
Dividend Payment (Including Dividend Tax)	(8,110.57)	(11,825.97)
Interim Dividend Payment (Including Dividend Tax)	(8,110.58)	(12,129.13)
Net Cash Flow from Financing Activities k	(16,221.15)	(23,955.10)
Increase/ (Decrease) in Cash & Cash Equivalents i+j+k	(474.48)	(89.59)
Cash & Cash Equivalents at the Beginning of the Period	1,512.39	1,601.98
Cash & Cash Equivalents at the Close of the Period	<u>1,037.91</u>	<u>1,512.39</u>
Increase/ (Decrease) in Cash and Cash Equivalents	(474.48)	(89.59)

NOTES:

1 The Cash Flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 "Cash Flow Statements".

2 Cash & Cash Equivalents represents :

i) Cash and Stamps in Hands	9.36	9.18
ii) Balance with Banks in Current Account	958.46	1490.06
iii) Remittance in Transit	0.00	13.15
Total	1037.91	1512.39

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for **ARUN K AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

NEW DELHI
DATED: May 25, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Significant Accounting Policies and Notes to the Consolidated Financial Statements for the year ended 31st March, 2016

1) SIGNIFICANT ACCOUNTING POLICIES

a) BASIS OF ACCOUNTING

The accounts are prepared on historical cost concept based on accrual method of accounting as a going concern, consistent with generally accepted accounting principles in accordance with the mandatory accounting standards and disclosure requirements as per the provisions of the Companies Act, 2013.

b) PRINCIPLES OF CONSOLIDATION

i) The Consolidated Financial Statements relate to Engineers India Limited "the Company", its wholly owned Subsidiary Companies and Joint Venture Companies. The Consolidated Financial Statements have been prepared on the following basis:-

- The Financial Statements of the Company and its Subsidiary Companies have been Consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and resulting unrealized profits or losses in accordance with Accounting Standard (AS-21) "Consolidated Financial Statements".
- The Financial Statements of the Company and its Joint Venture Companies have been consolidated by applying proportionate consolidation method on a line by line basis for items of assets, liabilities and expenses after eliminating proportionate share of unrealized Profit or Loss in accordance with Accounting standard (AS-27) "Financial Reporting of interests in Joint Ventures".
- The Consolidated Financial Statements have been prepared using uniform accounting policies, for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate Financial Statements, except in cases as mentioned under S.No. 2.20 of Notes to the Consolidated Financial Statements.
- The excess of the cost to the Company of its Investment in Subsidiaries or Joint Ventures over its proportionate share in the equity of investee Company at the date of acquisition of stake is recognized in the consolidated financial statements as Goodwill. In case the cost of investment in a Subsidiaries or Joint Ventures is less than the proportionate share in the equity of the investee company as on the date of investment, the difference is recognized as Capital Reserve in the Consolidated Financial Statements.

• FOREIGN EXCHANGE TRANSLATIONS

For the purpose of preparation of Consolidated Financial Statements, assets and liabilities (other than fixed assets) of Overseas Subsidiary/ Joint Venture have been translated at the rate of exchange prevailing on the date of balance sheet of the foreign Subsidiary Company/ Joint Venture and all items of the profit and loss accounts have been translated at average monthly Exchange Rates and the resultant differences are taken directly to the profit and loss account under "Difference in Exchange (Net)".

ii) The Subsidiary Companies/ Joint Ventures considered in the Consolidated Financial Statements are:

Name of the Company	Relationship	Country of Incorporation	% Share holding held as at 31 st March, 2016
Certification Engineers International Limited	Subsidiary	India	100
EIL Asia Pacific Sdn. Bhd. (Members Voluntary Winding up during current year)	Subsidiary	Malaysia	--
TEIL Projects Limited	Joint Venture	India	50
Jabal Elliot Co. Ltd.	Joint Venture	Saudi Arabia	33.333
Ramagundam Fertilizers and Chemicals Limited	Joint Venture	India	49.9898

- iii) The Subsidiary company EIL Asia Pacific Sdn. Bhd. (Foreign Subsidiary of the Company) has been voluntary winded up during current financial year. The Annual reporting date of the company was 31st December and as such transaction between the period 1.1.2015 to 7.08.2015 (date of winding) were considered in preparation of consolidated financial statements.
- iv) The annual reporting date of Financial Statements of Jabal Elliot Co. Ltd. (Foreign Joint Venture Company) is 31st December. A decision was taken to dissolve the Joint Venture, Jabal Elliot Co. Ltd. (Foreign Joint Venture Company) for which the approval was given by the Board of Directors of the Engineers India Limited on 30th January, 2015. The latest unaudited available financial statements for the period 1-1-2015 to 22-1-2016 has been used in preparation of Consolidated financial statements.
- v) The Company has, along with National Fertilizers Limited (NFL) and Fertilizer Corporation of India Limited (FCIL) incorporated a joint venture for setting up and operation of a gas based urea and ammonia complex in February, 2015 namely Ramagundam

Fertilizers and Chemicals Limited (RFCL) having registered office in Delhi.

The Company has Authorized share capital of ₹ 150000 Lakhs consisting 15000 Lakhs shares of face value of ₹ 10/- each.

The Shareholding of the company, on commencement of commercial production of the project shall be in the following proportion:

National Fertilizers Limited (NFL): 26%

Engineers India Limited (EIL): 26%

The Fertilizer Corporation of India Limited (FCIL): 11%

Others: 37% (untied as on 31st March 2016)

Shareholding of 11% by FCIL is in consideration of FCIL granting concession rights in the land, opportunity cost and value of usable assets and other items on the land at Ramagundam to the Company.

FCIL shall be allocated shares on completion of compliance of the condition precedent of the Concession Agreement, which is in progress.

The paid up capital by Joint Venture Partners as on 31st March 2016 is as under:

Shareholder	As on 31 st March, 2016		As on 31 st March, 2015	
	No. of Shares held of face value of ₹ 10/- each	Paid up Share Capital	No. of Shares held of face value of ₹ 10/- each	Paid up Share Capital
EIL	154.40 Lakhs	₹ 1544.00Lakhs	24.40 Lakhs	₹ 244.00Lakhs
NFL	154.40 Lakhs	₹ 1544.00Lakhs	24.40 Lakhs	₹ 244.00Lakhs
FCIL	0.10 Lakhs	₹ 1.00Lakhs	0.10 Lakhs	₹ 1.00Lakhs
Total	308.90 Lakhs	₹ 3089.00 Lakhs	48.90 Lakhs	₹ 489.00 Lakhs

The JV company is consolidated based on audited financial statements for the period 17th February 2015 to 31st March 2016.

- vi) TEIL Projects Limited Board in its meeting held on 7-10-2015 and 20-01-2016 has recommended that the company be wound-up after completing the existing jobs by 31st December 2015. The promoter Companies i.e. Engineers India Limited and TATA Projects Limited accordingly have approved the winding up of the company in their respective Board meetings.

The JV company is consolidated based on audited financial statements in absence of going concern for the year ended 31st March 2016.

- vii) The company has entered into Production Sharing Contracts with Government of India along with other partners for Exploration & Production of Oil and Gas. The Company is a non-operator and is having following participating interest in the ventures. The company would share Expense/Income/Assets/Liabilities of the ventures on the basis of its percentage in the production sharing contracts. The detail of company's interest in blocks is as under:

Block No.	Participating Interest
CB-ONN-2010/11	20%
CB-ONN-2010/08	20%

Based on unaudited available information, revenue expenditure of ₹ 172.08 Lakhs (Previous year: ₹ 719.98 Lakhs) and capital expenditure of ₹ 737.50 Lakhs (Previous year: ₹ 4.77 Lakhs), being the company's share has been accounted for in the financial statements for the year ended 31st March, 2016.

In Block No. CB-ONN-2010/11, during current financial year one of the consortium member has defaulted in its obligation towards cash calls. In accordance with Joint operating agreement the lead operator has raised default cash calls and as such proportionate share amounting to ₹ 74.82 Lakhs in respect of same has been paid and accounted for as Loans and Advances.

c) OTHER SIGNIFICANT ACCOUNTING POLICIES

These are set out in the notes to accounts under "Statement of Accounting Policies" of the respective financial statement of 'the Company' and Certification Engineers International Limited (Subsidiary).



2) Notes to Consolidated Accounts for the year ended 31st March, 2016

2.1) Share Capital :

The company at present is having only one class of share capital i.e. equity share capital.

The requisite disclosure in respect of share capital are as under :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
Authorised		
600,000,000 Equity shares of Par Value of ₹ 5 each (Previous Year :	30000.00	30000.00
600,000,000 Equity shares of Par Value of ₹ 5 each)		
Issued		
337,017,600 Equity shares of Par Value of ₹ 5 each (Previous year :	16850.88	16850.88
337,017,600 Equity shares of Par Value of ₹ 5 each)		
Subscribed and Paid up		
336,936,600 Equity shares of Par Value of ₹ 5 each (Previous Year :	16846.83	16846.83
336,936,600 Equity shares of Par Value of ₹ 5 each) fully paid up		
Add: Forfeited Shares		
Amount originally paid up on 2,600 Equity shares of Par Value of		
₹ 5 each (Previous Year : 2,600 equity shares of Par Value of ₹ 5 each)	0.01	0.01
	16846.84	16846.84

Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period :

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
No. of shares outstanding at the beginning of the period	336936600	336936600
No. of shares outstanding at the close of the period	336936600	336936600

Rights, Preferences and Restrictions attaching to Equity Shares

The Company is having one Class of Equity Shares having a Par Value of ₹ 5 each. Each Shareholder is eligible for one vote per Share held.

The Dividend proposed by Board of Directors is subject to the approval of Shareholders in the ensuing Annual General Meeting except in case of Interim Dividend. In the event of Liquidation , Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all Preferential amount in proportion to their Shareholding.

Details of each Shareholder holding more than 5 percent shares

Name of the shareholder	Number of shares held as at 31 st March, 2016	Number of shares held as at 31 st March, 2015
President of India	200025251 59.37%	233727299 69.37%
Life Insurance Corporation of India	18690269 5.55%	15430085 4.58%

Other disclosures

	as at 31 st March, 2016	as at 31 st March, 2015
Aggregate number of equity shares having par value of ₹ 5/- each allotted as fully paid up by way of bonus share during the period of five years immediately preceding the Balance sheet date	-	224624400

**2.2) Reserves & Surplus :**

The Classification of Reserves & Surplus disclosing therein Appropriation /Allocation/Transfers is detailed as under :

	as at 31 st March, 2016 ₹ in lakhs			as at 31 st March, 2015 ₹ in lakhs		
A. General Reserve						
Balance as per last						
Balance sheet	243167.49			232143.47		
Less: Adjustment for additional depreciation (net of deferred tax) in terms of Schedule II of the Companies Act, 2013 for assets whose useful life as on 1-4-2014 is Nil	0.00			38.13		
Add: Transferred from Profit and Loss Account	<u>9983.44</u>	<u>253150.93</u>	253150.93	<u>11062.15</u>	<u>243167.49</u>	243167.49
B. Profit & Loss Account						
Balance as per last						
Balance sheet	0.00			0.00		
Add: Transferred from Statement of Profit and Loss	26152.25			31270.74		
Add: Transferred from CSR Activity Reserve	<u>1438.24</u>	27590.49		<u>1,716.46</u>	<u>32987.20</u>	
Less: Appropriations :						
Interim Dividend	6738.73			10108.10		
Proposed Final Dividend	6738.73			6738.73		
Tax on Interim / Proposed Dividend	2743.69			3392.87		
Transfer to CSR Activity Reserve	1385.90			1685.35		
Transfer to General Reserve	<u>9983.44</u>	<u>27590.49</u>	0.00	<u>11062.15</u>	<u>32987.20</u>	0.00
C. CSR Activity Reserve						
Balance as per last						
Balance sheet	2843.63			2874.74		
Less: Transfer to Profit and Loss Account	<u>1438.24</u>			<u>1716.46</u>		
	1405.39			1158.28		
Add: Transferred from Profit and Loss Account	<u>1385.90</u>	<u>2791.29</u>	2791.29	<u>1685.35</u>	<u>2843.63</u>	2843.63
D. Capital Reserve						
Capital Grant Received from Oil Industry Development Board for R&D Centre			200.00			200.00
Capital Reserve due to consolidation			80.00			108.71
		<u>256222.22</u>			<u>246319.83</u>	

