

REIL **ELECTRICALS INDIA LIMITED**
(CIN: L31909TG1973PLC015448)

Annual Report
2015-2016

**BOARD OF DIRECTORS :**

Chairman & Managing Director
Director
Director

Mr. Bhupinder Singh Sahney (DIN: 00376152)
Mrs. Brijween Kaur Sahney (DIN: 00374606)
Mrs. Jasmine Sahney Pillai (DIN: 00374242)

Company Secretary

Mrs. Sujana Vakada

Auditors

M/s. Venugopal & Chenoy,
Chartered Accountants
Hyderabad

Bankers

Canara Bank, Basheerbagh, Hyderabad
Canara Bank, Muthialpet, Puducherry

Factory

Thondamanatham Village, Villianure commune
Puducherry- 605 502

Registered Office

8-2-409, Road No.6, Banjara Hills,
Hyderabad- 500034, Ph: 040-2335 4833
Website: www.reilindia.com
E-Mail: reilcorp@reilindia.com

Registrar & Share Transfer Agent

Aarathi Consultants Pvt Ltd,
(CIN: U74140TG1992PTC014044)
1-2-285, Domalguda, Hyderabad- 500 029
Phone: 040-27634445 / 27638111
Website: www.aarthiconsultants.com
E-Mail: info@arthiconsultants.com

Notice to the 42nd Annual General Meeting

NOTICE is hereby given that the 42nd Annual General Meeting of the Members of **REIL ELECTRICALS INDIA LIMITED** (CIN: L31909TG1973PLC015448) will be held at Radisson Blu Plaza Hotel, 8-2-409, Road no.6, Banjara Hills, Hyderabad-500034, Telangana on Friday, the 30th September, 2016 at 11.00 am to transact the following business:

ORDINARY BUSINESS:**Item No.1- Adoption of Financial Statements**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.

Item no.2- Appointment of Director

To appoint a Director in place of Mrs .Jasmine Sahney Pillai (DIN: 00374242) who retires by rotation and is eligible for re-appointment.

Item no.3- Appointment of Auditors

To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration and to pass the following resolution thereof:

“RESOLVED THAT pursuant to the provisions of the Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, M/s. Venugopal & Chenoy, Chartered Accountants, (Firm Regn No: 004671S) be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board of Directors.”

SPECIAL BUSINESS:**Item no.4- Re-appointment of Mr.Bhupinder Singh Sahney as Managing Director**

To approve re-appointment of Mr. Bhupinder Singh Sahney (DIN: 00376152) as the Managing Director and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT in pursuance to the provisions of Section 196, 197 & 203 and all other applicable provisions, if any, and read with Schedule V of the Companies Act 2013, including any statutory modification and re-enactment thereof for the time being in force the consent of the members of the Company be and is hereby accorded to re-appointment of Mr. Bhupinder Singh Sahney (DIN: 00376152) as Managing Director of the Company (not liable to retire by rotation) for a period of 03 years w.e.f. 29.07.2016, on the following terms and conditions:

- a) Salary of Rs. 42,00,000 per annum (Rupees Forty Two Lakhs per annum)
- b) Perquisites including medial reimbursement, leave travel allowance, expenditure on gas, electricity and water, house maintenance etc., shall be valued as per the Income Tax Rules.
- c) Provident fund and gratuity as per rules of the Company

“RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr.B.S.Sahney, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, allowances and perquisites within the limits as laid down under sections 196, 197 & 203 and all other applicable provisions, if any, of the Act read with Schedule V of the Companies Act, 2013 as in force from time to time.”

“RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts and deeds as may be considered desirable or expedient to give effect to the aforesaid resolution.”

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 4 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment as Director under Item No. 2 of the Notice, is also annexed.
2. Additional information pursuant to the listing agreement with the stock exchange and SS - 2 in respect of all Directors seeking appointment/re-appointment as mentioned under items nos. 2 and 4 contained in the notice of Annual General Meeting is provided hereunder. The said Directors have furnished necessary consents/ declarations for their re-appointment.

**Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting
[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and Secretarial Standard 2 on General Meeting]**

Name of the Director	Mrs. Jasmine Sahney Pillai	Mr.Bhupinder Singh Sahney
Date of Birth	22-08-1964	23-07-1940
Date of Appointment on the Board	08-05-1998	11-04-1973
Qualifications	Bachelors Degree	Bachelors Degree in Science
Expertise	Experience of 15 years	Vast Experience of more than 40 years in manufacturing technologies, systems, processes and controls.
No.of Equity Shares held in the Company	3,41,250	10,98,380
Directorships held in other public companies including private companies which are subsidiaries of public companies (excluding foreign companies)	(a) Bhupinder Investment Company Pvt Ltd (b) BS Real Estate Ventures Pvt Ltd (c) Time and Space Advertising Services Pvt Ltd	(a) Daaj Hotels and Resorts Pvt Ltd (b) Bhupinder Investment Co Pvt Ltd (c) BS Real Estate Ventures Pvt Ltd (d) Sahney Prestolite Electricals India Pvt Ltd
Memberships/ Chairmanships of committees across all companies	N.A.	N.A.
Number of Meetings attended during the year	6 of 6	6 of 6

3. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself /herself and the proxy need not be a Member of the Company. The Instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than Forty-Eight Hours before the meeting. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 24.09.2016 to 30.09.2016 (both days inclusive).
5. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Aarathi Consultants Private Limited (RTA) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to RTA.
7. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. 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 RTA.
8. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
11. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.

12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.reilindia.com (under 'Investor Information' section). Members holding shares in physical form may submit the same to RTA. Members holding shares in electronic form may submit the same to their respective depository participant.
13. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2015-16 will also be available on the Company's website viz. www.reilindia.com
14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / RTA. Members are requested to provide their e-mail address through company's email i.e, reilcorp@reilindia.com and ensure that the same is also updated with their respective DP for their demat account(s). The registered e-mail address will be used for sending future communications.
15. The route map showing directions to reach the venue of the Forty Second AGM is annexed.
16. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have the access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot Form and instructions for e-voting are given herein below. Resolution(s) passed by Members through Ballot Forms or e-voting is/are deemed to have been passed as if they have been passed at the AGM.
17. The board of directors has appointed Mr.D.Raghavendar Rao, Practicing Company Secretary (Membership No. ACS 35788) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
18. The Members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
19. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.
20. In case a Member is desirous of obtaining a duplicate Ballot Form, he may send an e-mail to reilcorp@reilindia.com by mentioning their Folio / DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer, Mr.D.Raghavendar Rao, Practicing Company

Secretary, # Flat No.113, Block-B, Sri Datta Sai Commercial Compelx, Opp.Sapthagiri Theatre, RTC 'X' Roads, Hyderabad-500020 not later than Thursday, September 29, 2016 (5:00 p.m. IST). Ballot Form received after this date will be treated as invalid.

21. The instructions for e-voting are as under:

- (i) The voting period begins on Tuesday, September 27, 2016 (9.00 a.m. IST) and ends on Thursday, September 29, 2016 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Friday, September 23, 2016 i.e., the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for

voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant REIL Electricals India Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

22. Other Instructions

- i. The e-voting period commences on Tuesday, September 27, 2016 (9.00 a.m. IST) and ends on Thursday, September 29, 2016 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday September 23, 2016 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
- ii. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. 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, voting through ballot form, as well as voting at the meeting through ballot.
- iii. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, 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 make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- iv. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.reilindia.com and on the website of CDSL www.evotingindia.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE"), where the shares of the Company are listed.

STATEMENT PURSUING TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ("the Act")
The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 4

Mr.Bhupinder Singh Sahney is a Promoter Director and is actively associated with the development of the Company from its inception. He was appointed as Managing Director w.e.f. 29.07.2013 and still continues as Managing Director of the Company.