2.3) Non- Current Liabilities :

The Disclosure of Non-Current Liabilities Including their sub-Classification into major heads is given as under :

	as at 31 st March, 2016 ₹ in lakhs			as at 31 st March, 2015 ₹ in lakhs	
2.3 (A) Other Long Term Liabilities :					
Security Deposits & Retentions	168.50			78.28	
Advances Received from Clients	<u>1441.98</u>			<u>143.51</u>	
	<u>1610.48</u>			<u>221.79</u>	
2.3 (B) Long Term Provisions :					
Employees' Post Retirement/ Long Term Benefits	<u>1174.57</u>			<u>2044.17</u>	
	<u>1174.57</u>			<u>2044.17</u>	

Above includes Nil (Previous Year : ₹ 3.19 Lakhs) share of Joint Ventures



2.4) Current Liabilities :

The Disclosure of Current Liabilities Including their sub-Classification into major heads is given as under :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
2.4 (A) Short Term Borrowings		
Loans repayable on demand from Banks (Secured)		
Overdraft Facility (refer note (i) below)	30.24	50.00
	30.24	50.00
Notes :		
(i) Overdraft facilities are secured by way of :		
(a) First charge on book debts, inventories and other current assets		
(b) Corporate guarantees by parent companies (Engineers India Limited and Tata Projects Limited)		
2.4 (B) Trade Payables	20594.24	24685.44
	20594.24	24685.44
2.4 (C) Other Current Liabilities :		
Security Deposits & Retentions	18667.00	21065.36
Advances Received from Clients	2384.84	4947.67
Income Received in Advance *	42377.64	21605.52
Capital Creditors	1883.83	1279.77
Service Tax Payable	91.50	191.83
Unpaid Dividend **	77.28	92.95
Other Payables :		
-Withholding for Employees including Employers Contribution	1156.03	1122.71
- Withholding for Income Taxes	1520.40	2762.83
- Accrued Employees Benefits	1724.14	2254.63
- Amount held on behalf of Clients	5099.11	2066.73
- Others	944.20	939.55
	10443.88	9146.45
	75925.97	58329.55
2.4 (D) Short Term Provisions :		
Employees' Post Retirement/ Long Term Benefits	4342.70	3705.38
Contractual Obligations	28839.25	27906.45
Expected losses	1504.89	7551.16
Provision for Corporate Social Responsibility	209.09	226.90
Provision for Taxation	13113.20	16416.08
Less: Advance Income Tax	12753.71	359.49
Proposed Dividend	6738.73	6738.73
Tax on Dividend	1371.84	1371.84
	43365.99	50314.67

* Represents Gross amount due to Customer for Contract Work in terms of Accounting Standard (AS-7) "Construction Contracts"

** Excluding amount due for payment to Investor Education And Protection Fund

Above includes ₹ 590.74 Lakhs (Previous Year : ₹ 106.52 Lakhs) share of Joint Ventures

2.5) Fixed Assets

(₹ in Lakhs)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS ON 31 st March, 2015	ADD. FOR YR.	SOLD/ RECL/ TRNS/ ADJ.	AS ON 31 st March, 2016	DEP UPTO 31 st March, 2015	DEP FOR YEAR	ADJ. DURING THE YEAR	TOT. DEP. 31 st March, 2016	WDV AS ON 31 st March, 2016	WDV AS ON 31 st March, 2015
Tangible Assets :										
Land Freehold	298.08	0.00	0.00	298.08	0.00	0.00	0.00	0.00	298.08	298.08
Land Leasehold	1617.18	0.00	5.63	1611.55	61.03	14.00	1.36	73.67	1537.88	1556.15
Building	25422.99	2286.54	326.78	27382.75	3632.58	993.35	116.89	4509.04	22873.71	21790.41
Plant & Machinery	1087.81	0.00	0.00	1087.81	1044.25	0.00	(0.02)	1044.27	43.54	43.56
Furniture, Fixtures And Office/ Constn. Equipment	3730.63	214.80	25.43	3920.00	2124.83	261.16	10.68	2375.31	1544.69	1605.80
Computer Hardware	7129.04	606.12	83.66	7651.50	5414.99	715.04	78.07	6051.96	1599.54	1714.05
Motor Vehicles	22.36	0.05	7.85	14.56	17.65	1.84	7.85	11.64	2.92	4.71
Library Books	494.09	2.44	0.02	496.51	494.09	2.44	0.02	496.51	0.00	0.00
Total Tangible Assets	39802.18	3109.95	449.37	42462.76	12789.42	1987.83	214.85	14562.40	27900.36	27012.76
Intangible Assets :										
Computer Software	4569.31	531.27	0.35	5100.23	4356.74	523.88	0.23	4880.39	219.84	212.57
Total Intangible Assets	4569.31	531.27	0.35	5100.23	4356.74	523.88	0.23	4880.39	219.84	212.57
TOTAL	44371.49	3641.22	449.72	47562.99	17146.16	2511.71	215.08	19442.79	28120.20	27225.33
PREVIOUS YEAR	27696.81	17256.23	138.68	44371.49	15604.33	2104.75	132.05	17146.16	27225.33	12092.48
CAPITAL WORK IN PROGRESS									5246.10	1911.20

Note :

- Depreciation for the year includes prior period depreciation of ₹ 7.33 Lakhs (Previous Year : ₹ 30.04 Lakhs)
- Above excludes Fixed Assets having WDV of ₹ 13.33 Lakhs (Previous Year : ₹ 12.00 Lakhs) shown as Assets held for disposal under Note 2.9 (F) "Other Current Assets"

Net Fixed Assets includes ₹13.62 Lakhs (Previous year : ₹9.87 Lakhs) share of Joint Ventures

CWIP includes ₹2806.84 Lakhs (Previous Year : Nil) share of Joint Ventures



2.6) Non Current Investments :

The Classification of Non Current Investments (Long Term) into different categories with requisite details is given as under :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
I. Trade (At Cost)		
Unquoted		
Investment in Association of Persons (AOP):		
Capital Contribution in Petroleum India		
International	5.00	500.00
Share in Accumulated Surplus of		
Petroleum India International	219.85	827.88
TOTAL	224.85	1327.88

Other Member Companies are: Bharat Petroleum Corporation Ltd, Hindustan Petroleum Corporation Limited, Indian Oil Corporation Limited, Indian Petrochemical Corporation Limited, Chennai Petroleum Corporation Limited and Oil India Limited.

Oil and Natural Gas Corporation of India Limited was member till June, 2001.

Details of share in accumulated surplus for investment in Petroleum India International, an association of person in which the Company is a member, based on last available annual audited accounts for the financial year 2014-15 and amount received during the current year is as under :

(₹ in Lakhs)

Balance as on 1 st April, 2015	Share of Profit accounted during year 2015-16	Amount transferred from Capital	Amount received during the year 2015-16	Balance as on 31 st March, 2016
827.88	76.97	495.00	1180.00	219.85 *

Petroleum India International during financial year 2010-11 has ceased its business activities and is in process of dissolution.

* Refer Note No. 2.36

Aggregate Value of Unquoted Investments - Gross Book Value 224.85 1327.88

2.7) Long Term Loans & Advances :

The details of Long terms Loans & Advances classified under different heads is disclosed hereunder :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
a) Capital Advances - Unsecured (Considered Good)	91.02	314.00
b) Security Deposit :		
Unsecured- Considered Good	273.75	192.50
c) Loans & Advances to Related Parties :		
Secured-Considered Good:	0.00	0.00
Unsecured-Considered Good:		
Directors	2.09	6.53
Others	5.62	6.09
d) Other Loans and Advances		
(Advances Recoverable in Cash or in Kind or for value to be received):		
Secured-Considered Good:		
Employees	1730.08	1754.93
Unsecured-Considered Good:		
Employees	2122.76	2033.09
Others	10.96	16.39
Advance Income Tax	38291.78	52595.99
Less :Provision for Taxation	37803.45	51945.40
Fringe Benefit Tax (net)	11.83	15.33
	4736.44	4989.45

Above includes ₹ 79.74 Lakhs (Previous Year : ₹ 6.30 Lakhs) share of Joint Ventures

**2.8) Other Non Current Assets :**

Details of other Non-Current Assets Classified under different heads is disclosed hereunder :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
Bank Balances :		
Non-Current Bank Deposits	7617.98	94.07
Total (A)	7617.98	94.07
The above includes Bank Deposits ₹ 118.98 Lakhs (Previous Year : ₹ 94.07 Lakhs) held as Margin Money/Security against Bank Gurantees.		
Others :		
Interest Accrued on Non-Current Bank Deposits	3.13	5.71
Total (B)	3.13	5.71
Total (A+B)	7621.11	99.78

2.9) Current Assets :

The details of Current Assets Classified under different heads is given as below :

	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
2.9 (A) Current Investments :		
1) Current Maturity of Long Term Investments - (At Cost Less Diminution in Value Other than Temporary)		
Other than Trade		
Quoted		
Investment In units of Fixed Maturity Plan of Mutual Funds		
No. of Units		
Nil UTI Fixed Term Income Fund Series XVIII-V (370 Days)	0.00	4500.00
(Previous Year : 45000000) Direct Growth Plan of ₹ 10 Each		
Nil SBI Debt Fund Series-A 17 - 366 Days	0.00	7900.00
(Previous Year : 79000000) Direct Growth Plan of ₹ 10 Each		
TOTAL (a)	0.00	12400.00
2) Other Current Investments (lower of cost or net realizable value)		
Other than trade		
Quoted		
In Units of Liquid Plans of mutual funds		
No. of Units		
119821.108 BOI AXA Liquid Fund- Direct Plan	1201.38	0.00
(Previous Year : Nil) Daily Dividend Reinvestment ₹ 1000 Each		
TOTAL (b)	1201.38	0.00
Unquoted		
In Units of Liquid Plans of mutual funds		
No. of Units		
15874.725 UTI Treasury Advantage Fund	159.12	53.20
(Previous Year : 5307.325) of ₹ 1000 Each		
TOTAL (c)	159.12	53.20
TOTAL (a+b+c)	1360.50	12453.20
Aggregate Value of Quoted Investments - Book Value	1201.38	12400.00
Aggregate Value of Quoted Investments - Market Value	1201.38	13493.18
Aggregate Value of Unquoted Investments - Book Value	159.12	53.20



	as at 31 st March, 2016 ₹ in lakhs	as at 31 st March, 2015 ₹ in lakhs
2.9 (B) Inventories (lower of cost or net realizable value) :		
Stores, Spares and Chemicals in Hand	105.51	83.96
	<u>105.51</u>	<u>83.96</u>
2.9 (C) Trade Receivables (Unsecured)		
Trade Receivable Outstanding for a period exceeding six months from the date they are due for payment:		
Considered Good	8766.79	13993.10
Considered Doubtful	<u>7127.60</u>	<u>4862.17</u>
	15894.39	18855.27
Other Trade Receivable: Considered Good	<u>28667.35</u>	<u>29864.55</u>
	44561.74	48719.82
Less: Provision for Doubtful Debts	<u>7127.60</u>	<u>4862.17</u>
	<u>37434.14</u>	<u>43857.65</u>
Above includes ₹ 1.55 Lakhs (Previous Year : ₹ 22.67 Lakhs) share of Joint Ventures		
2.9 (D) Cash And Bank Balances :		
Cash & Cash Equivalents:		
Balances with Banks in Current Account #	958.46	1490.06
Balances with Banks in Deposit Account having original maturity of three months or less	70.09	0.00
Remittance in Transit	0.00	13.15
Cash & Stamps on Hand #	9.36	9.18
	1037.91	1512.39
Other Bank Balances :		
Unpaid Dividend Account	77.28	92.95
Held on Behalf of Clients	5099.11	2066.73
Balances with Banks in deposits account having maturity of more than three months but are due for maturity within twelve months of balance sheet date *	<u>255150.58</u>	<u>238226.42</u>
	<u>260326.97</u>	<u>240386.10</u>
	<u>261364.88</u>	<u>241898.49</u>

* Includes Bank deposits having more than twelve months original maturity of ₹ 62628.94 Lakhs (Previous Year : ₹ 33730.56 Lakhs)

* Includes Bank deposits ₹ 276.10 Lakhs (Previous Year : ₹ 232.67 Lakhs) held as margin Money/Security against Bank Guarantees.