Your directors are desirous that his valuable services may be continued and be utilized for the benefit of the Company. Accordingly the Board recommends the appointment of Mr.Bhupinder Singh Sahney as Managing Director of the Company for a further period of 03 years on remuneration as set forth in the resolution.

He is not disqualified from being re-appointed as director in terms of Section 164 of the Act. Board is of opinion that his re-appointment is properly justified, considering his contribution in the growth of the Company as explained above.

Considering the role and the important contribution made by Mr.Bhupinder Singh Sahney in varied capacities for the growth of the Company, the Board of Directors unanimously approved the above remuneration as detailed in the resolution.

The terms of reference contained in the resolution may also be treated as an abstract / compliance under



section 190 of the Companies Act 2013.

The Board of Directors recommends the resolution for your approval as special resolution.

Mr. Bhupinder Singh Sahney as Managing Director of the Company and Mrs. Brijween Kaur Sahney & Mrs. Jasmine Sahney Pillai being relatives of Mr. Bhupinder Singh Sahney may be deemed to be interested in the resolution.

Place: Hyderabad
Date: August 04, 2016

By order of the Board of Directors
For **REiL ELECTRICALS INDIA LIMITED**
Sujana Vakada
Company Secretary

DIRECTORS' REPORT

Yours Directors have pleasure in presenting their 42nd Annual Report together with the Audited Accounts for the year ended March 31, 2016.

1. Financial Results:

(` In Lakhs)

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Turnover	1757.85	1600.12
Profit before interest and depreciation & Adjustments	141.68	46.76
Interest and Finance Charges	32.48	44.04
Depreciation	26.80	28.56
Profit before Tax	82.40	(27.26)
Current Tax after Adjustments	36.73	1.25
Profit after Tax	45.67	(28.51)

2. Dividend:

Your Directors do not recommend dividend on the equity shares of the Company for the period under review.

3. Operations:

Your Company's turnover stood at ` 1757.85 Lakhs for the year ended March 31, 2016 as against ` 1600.12 Lakhs in the previous year. The net profit stood at ` 45.67 Lakhs for the year ended March 31, 2016 as against loss ` 28.51 Lakhs in the previous year.

4. Board Meetings:

The Board of Directors duly met 6 times during the financial year from 1st April, 2015 to 31st March, 2016. The dates on which the meetings were held are stated in Corporate Governance Report.

5. Share Capital:

The paid up Equity Capital as on March 31, 2016 was ` 377.50 Lakhs. During the year under review the Company has not issued any securities.

6. Directors:

In accordance with the provisions of section 152 of the Companies Act, 2013, read with applicable Rules, if any, Mrs. Jasmine Sahney Pillai (DIN: DIN: 00374242), retires by rotation at the ensuing Annual General Meeting for the financial year 2015-16 and being eligible, offers herself for a re-appointment.

7. Corporate Governance:

In terms of Regulation 34 of the Listing Regulations, a Report on Corporate Governance along with Compliance Certificate issued by Statutory Auditor's of the Company is annexed as '**Annexure A**' and forms part of this Report.

8. Listing Information:

The Company's Shares are presently listed at BSE Ltd., Mumbai and trading is infrequent. The Listing fee to the Stock Exchange has been paid up to date.

9. Director's Responsibility Statement:

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with 134(5) of the Companies Act, 2013 in the preparation of financial statements for the year ended 31st March, 2016 and state that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) the directors had 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 at the end of the financial year and of the profit and loss of the company for that period;;
- (iii) the directors had 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 the fraud and other irregularities;
- (iv) the directors had prepared the annual accounts on a going concern basis.
- (v) the directors had laid down internal financial controls to be followed by the company and that such internal controls are adequate and were operating effectively; and
- (vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. Public Deposits:

The Company has not accepted any deposits from the public/members under Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year.

11. Auditors:**11.1 Statutory Auditors:**

The Company's Auditors, M/s. Venugopal & Chenoy, Chartered Accountants, Hyderabad who retire at the ensuing Annual General Meeting are eligible for re-appointment. They have confirmed their eligibility under section 141 of the Companies Act, 2013 and the Rules framed thereunder for re-appointment as Auditors of the Company.