Includes ₹ 91.03 Lakhs (Previous Year : ₹ 62.19 Lakhs) in currencies which are not repatriable.

Above includes ₹ 111.39 Lakhs (Previous Year : ₹ 426.90 Lakhs) share of Joint Ventures



	as at 31 st March, 2016 ₹ in lakhs		as at 31 st March, 2015 ₹ in lakhs	
2.9 (E) Short Term Loans & Advances :				
a) Loans & Advances to Related Parties :				
Secured-Considered Good:				
Directors		0.00		0.59
Unsecured-Considered Good:				
Directors	7.93		0.96	
Others	<u>0.77</u>	8.70	<u>0.81</u>	1.77
b) Security Deposit				
Unsecured- Considered Good	357.08		341.23	
Unsecured-Considered Doubtful	<u>1.01</u>		<u>0.69</u>	
	358.09		341.92	
Less: Provision for Doubtful Deposits	<u>1.01</u>	357.08	<u>0.69</u>	341.23
c) Other Loans and Advances :				
(Advances Recoverable in Cash or in Kind or for Value to be Received):				
Secured-Considered Good:				
Employees	237.52		259.69	
Unsecured-Considered Good:				
Employees	1095.39		1004.70	
Prepaid Expenses	475.21		408.32	
Advances to Vendors/Contractors	3625.52		5213.59	
Retention against Contracts	613.64		587.74	
Claims Receivable	28.43		0.60	
Others	899.92		891.58	
Unsecured - Considered Doubtful :				
Employees	1.36		1.36	
Advances to Vendors/Contractors	2.58		2.58	
Claims Receivable	1.79		286.30	
Others	<u>2.67</u>		<u>0.00</u>	
	6984.03		8656.46	
Less: Provision for Doubtful Loans & Advances	<u>8.40</u>	6975.63	<u>290.24</u>	8366.22
TOTAL (a+b+c)		<u>7341.41</u>	<u>8709.81</u>	
Above includes ₹ 4.14 Lakhs (Previous Year : ₹ 30.13 Lakhs) share of Joint Ventures				
2.9 (F) Other Current Assets :				
Work In Progress *		330.25		50.58
Fixed asset held for disposal		13.33		12.00
Interest Accrued on Current Bank Deposits		4762.67		5222.15
Unbilled Revenue **		35006.94		27658.97
		<u>40113.19</u>		<u>32943.70</u>

* As taken, valued and certified by the management

** Represents Gross amount due from Customer for Contract Work in terms of Accounting Standard (AS-7) "Construction Contracts"

Above includes NIL (Previous Year : ₹ 60.94 Lakhs) share of Joint Ventures



	Year ended 31 st March, 2016 ₹ in lakhs			Year ended 31 st March, 2015 ₹ in lakhs		
2.10 Revenue from Operations :						
The details of Revenue from operations for different components of revenue is detailed as below :						
A) Consultancy & Engineering Services			101818.72			98258.74
			<u>101818.72</u>			<u>98258.74</u>
B) Turnkey Projects			50400.19			76458.74
			<u>50400.19</u>			<u>76458.74</u>
Total (A+B)			<u>152218.91</u>			<u>174717.48</u>
Increase/(Decrease) in Work-in-Progress						
A) Consultancy & Engineering Services						
Closing Work-in-Progress	330.25			6.21		
Less: Opening Work-in-Progress	<u>6.21</u>	324.04		<u>643.50</u>	(637.29)	
B) Turnkey Projects						
Closing Work-in-Progress	0.00			44.37		
Less: Opening Work-in-Progress	<u>44.37</u>	(44.37)	<u>279.67</u>	0.00	44.37	<u>(592.92)</u>
2.11 Other Income						
The details of other Income into various categories is disclosed hereunder :						
Interest Earned (Gross) :						
Bank deposits		21607.85			18960.57	
Loans to Employees		166.74			161.97	
Others		857.74			543.86	
		<u>22632.33</u>			<u>19666.40</u>	
Income from Long Term Investments:						
Share of Profit from AOP (Trade Investment)		76.97			59.43	
Dividend Income from Current Investments		244.46			282.62	
Capital Gain on redemption of Investments in Mutual Funds		1133.08			6719.82	
Funds recd. for expenditure against R&D	4.08			189.47		
Less: Utilisation	<u>(4.08)</u>	-		<u>(189.47)</u>	-	
Profit on Sale of Assets		0.97			12.52	
Gain on Disposal of Subsidiary		29.68			0.00	
Foreign Exchange Difference (Net) *		357.04			0.00	
Miscellaneous Income		<u>1020.52</u>			<u>570.90</u>	
		2862.72	25495.05		7645.29	27311.69

*Includes ₹ 17.52 Lakhs towards exchange gain on repatriation of Joint Venture's part capital.

Above includes net debit of ₹ 18.87 Lakhs (Previous Year : ₹ 86.74 Lakhs) share of Joint Ventures



Year ended
31st March, 2016
₹ in lakhs

Year ended
31st March, 2015
₹ in lakhs

Expenses :

The Details of expenses under various heads as per their nature is as given below :

2.12) Technical Assistance/Sub Contracts	<u>21311.62</u>	<u>33288.59</u>
2.13) Construction Materials & Equipments	<u>36901.26</u>	<u>25334.52</u>
2.14) Employee Benefits Expense :		
Salaries and Allowances @		
Staff	47722.80	46141.21
Directors	<u>243.13</u>	<u>323.07</u>
	47965.93	46464.28
Contribution towards Employees Pension and Provident Fund & Administration Charges thereon:		
Staff	4037.89	3899.26
Directors	<u>20.07</u>	<u>15.89</u>
	4057.96	3915.15
Contribution towards Employees Defined Contributory Superannuation Scheme:		
Staff	4397.38	4827.11
Directors	<u>22.58</u>	<u>20.30</u>
	4419.96	4847.41
Staff Welfare		
Staff	3488.01	4194.10
Directors	<u>14.71</u>	<u>5.81</u>
	3502.72	4199.91
Contribution to Gratuity Fund*	358.04	666.91
Less: Contribution received from Others	0.00	3.50
		663.41
	<u>60304.61</u>	<u>60090.16</u>

@ Salaries and Allowances Includes :

a) Provision for Bonus of ₹ 0.08 Lakhs (Previous Year : ₹ 0.08 Lakhs).

b) ₹ 2532.97 Lakhs (Previous Year : ₹ 1827.23 Lakhs) on account of Leave Encashment Funded Scheme with LIC of India.

* Includes Term Insurance Premium paid to LIC of India.

Above includes ₹ 96.77 Lakhs (Previous Year : ₹ 142.85 Lakhs) share of Joint Ventures

Year ended
31st March, 2016
₹ in lakhs

Year ended
31st March, 2015
₹ in lakhs

2.15 Depreciation & Amortization Expense

Depreciation & Amortization Expense	2504.38	2017.55
	<u>2504.38</u>	<u>2017.55</u>



	Year ended 31 st March, 2016 ₹ in lakhs		Year ended 31 st March, 2015 ₹ in lakhs	
2.16 Finance Cost :				
Interest on:				
Borrowings		5.98		5.11
Others		11.89		23.52
		<u>17.87</u>		<u>28.63</u>
2.17 Other Expenses :				
2.17 (a) Facilities :				
Rent :				
Office		599.39		585.51
Residential Accommodation				
Staff	1348.16		1097.35	
Directors	<u>8.40</u>	1356.56	<u>10.41</u>	1107.76
Less: Recovered - Staff	183.93		156.44	
- Directors	<u>1.43</u>	<u>185.36</u>	<u>1.66</u>	<u>158.10</u>
		1171.20		949.66
Light ,Water & Power		1210.53		1213.88
Insurance		284.94		563.83
Misc. Repairs & Maintenance		2757.81		2255.06
Repair and Maintenance of own building		133.42		110.42
Repair and Maintenance of Plant and Machinery		286.72		180.46
Hire Charges of Office Equipments		18.46		24.23
		<u>6462.47</u>		<u>5883.05</u>
2.17 (b) Corporate Cost :				
Bank Charges		171.83		168.68
Sitting Fees to Independent Directors		6.24		12.60
Advertisement for Tender & Recruitment		596.66		708.19
Publicity		354.93		227.38
Subscription		139.11		148.30
Entertainment		185.43		249.49
Foreign Exchange Difference (net)*		0.00		214.00
Remuneration to Auditors:				
For Audit	10.18		9.51	
For Tax Audit	2.10		1.90	
Out of Pocket	0.03		1.08	
Others	<u>8.98</u>	21.29	<u>6.68</u>	19.17
Filing Fee		0.71		1.55
Legal & Professional Charges		467.16		391.00
Licences & Taxes		305.21		279.45
Loss on Sale of Assets		2.04		0.10
Fixed Assets Written off		2.00		4.79
		<u>2252.61</u>		<u>2424.70</u>

*Includes Nil (Previous Year : ₹ 135.95 Lakhs) towards exchange gain on repatriation of Joint Venture's part capital.

Above includes ₹ 187.67 Lakhs (Previous Year : ₹ 40.67 Lakhs) share of Joint Ventures



	Year ended 31 st March, 2016 ₹ in lakhs	Year ended 31 st March, 2015 ₹ in lakhs
2.17 (c) Other Costs		
Consumables/Stores/Equipment R&D Centre	81.99	270.16
Travel & Conveyance		
Directors @	58.81	70.55
Others	<u>7929.61</u>	<u>8510.63</u>
	7988.42	8581.18
Printing , Stationery & General Office Supplies	425.37	436.58
Newspapers and Periodicals	29.62	70.16
Postage & Telecommunications	558.41	624.89
Courier ,Transportation & Handling	53.95	57.22
Commission to Foreign Agents	370.58	434.24
Provision for Doubtful Debts & Advances (net)	1,983.60	737.13
Bad Debts written off	92.47	98.71
Deposits written off	20.66	0.00
Provision for Contractual obligations (net)	932.80	2,465.59
Provision for expected losses (net)	(6,046.27)	7551.16
Training Expenses		
Travel	22.27	67.44
Others	<u>165.83</u>	<u>255.51</u>
	188.10	322.95
CSR Expenses	1437.92	1708.07
Expenditure relating to Oil & Gas exploration blocks	172.08	719.98
Miscellaneous Expenses	179.67	119.71
	<u>8469.37</u>	<u>24197.73</u>
Less: Inhouse expenditure relating to		
Capital Works	255.55	338.33
CSR	<u>0.00</u>	<u>5.37</u>
	255.55	343.70
	<u>8213.82</u>	<u>23854.03</u>

@ Includes recovery of ₹ 1.32 Lakhs on account of use of car (Previous Year : ₹ 1.52 lakhs)

Above includes ₹ 29.75 Lakhs (Previous Year : ₹ 23.40 Lakhs) share of Joint Ventures



2.18 Contingent Liabilities & Commitments

i) Contingent Liabilities:

a) Claims against the Company not acknowledged as debt.

Commercial claims including employee's claims pending in the Courts or lying with Arbitrators amounting to ₹ 5509.03 Lakhs (Previous year: ₹ 4518.75 Lakhs).

b) Income Tax/ Wealth Tax assessments have been completed upto the assessment year 2013-14.

Company has filed an application for rectification u/s 154 of short credit given for Advance tax, Tax Deducted at Source (TDS) and other processing mistakes amounting to ₹ 1496.59 Lakhs for assessment year 2012-13 (Previous Year : ₹ 348.86 Lakhs for assessment years 2010-11 and 2011-12).

Income Tax Department is in appeal for an amount of ₹ 363.37 Lakhs with Income Tax Appellate Tribunal against the Commissioner of Income Tax (Appeals) Orders in Company's favour for the Assessment Years 2002-03, 2004-05, 2010-11 and 2011-12 (Previous Year : ₹ 312.55 Lakhs for assessment years 2002-03, 2004-05 and 2010-11).

Company has filed an appeal with Commissioner of Income Tax (Appeal) for an amount of ₹ 133.04 Lakhs against the order of Assessing Officer u/s 143(3) for the Assessment Year 2012-13 and 2013-14 (Previous Year: ₹ 43.48 Lakhs for assessment years 2012-13).

Company has filed an appeal with Commissioner of Income Tax (Appeals) for an amount of ₹ 0.32 Lakhs (Previous year: ₹ 0.32 Lakhs) against the order of Assistant Commissioner of Income Tax (TDS) u/s 201(1) for the Assessment Year 2009-10.

Company has filed a special leave petition (SLP) before the Supreme Court for an amount of ₹ 105.37 Lakhs (Previous Year: Nil) against the order of Delhi High Court regarding interest u/s 244A for the assessment year 2006-07.

Company has filed an appeal against demand of service tax (inclusive of penalty of ₹ 31.44 Lakhs) for ₹ 62.87 Lakhs (Previous Year: ₹ 62.87 lakhs) and interest thereon by Commissioner of Central Excise (Appeals) for the period 01.4.2002 to 17.4.2006 before Customs, Excise and Service Tax Appellate Tribunal (CESTAT).

The Company has filed an appeal against the order of Additional Commissioner (Appeals), Mathura before Sales Tax Tribunal, Agra for an amount of ₹ 132.53 Lakhs (Previous Year : ₹ 132.53 Lakhs) in respect of assessment year 1999-2000 and ₹ 116.12 Lakhs (Previous Year : ₹ 116.12 lakhs) for assessment year 2000-01 on account of sales tax.

The Company has filed an appeal against the order of Additional Commissioner (Appeals), Mathura before Sales Tax Tribunal, Agra for an amount of ₹ 18.71 Lakhs (Previous Year : ₹ 18.71 Lakhs) on account of entry tax for the year 1999-2000 and against which an amount of ₹ 5.01 Lakhs (Previous Year : ₹ 5.01 Lakhs) had been deposited.

c) Income Tax Assessments in respect of Certification Engineers International Limited have been completed upto the Assessment Year 2013-14.

Certification Engineers International Limited has filed an application for rectification u/s 154 of short credit given for Tax Deducted at Source (TDS) amounting to ₹ 91.91 Lakhs (Previous Year : ₹ 91.91 Lakhs) for the assessment year 2012-13.

Certification Engineers International Limited has filed an application for rectification u/s 154 of short credit given for Tax Deducted at Source (TDS) and other processing mistakes amounting to ₹ 42.63 Lakhs (Previous Year : ₹ 42.63 Lakhs) for assessment year 2011-12.

Certification Engineers International Limited has filed an application for rectification u/s 154 of short credit given for Tax Deducted at Source (TDS) amounting to ₹ 84.52 Lakhs for assessment year 2013-14.

Certification Engineers International Limited has filed an application for rectification u/s 154 of short credit given for Tax Deducted at Source (TDS) and other processing mistakes amounting to ₹ 48.60 Lakhs in intimation u/s 143(1) for the assessment Year 2014-15.

Certification Engineers International Limited has filed an appeal against demand of service tax of ₹ 486.57 Lakhs (inclusive of penalty of ₹ 230.62 Lakhs) and interest thereon by Commissioner of Service Tax issued on 20th January, 2016 covering the period from April, 2004 to March, 2013 before Customs, Excise and Service Tax Appellate Tribunal (CESTAT).

Certification Engineers International Limited has received notice from Navi Mumbai Municipal Corporation (NMMC) dated 4th March, 2015, claiming ₹ 43.90 Lakhs (Previous Year : ₹ 43.90 Lakhs) as outstanding property tax for the property at CBD Belapur Station (Head Office). In reply, the company has requested the concerned authority to carry out assessment of property tax, and raise bills accordingly. Further levy of delayed payment charges was also contested by the company pending assessment of property tax and generation of supporting bills towards the claim. Certification Engineers International Limited has deposited ₹ 24.30 Lakhs on self-assessment basis for the period upto 31st March, 2016. After number of representations and discussions with concerned authorities the Company has received revised bill for the period upto the year ending 31.03.2016 in April, 2016 showing aggregate demand of ₹ 0.04 Lakhs which the company has deposited. No assessment order of property tax dues have been received till date.

d) TEIL Projects Limited has filed an appeal against the order of Deputy Commissioner of Income Tax, New Delhi u/s 271 (1)C for an amount of ₹ 30.60 Lakhs on account of disallowance in respect of Income received in Advance for Assessment Year 2012-13 before Commissioner of Income Tax, New Delhi. Hearing of the case has been completed and order of Commissioner of Income Tax is awaited.

Income tax Assessment in respect of TEIL Projects Limited for the Assessment Year 2013-14 with DCIT has been completed but Assessing Officer (DCIT) has not ordered for refund of ₹ 18.27 Lakhs for which rectification u/s 154 has been filed by company.

- e) Corporate Guarantee given on behalf of Joint Venture ₹ 1150.00 Lakhs (Previous year: ₹ 200 Lakhs).

In respect of above contingent liabilities, it is not probable to estimate the timing of cash outflow, if any, pending the resolution of Arbitration/Appellate/Court/ Assessment proceedings.

ii) Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for ₹ 45326.38 Lakhs (Previous year ₹ 2182.47 Lakhs).

Company's estimated share in work programmes committed under production sharing contract in respect of oil & gas exploration blocks as on 31st March, 2016 is ₹ 4499.07 Lakhs (Previous year: ₹ 5121.53 Lakhs).

- 2.19 a)** Guarantees issued by the banks and outstanding as on 31st March, 2016 ₹ 67911.72 Lakhs (Previous year: ₹ 74443.77 Lakhs), against which a provision of ₹ 23337.63 Lakhs (Previous year: ₹ 23079.59 Lakhs) has been made in the books towards liability for performance guarantees/warranties.
- b) Letter of credit outstanding as on 31st March, 2016 ₹ 328.99 Lakhs (Previous year: ₹ 3599.88 Lakhs).
- c) Corporate Guarantees issued by the Company on its behalf for contractual performance and outstanding as on 31st March, 2016 ₹ 6027.00 Lakhs (Previous year: ₹ 22471.50 Lakhs).

- 2.20 a)** Depreciation has been provided over the estimated useful lives of the depreciable assets using the straight line method in respect of Jabal Elliot Co. Ltd. being Joint Venture as against straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by the Committee consisting of Technical experts and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013, whichever is higher in the case of 'the Company'.
- b) No income has been taken into account on jobs for which the terms have been agreed to at lumpsum services / turnkey contracts and outcome of job cannot be estimated reliably in the case of 'Company' as against physical progress of less than 25% in case of Subsidiary, 'Certification Engineers International Limited' and physical progress of less than 10% in the case of Joint Venture Company 'TEIL Projects Limited'.

The proportion of above items in the Consolidated Financial Statements is not material.

- 2.21 i)** Land & Buildings includes ₹ 0.07 Lakhs (₹ 0.07 Lakhs) being amount invested as Share Money in Cooperative Housing Societies as detailed below:

Twintowers Premises Cooperative Society Ltd., Mumbai
10 ordinary shares of ₹ 50/- each fully paid.

Gardenview Premises Cooperative Society Ltd., Mumbai
10 ordinary shares of ₹ 50/- each fully paid.

Heera Panna Towers Cooperative Housing Society Ltd., Vadodara
10 ordinary shares of ₹ 50/- each fully paid.

Suflam Cooperative Housing Society Ltd., Ahmedabad
8 ordinary shares of ₹ 250/- each fully paid.

Darshan Co-operative Society Ltd., Vadodara
80 ordinary shares of ₹ 50/- each fully paid

- ii) The Company is having a plot measuring 6826.90 square meters with three Buildings, comprising of 84 flats at GOKULDHAM, GOREGAON (EAST), MUMBAI. It was noticed that out of total area of 6826.90 square meter, around 4400 square meter of area only is in the Company's possession. The Company has initiated action by filing an application for eviction under the Public Premises (Eviction Of Unauthorised Occupants) Act 1971 and proceeding thereunder are in progress. The Capitalized cost & Written down value of the above property as on 31st March, 2016 was ₹ 238.19 Lakhs (Previous Year : ₹ 238.19 Lakhs) and ₹ 49.53 Lakhs (Previous Year : ₹ 55.24 Lakhs) respectively.

- 2.22** There is no impairment of cash generating assets during the year in terms of Accounting Standard (AS-28) "Impairment of Assets".

- 2.23 i)** In terms of provision of Accounting Standard (AS -7) "Construction Contracts", the information in respect of Lumpsum services/ Trunkey Projects for contract in progress as on 31st March, 2016:
- a. The aggregate amount of Cost incurred and recognized Profit up to 31st March, 2016 ₹ 1151018.90 Lakhs (Previous Year: ₹ 948988.09 Lakhs).
- b. The amount of advances received ₹ 3546.01 Lakhs (Previous Year: ₹ 4788.97 Lakhs).
- c. The amount of retention ₹ 605.00 Lakhs (Previous Year: ₹ 576.92 Lakhs)
- ii) The estimates with respect total cost and total revenue in respect of construction contracts are reviewed and up dated periodically to ascertain the percentage completion for revenue recognition in accordance with Accounting Standard (AS) -7 "Construction Contracts". However, it is impracticable to quantify the impact of change in estimates.



2.24 The disclosures in respect of employee benefits covered under Accounting Standard (AS-15) "Employee Benefits" are made as far as practicable.

Defined Contribution Plan

The amount recognized as an expense in defined contribution plan is as under:

(₹ In Lakhs)

Particulars	Expense recognized in Year ended 31 st March, 2016	Expense recognized in Year ended 31 st March, 2015
Contributory Provident Fund & Employees Pension Scheme, 1995	4057.96	3915.15
Employees Defined Contributory Superannuation Scheme	4419.96	4847.41

In respect of Provident Fund, the company has a separate irrevocable PF Trust, managing the Provident Fund accumulation of employees. The Guidance on implementing AS15, Employee Benefits (revised 2005) issued by Accounting Standards Board (ASB) of ICAI states that benefits involving employer established provident funds, which require interest shortfalls to be re-compensated by the employer are to be considered as defined benefit plans. In this regard, Actuarial valuation as on 31st March, 2016 was carried out by the Actuary to find out value of Projected Benefit Obligation arising due to interest rate guarantee by the Company towards Provident Fund. In terms of said valuation the Company has no liability towards interest rate guarantee as on 31st March, 2016.