11.2 Secretarial Audit:

Pursuant to provisions of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company engaged the services of Ms. Manjula Aleti, Practicing Company Secretary to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2016. The report of the Secretarial Audit Report is annexed herewith as "**Annexure B.**"

12. Related Party Transactions:

There were no related party transactions during the year except that in the ordinary course of business and on arms length basis. There were no materially significant related party transactions between your Company and the Directors, Promoters, Key Managerial Personnel and other designated persons which may have a potential conflict with the interest of your Company at large.

Form AOC-2 for disclosure of particulars of contracts/arrangements, entered into by your Company with related parties is annexed herewith as '**Annexure C**' and forms part of this Report

13. Extract of Annual Return:

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as "**Annexure-D.**"

14. Particulars of Loans, Guarantees or Investments:

The particulars of loans, guarantees and investments made & given by the Company in the year 2015-16 as per section 186 of the Companies Act, 2013 is stated in the notes to account which forms part of this Annual Report.

15. Corporate Social Responsibility

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

16. Conservation of Energy, Technology absorption, foreign exchange earnings and outgo**(i) Conservation of Energy:**

Though the Company's production facilities are not energy intensive, measures have been adopted to conserve usage of energy.

(ii) Research and Development & Technology absorption:

Company's in-house Design & Development facilities have enabled continuous redesigning of the products and their components to save cost and improve quality.

(iii) Foreign Exchange Inflow & Outflow: (` In Lakhs)

(A)INFLOW - (i) Export Earnings (FOB)	Nil
(B) OUTFLOW - (i) Imports - CIF	115.25
(ii) Foreign Travel	9.78

17. Particulars of Employees:

During the year under report, no employee throughout the year or part of the year was in receipt of remuneration upto or in excess of the sums prescribed under Section 197 of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

18. Remuneration ratio of the Directors/Key Managerial Personnel (KMP)/Employees

S.No	Name	Designation	Remuneration paid FY 2015-16 (` Lakhs)	Remuneration paid FY 2014-15 (` Lakhs)	Increase in remuneration from previous year (` Lakhs)	Ratio/Times per Median of employee remuneration
1	Mr.Bhupinder Singh Sahney	Managing Director	48.07	48.39	-	19.62
2	Mr.P.S.Sastry	President-Finance & Company Secretary (KMP) (upto31-3-16)	43.59	43.63	-	17.79
3	Mr. Hans Raj Mishra	CEO	45.00	40.85	4.15	18.36

19. Acknowledgements:

Your Directors take this opportunity to place on record their appreciation for the co-operation and support extended by Banks, Financial Institutions and Business Associates.

Your Directors also wish to place on record their appreciation to all the employees for their sincere and dedicated services rendered to the Company and are also grateful to all the members of the Company for reposing continued trust and confidence in the Management of the Company.

For and on behalf of the Board

B.S.Sahney

Chairman & Managing Director

Place: Hyderabad
Date: 04-08-2016

Annexure- A
REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2016.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Your Company considers good Corporate Governance a pre-requisite for meeting the needs and aspirations of its Members and other stakeholders in the Company. The Board of Directors of your Company firmly believes that the same could be achieved by maintaining transparency in its dealings, creating robust policies and practices for key processes and systems with clear accountability, integrity, transparent governance practices and the highest standard of compliance.