Defined Benefit Plan

Company is having the following Defined Benefit Plans:

- Gratuity (Funded)
- Leave Encashment (Funded)
- Post Retirement Medical Benefits (Funded)
- Long Service Awards (Unfunded)
- Other benefits on Retirement (Unfunded)

(₹ in Lakhs)

	Gratuity (Funded)		Leave Encashment (Funded)		Post Retirement Medical Benefits (Funded)		Long Service Award (Unfunded)		Other Benefits on Retirement (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
a) Actuarial Assumptions										
Discount rate	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%	7.90%	8.00%
Expected rate of return on assets	8.75%	9.40%	8.75%	9.40%	8.75%	9.40%	--	--	--	--
Expected rate of future salary increase	10.00%	10.00%	10.00%	10.00%	--	--	--	--	--	--
Increase in compensation levels	--	--	--	--	7.50%	7.50%	--	--	--	--
Increase in price (Gold) of award (Silver)	--	--	--	--	--	--	--	12.00% 12.00%	--	--
Increase in other benefits on Retirement	--	--	--	--	--	--	--	--	5.00%	5.00%
b) Reconciliation of opening and closing balances of Defined Benefit obligation										
Present value of obligations as at beginning of year	11298.75	10979.13	15793.61	24938.26	11762.50	10474.67	1721.53	2011.88	138.65	136.93
Interest cost	903.90	933.22	1263.49	2119.75	941.00	890.35	137.72	171.01	11.09	11.64
Current Service Cost	915.81	907.21	2992.60	3853.07	237.17	223.79	37.38	161.22	13.72	7.09
Curtailment Cost/(Credit)	--	--	--	(548.99)	--	--	(1109.87)	--	--	--
Past Service Cost	--	--	--	--	--	--	--	--	133.29	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	(159.62)	(115.33)	(24.10)	(17.72)
Actuarial (gain)/loss on Obligations	(585.34)	(222.26)	(555.08)	(1602.34)	1116.93	1109.79	(14.69)	(507.25)	(1.44)	0.71
Present value of obligations as at end of year	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
c) Reconciliation of opening and closing balances of fair value of plan assets										
Fair value of plan assets as on beginning of year	10887.81	10909.66	13966.16	22153.41	10450.94	9210.41	--	--	--	--
Additional Interest in plan asset credited at beginning of period	--	--	--	--	--	--	--	--	--	--



	Gratuity (Funded)		Leave Encashment (Funded)		Post Retirement Medical Benefits (Funded)		Long Service Award (Unfunded)		Other Benefits on Retirement (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Expected return on plan assets	1023.45	1003.68	1312.82	2038.11	982.39	847.36	--	--	--	--
Contributions	411.58	292.72	1827.22	2784.63	1311.44	1264.15	--	--	--	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	--	--	--	--
Actuarial Gain/(Loss) on Plan assets	(95.92)	(19.70)	(144.78)	(43.85)	(32.21)	65.12	--	--	--	--
Fair value of plan assets at the end of year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
d) Fair value of plan assets as on 31st March, 2016										
Fair value of plan assets at beginning of year	10887.81	10909.66	13966.16	22153.41	10450.94	9210.41	--	--	--	--
Additional Interest in plan asset credited at beginning of period	--	--	--	--	--	--	--	--	--	--
Actual return on plan assets	927.53	983.98	1168.04	1994.26	950.18	912.48	--	--	--	--
Contributions	411.58	292.72	1827.22	2784.63	1311.44	1264.15	--	--	--	--
Benefits paid	(1074.48)	(1298.55)	(2771.64)	(12966.14)	(1113.44)	(936.10)	--	--	--	--
Fair value of plan assets at the end of year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Funded status	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
Excess of Actual over estimated return on plan	(95.92)	(19.70)	(144.78)	(43.85)	(32.21)	65.12	--	--	--	--
e) Actuarial Gain/Loss recognized for the year ended 31st March, 2016										
Actuarial gain/(Loss) for the year – Obligation	585.34	222.26	555.08	1602.34	(1116.92)	(1109.79)	14.69	507.25	1.44	(0.71)
Actuarial (gain)/Loss for the year – plan assets	95.92	19.70	144.78	43.85	32.21	(65.12)	--	--	--	--
Total (gain)/Loss for the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
Actuarial (gain)/Loss recognized in the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
f) The amounts recognized in the balance sheet										
Present value of obligations as at the end of year	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
Fair value of plan assets as at the end of the year	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Funded status	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
Net (Asset)/liability recognized in balance sheet	306.20	410.94	2533.20	1827.45	1345.04	1311.56	612.45	1721.53	271.21	138.65
g) Expenses Recognized in statement of Profit & Loss										
Current Service Cost	915.81	907.21	2992.60	3853.07	237.17	223.79	37.38	161.22	13.72	7.09
Past Service Cost	--	--	--	--	--	--	--	--	133.29	--
Interest cost	903.90	933.22	1263.49	2119.75	941.00	890.35	137.72	171.01	11.09	11.64
Expected return on plan assets	(1023.45)	(1003.68)	(1312.82)	(2038.11)	(982.39)	(847.36)	--	--	--	--
Curtailment Cost / (Credit)	--	--	--	(548.99)	--	--	(1109.87)	--	--	--
Net Actuarial (gain)/Loss recognized in the year	(489.42)	(202.56)	(410.30)	(1558.49)	1149.13	1044.67	(14.69)	(507.25)	(1.44)	0.71
Expenses recognized in statement of Profit & Loss	306.84	634.19	2532.97	1827.23	1344.91	1311.45	(949.46)	(175.02)	156.66	19.44
h) Amount for the current period										
Present Value of Obligation	11458.64	11298.75	16722.98	15793.61	12944.16	11762.50	612.45	1721.53	271.21	138.65
Plan Assets	11152.44	10887.81	14189.78	13966.16	11599.12	10450.94	--	--	--	--
Surplus (Deficit)	(306.20)	(410.94)	(2533.20)	(1827.45)	(1345.04)	(1311.56)	(612.45)	(1721.53)	(271.21)	(138.65)
i) Major Categories of Plan Assets (as percentage of total plan assets)										
Fund managed by Insurer	100%	100%	100%	100%	100%	100%	--	--	--	--



- j) The effect of an increase of one percentage point and the effect of a decrease of one percentage point in the assumed medical cost trend rates on the following in respect of Post Retirement Medical Benefits Scheme:

(₹ in Lakhs)

	At 7.5% rate of escalation	At 6.5% rate of escalation	At 8.5% rate of escalation
Current Service Cost (for the period 01.04.2015 to 31.03.2016)	237.17	191.57	299.42
Interest Cost (for the period 01.04.2015 to 31.03.2016)	941.00	854.11	1047.27
Value of Projected Benefit Obligation on 31.03.2016	12944.16	11761.10	14393.23

- k) The amount pertaining to defined benefit plans for current annual period and previous four annual periods are as follows:

(₹ In Lakhs)

Particulars	As on 31 st March, 2016	As on 31 st March, 2015	As on 31 st March, 2014	As on 31 st March, 2013	As on 31 st March, 2012
1) Gratuity (funded)					
Present value of obligation	11458.64	11298.75	10979.13	10757.69	10779.64
Plan assets	11152.44	10887.81	10909.66	10885.28	10996.34
Surplus/(deficit)	(306.20)	(410.94)	(69.47)	127.59	216.70
Experience adjustments plan liabilities	670.12	624.40	---	---	---
Experience adjustments plan assets	(95.92)	(19.70)	(79.92)	---	---
2) Leave encashment (funded)					
Present value of obligation	16722.98	15793.61	24938.26	22806.76	21397.84
Plan assets	14189.78	13966.16	22153.41	20947.11	19394.11
Surplus/(deficit)	(2533.20)	(1827.45)	(2784.85)	(1859.65)	(2003.73)
Experience adjustments plan liabilities	640.50	530.93	---	---	---
Experience adjustments plan assets	(144.78)	(43.85)	(65.42)	---	---
3) Post retired medical benefits (funded)					
Present value of obligation	12944.16	11762.50	10474.67	9265.33	8156.45
Plan assets	11599.12	10450.94	9210.41	8161.76	7581.94
Surplus/(deficit)	(1345.04)	(1311.56)	(1264.26)	(1103.57)	(574.51)
Experience adjustments plan liabilities	(965.61)	(446.50)	(540.88)	(983.88)	(483.24)
Experience adjustments plan assets	(32.21)	65.12	10.03	17.52	---
4) Long service awards (unfunded)					
Present value of obligation	612.45	1721.53	2011.88	2091.87	1992.76
Experience adjustments plan liabilities	--	375.41	206.07	146.51	(164.29)
5) Other benefits on retirement (unfunded)					
Present value of obligation	271.21	138.65	136.93	153.15	171.65
Experience adjustments plan liabilities	3.27	3.76	16.02	19.86	(5.41)

- l) The best estimate of contribution during the next financial year is as follows:

Gratuity (Funded)	Leave Encashment (Funded)	Post Retirement Medical Benefits (Funded)	Long Service Award (Unfunded)	Other Benefits on Retirement (Unfunded)
₹568.89 Lakhs	₹ 3416.84 Lakhs	₹ 1521.85 Lakhs	₹ 85.76 Lakhs	₹28.95Lakhs
(Previous Year: ₹545.15 Lakhs)	(Previous Year : ₹4002.19 Lakhs)	(Previous Year : ₹1394.62 Lakhs)	(Previous Year : ₹ 95.76 Lakhs)	(Previous Year : ₹15.27 Lakhs)

2.25 The defined benefit plan in respect of Certification Engineers International Limited are as under:

- (i) Gratuity (Funded)
- (ii) Leave Encashment (Unfunded)
- (iii) Long Service Award (Unfunded)

The liabilities on these accounts are provided for as per actuarial valuation. The requisite disclosures as per Accounting Standard (AS-15) - (Employee Benefits) are disclosed in the notes to the accounts of Subsidiary Company.

2.26 (a) Amount payable in Foreign Currency (Unhedged) on account of the following:

Amount in Lakhs

Liabilities & Provisions				
As on 31 st March, 2016		As on 31 st March, 2015		
₹	Foreign Currency	₹	Foreign Currency	
417.13	AED 22.49	433.08	AED 24.72	
9669.88	USD 144.82	9242.31	USD 146.56	
7.46	KD 0.03	9.84	KWD 0.05	
1924.10	EURO 25.39	490.71	EURO 7.17	
398.98	GBP 4.15	402.84	GBP 4.31	
21.93	SWK 2.66	113.69	SWK 15.47	
58.85	JPY 98.68	157.72	JPY 299.68	
0.09	OR 0.00	0.08	OR 0.00	
4.55	BD 0.03	2.20	BD 0.01	

(b) Amount receivable in Foreign Currency (Unhedged) on account of the following:

Amount in Lakhs

Assets, Loans & Advances				
As on 31 st March, 2016		As on 31 st March, 2015		
₹	Foreign Currency	₹	Foreign Currency	
1938.53	AED 110.14	1375.71	AED 82.82	
8615.12	USD 130.69	6700.57	USD 107.69	
10.95	KWD 0.05	126.98	KWD 0.63	
1462.62	EURO 19.72	739.58	EURO 11.06	
6.18	BOLIVAR 0.57	3.09	BOLIVAR 0.59	
4.89	GBP 0.05	7.16	GBP 0.08	
0.28	LD 0.01	0.28	LD 0.01	
105.03	AD 161.58	82.10	AD 122.54	
11.89	YUAN 1.13	14.02	YUAN 1.40	
0.27	TAKA 0.32	0.28	TAKA 0.34	
4.96	OR 0.03	0.00	OR 0.00	

(c) Foreign Currency Hedged Contracts outstanding as on 31st March, 2016 – Nil (Previous Year: Nil)

2.27 The Working Capital and Non fund based facilities from Banks are secured by hypothecation of stocks, book debts and other current assets of the Company, both present and future.

In case of TEIL Projects Limited, hypothecation of company's all current assets and movable fixed assets (both present and future) had been made in favour of Yes Bank Limited (YBL) towards extending Fund/Non-Fund based overall credit facilities of ₹ 50.00 Lakhs (Previous Year: ₹ 50.00 Lakhs) during the year.