2. BOARD OF DIRECTORS:

- (a). The board comprised of 3 Directors of whom one is Whole time Director and other two are Non-executive Directors.
- (b). The names of the Directors are:
1. Mr. Bhupinder Singh Sahney, Chairman & Managing Director
 2. Mrs. Brijween Sahney, Director
 3. Mrs. Jasmine Sahney Pillai, Director
- (c). During the year financial year from 1st April, 2015 to 31st March, 2016, the Board of Directors met 6 times. The time gap between two Board Meetings did not exceed 120 days. The dates on which the meetings were held as follows:

Sl. No	Date of meeting	Main Agenda
1	18-04-2015	Change in Authorised Signatories
2	29-05-2015	Adoption of Audited Financial Results for the year ended March 31, 2015
3	12-08-2015	Un-audited Financial Results for the first quarter ended June 30, 2015
4	07-11-2015	Un-audited Financial Results for the second quarter ended September 30, 2015
5	08-02-2016	Un-audited Financial Results for the third quarter ended December 31, 2015
6	31-03-2016	Change in Authorised Signatories and acceptance of resignation of Mr.P.S.Sastry as Company Secretary of the Company.

- (d). Attendance of each Director at the Board Meetings and the last AGM held on 30-09-2015:

Name of the Director	No.of Board Meetings Attended	Last AGM attendance (Yes/No)
Mr.Bhupinder Singh Sahney	6	Yes
Mrs.Brijween Kaur Sahney	6	No
Mrs.Jasmine Sahney Pillai	6	No

(e). Particulars of Directorships of other Companies

Name of the Director	Name of the Company	Position
Mr.Bhupinder Singh Sahney	Daaj Hotels and Resorts Pvt Ltd Bhupinder Investment Company Pvt Ltd BS Real Estate Ventures Pvt Ltd Sahney Prestolite Electricals India Pvt Ltd	Director Director Director Director
Mrs.Brijween Kaur Sahney	Daaj Hotels and Resorts Pvt Ltd Bhupinder Investment Company Pvt Ltd BS Real Estate Ventures Pvt Ltd Sahney Prestolite Electricals India Pvt Ltd	Director Director Director Director
Mrs.Jasmine Sanhney Pillai	Bhupinder Investment Company Pvt Ltd BS Real Estate Ventures Pvt Ltd Time and Space Advertising Pvt Ltd	Director Director Director

3. AUDIT COMMITTEE:

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Clause 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 as applicable. During the year ended 31st March 2016, the Audit Committee met 4 times i.e. on May 29, 2015, August 12, 2015, November 07, 2015, and February 08, 2016 under the Chairmanship of Mrs.Brijween Kaur Sahney. The maximum gap between any two meetings was less than four months. Apart from the members of the Audit Committee, the Managing Director, representatives of the statutory and internal audit firms are permanent invitees to the meeting. The Audit committee is constituted with two Directors viz., Mrs. Jasmine Sahney Pillai, Mrs. Brijween Kaur Sahney.

4. REMUNERATION COMMITTEE:

The powers, role and terms of reference of the Nomination and Remuneration Committee covers the areas as contemplated under Clause 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also Section 178 of the Companies Act, 2013 apart from any references made to it by the Board of Directors. The Remuneration committee consists of two Directors; Mrs.Brijween Kaur Sahney and Mrs. Jasmine Sahney Pillai. Managing Director's remuneration details as in notes to accounts is reproduced below. None of the other directors were paid any remuneration or sitting fees.

(` In lakhs)

Particulars	March 31,2016	March 31, 2015
Mr.Bhupinder Singh Sahney Managing Director – Remuneration	48.07	48.39

5. Stake-holders Relationship cum Investors' Grievance Committee:

The Stake-holders Relationship cum Investors' Grievance Committee of the Company is functioning

under the chairmanship of Mrs. Jasmine Sahney Pillai, Director alongwith Mrs. Brijween Kaur Sahney, Director, Mr.Bhupinder Singh Sahney, Managing Director as members of this Committee. The Company Secretary is the Compliance Officer of the Company in matters relating to shareholders, Stock Exchanges, SEBI and other related regulatory matters. No Complaint was pending on 31st March, 2016. As on that date there were no pending share transfers too.