2.28 As per Accounting Standard (AS-22) "Accounting for Taxes on Income", the major components of deferred tax assets and liabilities arising on account of timing differences are:

(₹ In Lakhs)

Sl. No.	Particulars of Deferred Tax Assets/ (Liability)	Upto 31 st March, 2015	For the year Ended 31 st March, 2016	As on 31 st March, 2016
A.	Deferred Tax Asset			
1.	Provision For leave Encashment	5584.99	356.08	5941.07
2.	Provision for Contractual Obligations	9607.06	322.83	9929.89
3.	Provision for Estimated Losses	2613.31	(2092.49)	520.82
4.	Provision for Doubtful Debts	1783.38	686.48	2469.86
5.	Provision for Post Retirement Medical	4070.77	408.94	4479.71
6.	Provision for Leave encashment and Provident fund for pay revision allowable on cash basis u/s 43B	0.40	--	0.40
7.	Provision for Other Benefits on retirement	47.99	45.87	93.86
8.	Provision for Long Service Awards	600.77	(383.41)	217.36
9.	Provision for Loss in Joint Ventures	171.24	0.60	171.84



Sl. No.	Particulars of Deferred Tax Assets/ (Liability)	Upto 31 st March, 2015	For the year Ended 31 st March, 2016	As on 31 st March, 2016
10.	Provision for Gratuity	0.00	4.60	4.60
	Total Deferred Tax Asset	24479.91	(650.50)	23829.41
B.	Deferred Tax Liability:			
1.	Depreciation	1168.07	559.12	1727.19
	Total Deferred Tax Liability	1168.07	559.12	1727.19
C.	Net Deferred Tax Asset / (Liability)	23311.84	(1209.62)	22102.22

2.29 Prior period items net debit of ₹ 30.38 Lakhs (Previous year: net debit ₹ 818.15 Lakhs) shown under prior period adjustments are as detailed below:-

Prior Period Income

(₹ In Lakhs)

	Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
I	Consultancy & Engineering Projects	(23.05)	(697.06)
	(A)	(23.05)	(697.06)

Prior Period Expenditure

(₹ In Lakhs)

	Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
I	Facilities	--	91.05
II	Depreciation	7.33	30.04
	(B)	7.33	121.09
	TOTAL(A-B)	(30.38)	(818.15)

2.30 CSR Activity Reserve amounting to ₹ 2791.29 Lakhs (Previous year : ₹ 2843.63 Lakhs) under head Reserves & Surplus (Note 2.2) represents unspent amount, out of amounts set aside of profit earned in the past years for meeting social obligations as per Department of Public Enterprise guidelines for Corporate Social Responsibility and provisions of Companies Act, 2013 and rules made thereunder.

2.31 In line with Accounting Standard (AS- 17) "Segment Reporting", the Company has (segmented) identified its business activity into two business segment i.e. Consultancy & Engineering Projects and Turnkey Projects, taking into account the organizational structure and internal reporting system as well as different risk and rewards of these segments. Segment results are given below:-

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ in Lakhs)

	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Segment Revenue		
Consultancy & Engineering projects	102142.76	97621.45
Turnkey Projects	50355.82	76503.11
Total	152498.58	174124.56
Segment Profit		
Consultancy & Engineering Projects	23934.19	25739.45
Turnkey Projects	1218.41	5602.19
Total (a)	25152.60	31341.64
Prior period adjustment	30.38	818.15
Interest	17.87	28.63
Other un-allocable expenditure	10604.79	10109.68
Total (b)	10653.04	10956.46
Other Income (c)	25495.05	27311.69
Profit Before Tax (a-b+c)	39994.61	47696.87
Capital Employed(*)	273069.06	263166.67

(*) Fixed Assets used in the Company's business or liabilities contracted have not been identified to any of the reportable segments, as the fixed assets and support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.

2.32 DISCLOSURE PURSUANT TO ACCOUNTING STANDARD (AS-18) "RELATED PARTY DISCLOSURES":-

(A) RELATED PARTIES:

SI. NO.	NAME OF THE RELATED PARTY	NATURE OF RELATIONSHIP
1.	PETROLEUM INDIA INTERNATIONAL	ASSOCIATION OF PERSON
2.	TEIL PROJECTS LTD.	JOINT VENTURE COMPANY
3.	JABAL EILLOT CO. LTD.	JOINT VENTURE COMPANY
4.	RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED	JOINT VENTURE COMPANY
5.	OIL AND GAS EXPLORATION AND PRODUCTION BLOCK NO. CB-ONN-2010/8	UNINCORPORATED JOINT VENTURE – NON OPERATOR WITH PARTICIPATING INTEREST 20%
6.	OIL AND GAS EXPLORATION AND PRODUCTION BLOCK NO. CB-ONN-2010/11	UNINCORPORATED JOINT VENTURE – NON OPERATOR WITH PARTICIPATING INTEREST 20%
7.	Directors/ KEY MANAGEMENT PERSONNEL	
	Mr. SANJAY GUPTA	CHAIRMAN & MANAGING DIRECTOR AND ADDITIONAL CHARGE-DIRECTOR (COMMERCIAL) – W.E.F. 01.06.2015
	Mr. A. K. PURWAHA	CHAIRMAN & MANAGING DIRECTOR – UPTO 31.05.2015
	Mr. SANDEEP POUNDRIK	DIRECTOR (GOVT. NOMINEE) – W.E.F. 14.07.2015
	Ms. SUSHMA TAISHETE	DIRECTOR (GOVT. NOMINEE) – W.E.F. 02.01.2016
	Dr. ARCHANA S. MATHUR	DIRECTOR (GOVT. NOMINEE) – UPTO 27.10.2015
	Mr. RAM SINGH	DIRECTOR (FINANCE)
	Ms. VEENA SWARUP	DIRECTOR (HR)
	Mr. AJAY N. DESHPANDE	DIRECTOR (TECHNICAL)
	Mr. ASHWANI SONI	DIRECTOR (PROJECTS)
	MR. UMESH CHANDRA PANDEY	NON-OFFICIAL INDEPENDENT DIRECTOR – W.E.F. 20.11.2015
	Mr. VIKAS KHUSHALARO DESHPANDE	NON-OFFICIAL INDEPENDENT DIRECTOR – W.E.F. 20.11.2015
	Dr. (PROF.) MUKESH KHARE	NON-OFFICIAL INDEPENDENT DIRECTOR – W.E.F. 20.11.2015
	Mrs. ARUSHA VASUDEV	NON-OFFICIAL INDEPENDENT DIRECTOR – W.E.F. 15.12.2015
	Mr. BIJOY CHATTERJEE	NON-OFFICIAL INDEPENDENT DIRECTOR – UPTO 03.07.2015
	Dr. J.P.GUPTA	NON-OFFICIAL INDEPENDENT DIRECTOR – UPTO 03.07.2015
	Dr. R.K.SHEVGAONKAR	NON-OFFICIAL INDEPENDENT DIRECTOR – UPTO 03.07.2015
	Mr. SUDERSHAN GUPTA	DIRECTOR (CEIL)
	Mr. S K HANDA	DIRECTOR (CEIL) – W.E.F. 29.06.2015
	Mr. L K VIJH	DIRECTOR (CEIL) – W.E.F. 21.08.2015
	Mr. R MAHAJAN	DIRECTOR (CEIL) – W.E.F. 21.08.2015
	Mr. S.D. KHERDEKAR	CEO, CEIL
	Dr. SAMAD BIN SOLBAI	DIRECTOR EILAP UPTO 11.02.2015
	Mr. TAN HOR SENG	DIRECTOR EILAP UPTO 11.02.2015
	Mr. S.K. JAIN	DIRECTOR, TEIL PROJECTS LTD. JOINT VENTURE COMPANY (EIL'S NOMINEE)- UPTO 31.08.2015
	Mr. R.K. GARG	DIRECTOR, TEIL PROJECTS LTD. JOINT VENTURE COMPANY (EIL'S NOMINEE)- W.E.F. 11.12.2015
	Mr. VIVEK MALHOTRA	CEO, RAMAGUNDAM FERTILIZERS AND CHEMICALS LIMITED (EIL REPRESENTATIVE)
	Mr. RAJAN KAPUR	COMPANY SECRETARY

**(B) RELATED PARTY TRANSACTIONS:**

(₹ in Lakhs)

PARTICULARS	JOINT VENTURE COMPANIES	ASSOCIATION OF PERSON	KEY MANAGEMENT PERSONNEL	UNINCORPORATED JOINT VENTURES	TOTAL
Deputation of employees & Reimbursement of expenses (at cost)	192.36 (Previous year: 40.11)				192.36 (Previous year: 40.11)
Dividend / Share of profit		76.97 (Previous year: 59.43)			76.97 (Previous year: 59.43)
Rendering of services & other transactions	1727.19 (Previous year: 3.75)				1727.19 (Previous year: 3.75)
Outstanding receivables/ Advances paid	443.26 (Previous year: 121.76)			74.82 (Previous Year: Nil)	518.08 (Previous year: 121.76)
Services & facilities Received	146.15 (Previous year: 81.50)		Nil (Previous year: 0.20)		146.15 (Previous year: 81.70)
Outstanding Payable/ Retentions	5.51 (Previous year: 8.34)			296.37 (Previous Year: 7.84)	301.88 (Previous Year: 16.18)
Bad Debts Written off	110.00 (Previous year: Nil)				110.00 (Previous year: Nil)
Remuneration/ Sitting fees*			402.87 (Previous year: 463.50)		402.87 (Previous year: 463.50)
Rent paid for residential accommodation			6.97 (Previous year: 8.75)		6.97 (Previous year: 8.75)
Interest Income on loans given			0.71 (Previous year: 0.55)		0.71 (Previous year: 0.55)
Outstanding Loans, Interest & other receivables			16.41 (Previous year: 14.98)		16.41 (Previous year: 14.98)
Equity Contribution	2200.00 (Previous Year: 244.00)				2200.00 (Previous Year: 244.00)
Equity Divestment/ Repatriation of part capital	54.50 (Previous Year: 495.35)	1180.00 (Previous year: Nil)			1234.50 (Previous year: 495.35)
Provision for diminution in investment / losses in Ventures	2.62 (Previous Year: 111.03)				2.62 (Previous Year: 111.03)
Survey & other expenses and Capital Expenditure				909.58 (Previous Year: 724.75)	909.58 (Previous Year: 724.75)

*The remuneration does not include provision for post retirement/other long term benefits under Accounting Standard-15 (Revised), since the same is not available for individual employees.

2.33 EARNING PER SHARE (E. P. S.)

In terms of Accounting Standard-20 "Earning per Share", the requisite disclosures are as under:

	Calculation of E.P.S.	Year ended 31 st March, 2016	Year ended 31 st March, 2015
A	Net Profit for the year attributable to Equity Shareholders (₹ in Lakhs)	26152.25	31270.74
B	Weighted average number of Equity shares	336936600	336936600
C	Basic & Diluted Earning per share (A)/(B)	₹ 7.67	₹ 9.28
D	Nominal value per share	₹ 5	₹ 5

2.34 "Offer for sale" of 33693660 equity shares of ₹ 5/- each representing 10% of paid up equity share capital of the company was made on 29th January, 2016 through a separate designated window of the BSE Limited and National Stock Exchange of India Limited by the President of India, acting through Ministry of Petroleum & Natural Gas, Government of India (Promoter). Further, 8388 equity shares of ₹ 5/- each of the



company were sold during the year to Central Public Sector Enterprises Exchange Traded Fund (CPSE ETF) by the President of India, acting through Ministry of Petroleum & Natural Gas, Government of India. Due to above, shareholding of Government of India (Promoter) was reduced from 69.37% to 59.37%.