6. GENERAL BODY MEETINGS: Details of location and time where the last three Annual General Meetings were held

Date	AGM/EGM	Time	Purpose
30-09-2015	AGM	11.00AM	Consideration of Annual Accounts and Re- appointment of Directors and Auditors
20-09-2014	AGM	11.00AM	Consideration of Annual Accounts and Declaration of Dividends and Re appointment of Directors and Auditors
28-09-2013	AGM	11.00 AM	Consideration of Annual Accounts and Declaration of Dividends and Re appointment of Directors and Auditors

7. REGISTRAR AND SHARE TRANSFER AGENTS:

Aarathi Consultants Pvt Ltd,
1-2-285, Domalguda, Hyderabad-500029.
Phone: 040 – 27634445
Website: <http://www.aarthiconsultants.com>

8. SEBI Complaints Redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

9. MEANS OF COMMUNICATION:

The Company has always promptly reported all material information including Quarterly Financial Results to the Stock Exchange where the securities of the Company are listed. The quarterly results and other information were communicated to the Shareholders by way of advertisement in newspapers. They are also available in the Company's website www.reilindia.com.

7. GENERAL SHAREHOLDER'S INFORMATION:

AGM date, time and venue	: Friday, 30th September, 2016 At 11.00 A.M., Radisson Blu Plaza Hotel, 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034, Telangana
Financial Year	: 1st April, 2015 to 31st March, 2016
Book Closure	: 24th September, 2016 to 30th September, 2016 (Both days inclusive)
Listing on Stock Exchanges	: BSE Limited
Scrip Code	: 505817
ISIN	: INE814K01015

Declaration regarding Compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

This is to confirm that the Company has adopted a Code of Conduct for all the Board Members and the Senior Management. All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct in respect of the financial year ended 31st March, 2016

Hyderabad
Date: 04-08-2016

B.S. Sahney
Chairman & Managing Director

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

The Managing Director (CEO) and the CFO of **Reil Electricals India Ltd.** hereby certify to the board that:

- a. we have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations
- b. to the best of our knowledge and belief there are 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 the 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 operations of 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:
- (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) there are no 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.

Hyderabad
Date: 04-08-2016

B.S. Sahney
Chairman & Managing Director

Auditor's Certificate regarding compliance of conditions of Corporate Governance

To
The Members,
REIL Electricals India Limited,
Hyderabad.

We have examined the compliance of conditions of Corporate Governance by REIL Electricals India Limited, for the year ended 31st March, 2016 as stipulated in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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 **VENUGOPAL & CHENOY,**
CHARTERED ACCOUNTANTS,

(P.V.SRI HARI)
Partner
M.No.21961

Date: 04-08-2016
Place: Hyderabad

Form No. MR-3
SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014] for the Financial Year ended 31st March, 2016

To,
The Members,
REIL Electricals India Limited
8-2-409, Road no.6,
Banjara Hills, Hyderabad-500034

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by REIL Electricals India Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 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 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 March 31, 2016 according to the provisions of;

- (i) The Companies Act, 2013 (the Act) and the rules made there under and the Companies Act, 1956 and the Rules made there under to the extent applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 1992:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - (c) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfers Agents) Regulations, 1993 regarding Companies Act dealing with client.
- (v) I have also examined compliance with the applicable clauses of the following:
 - (a) The Secretarial Standards issue by the Institute of Company Secretaries of India.
 - (b) Listing Agreement entered into by the Company with BSE Limited
 - (c) SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015
- (vi) Based on the information and explanation provided, the Company had no transactions during the period covered under the Audit requiring the compliance of the provisions of:
 - (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

- (b) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
 - (c) The Securities and Exchange of India (Share Based Employee Benefits) Regulations, 2014
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
 - (f) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998
- (vii) On consideration of the business undertaken by the Company, in our opinion, we do not find any specific Law, Rule or Regulation, that specifically governs or regulates the business of the Company. Hence the question of an audit of the compliance of the same and reporting does not arise.
- (viii) 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 observations:

We further report that-

1. Appointment of at least one third Independent Directors on the Board as per Sec 149(4), 149(6) to (13) of the Companies Act, 2013 – To be complied as explained by the Management
2. Audit committee constitution under Sec 177 of Companies Act, 2013 – To be complied as explained by the Management
3. Constitution of Nomination Committee and Stakeholder Relationship Committee as per Sec 178 of the Companies Act – To be complied as explained by the Management

Adequate notice and detailed notes on Agenda was given to all Directors at least seven days in advance to schedule the Board Meetings. There exist a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at Board Meetings and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

We 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.