2.35 LEASES

- a) The Company has taken certain office/residential premises on operating lease which are cancellable by giving appropriate notices as per respective agreements. During the year an amount of ₹ 1060.34 Lakhs (Previous year ₹ 1021.80 Lakhs) has been charged towards these cancellable operating leases.
- b) The Company has taken certain assets like car, commercial/residential premises etc. on non-cancellable operating leases. During the year an amount of ₹ 950.40 Lakhs has been paid (Previous year ₹ 643.73 Lakhs) towards these non-cancellable operating leases. The future minimum lease payments in respect of these leases are as follows:
 - i) Payable not later than 1 year ₹ 681.56 Lakhs (Previous year: ₹ 547.96 Lakhs)
 - ii) Payable later than 1 year and not later than 5 years ₹ 78.95 Lakhs (Previous year: ₹ 214.74 Lakhs)
 - iii) Payable later than 5 years Nil (Previous year: Nil).
- c) The Company has given certain office/residential premises on operating lease which are cancellable by giving appropriate notices as per respective agreements. During the year an amount of ₹ 254.46 Lakhs (Previous year: ₹ 243.17 Lakhs) has been accounted for as rental income in respect of these cancellable operating leases.

2.36 Company is having investment in Petroleum India International (PII), an Association of Person (AOP). PII, since financial year 2010-11 has ceased its business activities and is in the process of dissolution.

The process of dissolution is not completed due to pending activity relating to

- a) Income tax Assessment/ Appeals/ Refunds/ Rectification/ nullification of demands etc.
- b) Service Tax Refunds.
- c) Pending dispute with Bank of Baroda regarding FD of ₹ 55.00 Lakhs (approx) on which lien has been marked towards demand that could arise from Saudi British Bank.

Since, the dissolution of PII is not completed due to above factors, Management Committee of PII in their 57th Meeting held on 18-02-2016 at BPCL, Mumbai decided to return all monies forthwith except for retaining some amount to the members of PII.

Due to above decision, Company has received an amount of ₹ 1180.00 Lakhs as its share out of total amount of ₹ 12354.00 Lakhs distributed to its members.

It was also decided that in case there is subsequent demand received, the members shall return the money in proportion to their share.

It was also decided that corpus fund of PII shall be restored to ₹ 5.00 Lakhs per member being original seed capital at the time of formation of PII.

2.37 TEIL Projects Limited, Joint venture company, has accumulated losses of ₹ 1089.66 Lakhs (Previous year: ₹ 1093.30 Lakhs) and its net worth has been fully eroded.

TEIL Projects Limited Board in its meeting held on 7-10-2015 and 20-01-2016 has recommended that the company be wound-up after completing the existing jobs by 31st December 2015. The promoter Companies i.e. Engineers India Limited and TATA Projects Limited accordingly have approved the winding up of the company in their respective Board meetings.

2.38 In terms of Accounting Standard (AS 29) "Provisions, Contingent Liabilities and Contingent Assets", the requisite disclosures are as under:

- i) The movement in provisions are disclosed as under:

(₹ in Lakhs)

Sl. No.	Particulars	Class of Provision			
		Contractual Obligations		Expected losses	
		Year ended 31 st March, 2016	Year ended 31 st March, 2015	Year ended 31 st March, 2016	Year ended 31 st March, 2015
1	Opening Balance	27906.45	25440.86	7551.16	--
2	Additional Provision during the year	5212.30	3782.89	118.32	7551.16
3	Provision used during the year	--	--	6054.62	--
4	Provision reversed during the year	4279.50	1317.30	109.97	--
5	Closing Balance (1+2-3-4)	28839.25	27906.45	1504.89	7551.16



ii) Nature of provision:

a) Contractual Obligations :

Contractual obligations represent provision for estimated liabilities on account of guarantees and warranties etc. in respect of consultancy & engineering services and turnkey contracts executed by the Company. The said obligation covers performance as well as defect liability period defined in the respective contracts.

For turnkey contracts, the estimated liability on account of contractual obligations is provided at 1% of revenue recognized based on risk assessment made by the management. For consultancy & engineering services contracts the estimated liability on account of contractual obligations is provided as per assessment of probable liability made by the management based on liability clauses in respective contracts.

b) Expected Losses :

For each contracts, at reporting date, total contract cost and total contract revenue are estimated. In respect of contracts, where it is probable that total estimated contract cost will exceed the estimated total contract revenue, the expected loss is recognised as an expense in the statement of Profit and Loss as per principles of Accounting Standard AS -7, "Construction Contracts".

iii) The disclosures in respect of contingent liabilities are given as per Note No. 2.18.

2.39 The balances appearing under heads Trade receivables, Loans & Advances, retention money, Customer's advances, Security deposits receivable/payable and Trade payables are subject to confirmation and reconciliation.

2.40 M/s Fernas Construction India Pvt Limited (Contractor) was awarded two contracts in the year 2011 based on evaluation by EIL (Company). One of these orders valued at ₹ 180000 Lakhs (approx.) was placed by the client on the basis of recommendations of the Company as a Project Management Consultant for that project and second order (valued at ₹ 27200 Lakhs approx.) was placed by the Company being Cost Plus Contractor for the other Project. Based on pseudonymous complaint regarding authenticity of completion certificate submitted by the Contractor based on which the Contractor had qualified for both the contracts, the Company referred the matter to an Investigating Agency. During the year, the Investigating Agency in its report has concluded that completion certificate submitted by the Contractor was bogus.

a) In the case where the Company is the Project Management Consultant, besides findings of certificate submitted by Contractor being bogus, the investigation Agency also alleged connivance of a senior officer of the Company (since superannuated) in relaxing the qualification criteria which enabled the contractor to qualify for the tender for the contract awarded by its client based on recommendations of the Company as a Project Management Consultant.

The concerned officer of the Company as well as the officers of the Contractor have been charge sheeted, by the investigating Agency, for this criminal act and are being tried in a court.

Consequent to above, the Company has communicated the fact of certificate being bogus to the client for an appropriate action at their end. The Company does not envisage any liability in this regard.

b) In other case where order was placed by the Company on the Contractor, consequent upon receipt of findings of investigation agency of certificate submitted by Contractor being bogus, the contract has been terminated in April, 2016 and the Company has encashed performance guarantee of ₹ 2719 Lakhs submitted by the Contractor. Balance activities for the contract are to be carried out at the risk and cost of the Contractor in terms of contractual provisions.

The Company has estimated the additional expenditure of ₹ 3167 Lakhs to complete the Project and accounted for the same as per applicable Accounting Standard (AS-7).

The Contractor has lodged the claim subsequent to termination of the contract for net amount of ₹ 38434 Lakhs. Management does not consider any possible obligation on this account requiring future probable outflow of resources.

2.41 For Lump sum Services and Turnkey Contracts, balance efforts, cost and time to complete the contract including probability of levy for liquidated damages and price reduction schedules for delays as on reporting date are assessed by the management and relied upon by the auditors.



2.42 Additional information required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Subsidiary/Associates/Joint ventures.

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in Profit or loss	
	As % of Consolidated net asstes	Amount (₹ in lakhs)	As % of Consolidated profit or loss	Amount (₹ in lakhs)
Parent				
Engineers India Limited	96.64	263906.18	98.38	25730.74
Subsidiaries				
Indian				
Certification Engineers International Limited	2.40	6542.50	2.86	747.49
Foreign				
EIL Asia Pacific Sdn. Bhd.*	--	--	(0.03)	(8.96)
Joint Ventures(as per proportionate consolidation/ Investment as per the equity method)				
Indian				
TEIL Projects Limited	(0.01)	(21.32)	(0.63)	(164.78)
Ramagundam Fertilizers and Chemicals Limited	0.97	2637.86	--	--
Foreign				
Jabal Elliot Company Ltd.	--	3.84	(0.58)	(152.24)

* Members Voluntary Winding up during current year

2.43 Other notes forming part of the Accounts

These are set out in the notes to the account under the respective Financial Statements of 'the Company', Certification Engineers International Limited (Subsidiary Company).

2.44 Previous year's figures have been re-casted and/or regrouped wherever necessary to ensure their presentation in line with the current year's figures.

Salient Features of Financial Statments of Subsidiary/Associates/ Joint Venture as per Companies Act, 2013

Part "A" : Subsidiaries

1	Sl.No.	1
2	Name of Subsidiary	EIL Asia Pacific Sdn. Bhd.* (Incorporated in Malaysia)
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1-1-2015 to 7-08-2015 (Date of Winding up)
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Reporting Currency :- Malaysian Ringitt (RM) Exchange Rate :- ₹ 17.44
5	Share capital	-
6	Reserves & Surplus	-
7	Total assets	-
8	Total Liabilites	-
9	Investments	-
10	Turnover	-
11	Profit before taxation	RM (0.17) Lakhs
12	Provision for taxation	RM (0.01) Lakhs
13	Profit after taxation	RM (0.18) Lakhs
14	Proposed Dividend	-
15	% of shareholding	100%

*Members Voluntary Winding up during current year

1	Sl.No.	2
2	Name of Subsidiary	Certification Engineers International Limited
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 st March, 2016
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR - ₹
5	Share capital	1 Lakh equity shares of ₹ 100 each
6	Reserves & Surplus	₹ 6186.09 Lakhs
7	Total assets	₹ 7830.85 Lakhs
8	Total Liabilites	₹ 1544.76 Lakhs
9	Investments	₹ 159.12 Lakhs
10	Turnover	₹ 3756.34 Lakhs
11	Profit before taxation	₹ 1413.66 Lakhs
12	Provision for taxation	₹ 485.62 Lakhs
13	Profit after taxation	₹ 928.04 Lakhs
14	Proposed Dividend	₹ 300.00 Lakhs
15	% of shareholding	100%

Name of Subsidiaries which are yet to commence operations:- Nil

Name of Subsidiaries which have been liquidated or sold during the year:- EIL Asia Pacific Sdn. Bhd.

**Part “B” : Associates and Joint Ventures**

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

	Name of Associates/Joint Ventures	Jabal Elliot Company Ltd.	TEIL Projects Limited	Ramagundam Fertilizers and Chemicals Limited
1	Latest audited Balance Sheet Date	Un audited for period 1-1-2015 to 22-1-2016	Audited 31 st March, 2016	Audited for the period 17-2-2015 to 31-03-2016)
2	Shares of Associate/Joint Ventures held by the company on the year end			
	No.	500,000 shares of SR 10 each fully paid up	49,99,997 Equity shares of ₹ 10 each fully paid up	15440004 Equity shares of ₹ 10 each fully paid up
	Amount of Investment in Associates/Joint Venture	₹ 599.00 Lakhs	₹ 500.00 Lakhs	₹ 2444.00 Lakhs
	Extend of Holding %	33.333%	50.00%	49.9898%
3	Description of how there is significant influence	Due to (%) of share capital	Due to (%) of share capital	Due to (%) of share capital
4	Reason why the associate/joint venture is not consolidated	N.A	N.A	N.A
5	Networth attributable to shareholding as per latest audited Balance Sheet	SR 0.22 Lakhs	₹ (44.83) Lakhs	₹ 2444.00 Lakhs*
6	Profit/(Loss) for the year			
i.	Considered in Consolidation	SR (0.37) Lakhs	₹ 1.82 Lakhs	--
ii.	Not Considered in Consolidation	SR (4.55) Lakhs	₹ 1.82 Lakhs	--

* Includes Share Application money for 9000000 shares of ₹ 10 each fully paid amounting to ₹ 900.00 Lakhs against which shares has been allotted on 29th April, 2016.

Name of Joint Ventures which are yet to commence operations:- Nil

Name of Subsidiaries which have been liquidated or sold during the year:- EIL Asia Pacific Sdn. Bhd.

(RAJAN KAPUR)
Company Secretary
PAN : AAIPK0926B

(SUDERSHAN GUPTA)
Executive Director {F & A}
PAN : AAGPG5991E

(RAM SINGH)
Director {Finance}
DIN : 02942267

(SANJAY GUPTA)
Chairman & Managing Director
DIN : 05281731

As per our report of even date attached
for ARUN K AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 003917N

Place : New Delhi
Dated: 25th May, 2016

(ARUN AGARWAL)
PARTNER
Membership No. 082899



Comments of the Comptroller and Auditor General of India Under Section 143(6)(b) Read with Section 129(4) of the Companies Act, 2013 on the Consolidated Financial Statements of Engineers India Limited for the year ended 31st March 2016

The preparation of consolidated financial statements of Engineers India Limited for the year ended 31 March 2016 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) read with section 129(4) of the Act is responsible for expressing opinion on the financial statements under section 143 read with section 129(4) of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 25 May 2016.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6)(a) read with section 129(4) of the Act of the consolidated financial statements of Engineers India Limited for the year ended 31 March 2016. We conducted a supplementary audit of the financial statements of Engineers India Limited, but did not conduct supplementary audit of the financial statements of Certification Engineers International Limited (Subsidiary) and Ramagundam Fertilizers and Chemicals Limited (Joint Venture) for the year ended on that date. Further, section 139(5) and 143(6)(b) of the act are not applicable to EIL Asia Pacific Sdn. Bhd. (Subsidiary) and Jabal Eillot Co. Ltd. (Joint Venture) being incorporated in Foreign countries under the respective laws and TEIL Projects Limited (Joint Venture) being Private company, for appointment of their Statutory Auditor nor for conduct of supplementary audit. Accordingly, C&AG has neither appointed the Statutory Auditors nor conducted the supplementary audit of these companies. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report.

For and on the behalf of the
Comptroller & Auditor General of India

(Suparna Deb)

Director General of Commercial Audit
& Ex-officio Member, Audit Board-II
New Delhi

Place: New Delhi
Date: 04.07.2016

Regd. Office: Engineers India Bhawan, 1, Bhikaiji Cama Place, New Delhi – 110066
 Tel:011-26762121, Fax:011-26178210, E-mail: eil.mktg@eil.co.in
 Website: <http://www.engineersindia.com>
 CIN: L74899DL1965GOI004352

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):	E-mail ID:
Registered Address:	Folio No./ * DP & Client Id:

I/We, being the member(s) of shares of the above named Company, hereby appoint:

- (1) Name: Address:
E-mail Id: Signature:, or failing him/her;
- (2) Name: Address:
E-mail Id: Signature:, or failing him/her;
- (3) Name: Address:
E-mail Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51st Annual General Meeting of the Company, to be held on Monday, 19th September, 2016 at 3:00 p.m. at Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi-110049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	**For	**Against
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the year ended 31 st March, 2016 and the Reports of Directors and Auditors thereon.		
2.	To consider declaration of final dividend on equity shares.		
3.	To appoint a Director in place of Shri Ram Singh (DIN: 02942267), who retires by rotation and being eligible, offers himself for reappointment.		
4.	To appoint a Director in place of Shri Ashwani Soni (DIN: 06962014), who retires by rotation and being eligible, offers himself for reappointment.		
5.	To fix remuneration of Auditors for the financial year 2016-17.		
SPECIAL BUSINESS			
6.	To appoint Dr. (Prof.) Mukesh Khare (DIN: 02029807) as Non-official Part-time Independent Director of the Company.		
7.	To appoint Mrs. Arusha Vasudev (DIN: 07370575) as Non-official Part-time Independent Director of the Company.		
8.	To appoint Shri V. K. Deshpande (DIN: 01200938) as Non-official Part-time Independent Director of the Company.		
9.	To appoint Shri Umesh Chandra Pandey (DIN: 01185085) as Non-official Part-time Independent Director of the Company.		

Signed this..... day of..... 2016.

Signature of the Shareholder

Signature of first proxy holder

Signature of Second proxy holder

Signature of third proxy holder

Affix
Revenue
Stamp

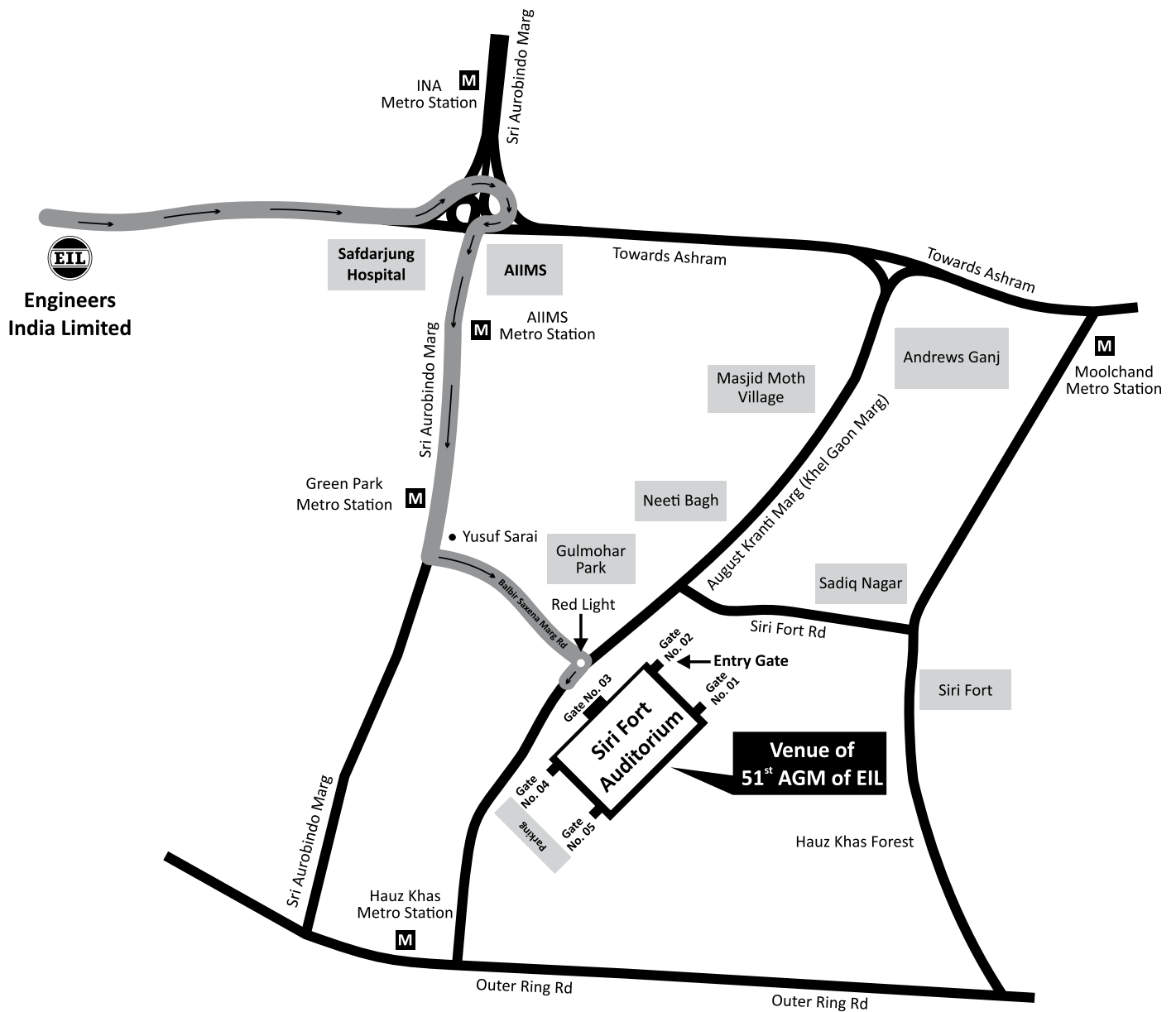
*Applicable for investors holding shares in electronic form.

Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- (2) A Proxy need not be a member of the Company.
- (3) For Resolutions, Statement pursuant to Section 102 of the Companies Act 2013 and Notes, please refer to the Notice of 51st Annual General Meeting.
- (4) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (5)** This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (6) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (7) In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.



Route Map- Venue of 51st AGM



Address of Venue:

Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi-110049

Nearest Landmark:

Green Park Metro Station

*Map not to scale



ENGINEERS INDIA LIMITED

A Navratna Company

Delivering Excellence through People

EIL OFFICES

REGISTERED & HEAD OFFICE

Engineers India Bhawan,
1, Bhikaji Cama Place, New Delhi - 110066
CIN: L74899DL1965GOI004352
Tel: 011-26762121; Fax: 011-26178210, 26194715
Email: eil.mktg@eil.co.in, Website: www.engineersindia.com

BRANCH OFFICE

Great Eastern Chambers, 5th Floor, Plot No. 28, Sector - 11
Belapur C.B.D., Navi Mumbai - 400 614
Tel: 022 - 27560072, 27560032, Fax: 022 - 27572011, 27563066
Email: eil.bo@eil.co.in

REGIONAL OFFICES

A. G. Towers (5th Floor), 125/1, Park Street, Kolkata - 700 017
Tel: 033-22298995, 22276304; Fax: 033-22277692
Email: eil.rok@eil.co.in

4th and 5th Floor, Meghdhanush Complex, Race Course Road
Near Transpek Circle, Vadodara - 390 015
Tel: 0265-2340326, 2340368 - 69, Fax: 0265 - 2340328
Email: eil.rov@eil.co.in

Plot No. F9, SIPCOT IT Park, 1st Main Road, Siruseri, Chennai - 603 103
Tel: 044 - 27469401/ 402; Fax: 044 - 27469000
Email: eil.roc@eil.co.in

OVERSEAS OFFICES

17th floor, Business Avenue Tower, Salam Street, P. O. Box: 126592, Abu Dhabi - UAE
Tel.: +971-2-6740101, Fax: +971-2-6740707
Email: coeilad@eiluae.ae

487, Great West Road, Hounslow, Middlesex, London, UK - (TW5 0BS)
Phone: 0044 - 208 - 570 - 5530 (O), Hand phone: 0044 - 7404608246
Email: eillondon@btconnect.com

Myland s. a. s. di IIRE S.r.l., Apartment-112, Piazza Luigi di Savoia 28, Milan - 20124, Italy
Mobile 1: 00-39-338-467-8867, Mobile 2: 00-39-389-532-3116
Email: eilmilan2012@gmail.com

Room No. 1632, 16th Floor, Asian Biz Centre, Orient Century Plaza,
345 Xian Xia Road, Near Gubei Road, Shanghai - 200 336, China:
Phone: 0086 - 2122157403, 2122157405
Email: eilshanghai@eil.co.in

ATTENDANCE SLIP

	Sr.No. :
Registered Folio No. / DP & Client ID No. :	
Name of the Sole / First named Member :	
Registered Address :	
Name(s) of the joint Member(s), if any :	
No. of Shares held :	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the **51st Annual General Meeting** of the Company on Monday, the 19th day of September, 2016 at 3.00 p.m. at Siri Fort Auditorium, Khel Gaon, August Kranti Marg, New Delhi-110049.

Signature of First holder/Proxy/Authorised Representative

Signature of Joint holder(s)

Place:

Date:

Notes:

1. Please fill and sign this attendance slip and hand it over at the Attendance Verification Counter at the venue of the Meeting.
2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.
3. **NO GIFTS SHALL BE DISTRIBUTED IN THE ANNUAL GENERAL MEETING OR AFTERWARDS.**

E-VOTING

Users who wish to opt for e-voting may use the following login credentials:

EVEN (E-VOTING EVENT NO.)	USER ID	PASSWORD / PIN

Note:

Please follow steps for remote e-voting procedure as given in the Notice of 51st AGM or by logging on to <https://evoting.karvy.com> and the same is also available on the Company's website <http://www.engineersindia.com>.