We further report that during the period covered under the audit, the Company has no specific actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, referred to above.

For Manjula Aleti
Company Secretary in Practice

Manjula Aleti
ACSM.No: 31661
COP: 13279

Place: Secunderabad
Date: 04.08.2016

Note: This report is to be read with our letter of even date which is annexed as “ANNEXURE 1” and forms an integral part of this report.

“ANNEXURE 1”to Form No. MR-3 SECRETARIAL AUDIT REPORT

To,
REIL Electricals India Limited
8-2-409, Road no.6,
Banjara Hills, Hyderabad-500034

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

1. Maintenance of Secretarial records 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 the 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 compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Manjula Aleti
Company Secretary in Practice

Manjula Aleti
ACSM.No: 31661
COP: 13279

Place: Secunderabad
Date: 04.08.2016

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]

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 arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date(s) of approval by the Board
 - (g) Amount paid as advances, if any
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: Nil
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Date(s) of approval by the Board, if any
 - (f) Amount paid as advances, if any

Hyderabad
Date: 04-08-2016

B.S. Sahney
Chairman & Managing Director

FORM NO. MGT-9 **ANNEXURE-D**
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31.03.2016
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

REGISTRATION AND OTHER DETAILS:	
CIN	L31909TG1973PLC015448
Registration Date	11/04/1973
Name of the Company	REIL ELECTRICALS INDIA LIMITED
Category / Sub-Category of the Company	Company Limited by Shares
Address of the Registered Office and contact details	8-2-409, Road No.6, Banjara Hills, Hyderabad-500034 E Mail: reilcorp@reilindia.com Tel: 040-23354833
Whether listed company	Listed in BSE Limited
Name, address and contact details of Registrar and Transfer Agent, if any	Aarathi Consultants Pvt Ltd, 1-2-285, Domalguda, Hyderabad-500029. Phone: 040 – 27634445, 27638111 Email: info@aarthiconsultants.com Website: http://www.aarthiconsultants.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	Starter Motors & Alternators	31901	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -					
Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

Sub-Total (B)(1):	9000	450	9450	0	9000	450	9450	0.25	-
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	900	4950	5850	0.15	450	4950	5400	0.14	(0.01)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	6650	46500	53150	1.41	7450	46150	53600	1.42	(0.01)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2):	7550	51450	59000	1.56	7900	51100	59000	1.56	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	16550	-	68450	1.81	16900	51550	68450	1.81	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	16550	3758450	3775000	100	16900	3758100	3775000	100	-

ii) Shareholding of Promoters

S.No.	Shareholders 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	B.S.Sahney	1098380	29.10	-	1098380	29.10	-	-
2	Brijween Kaur Sahney	649120	17.20	-	649120	17.20	-	-
3	Bhupinder Investment Co. (P) Ltd	598500	15.85	-	598500	15.85	-	-
4	Jasmine Sahney Pillai	341250	9.04	-	341250	9.04	-	-
5	Deepika Sahney	339950	9.01	-	339950	9.01	-	-
6	Ambita Sahney	339950	9.01	-	339950	9.01	-	-
7	Anjana Sanhey Thakker	339400	8.99	-	339400	8.99	-	-
	Total	3706550	98.2		3706550	98.2	- -	

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

S. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No Change in promoters shareholding during the year			
2	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	No Change in promoters shareholding during the year			
3	At the end of the year	No Change in promoters shareholding during the year			

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

S. No	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	N.A.	N.A.	N.A.	N.A.	N.A.

(v) Shareholding of Directors and Key Managerial Personnel:

S. No	For each of the Director & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Shareholding of Directors Mr.B.S.Sahney				
	At the beginning of the year	1098380	29.10	1098380	29.10
	At the end of the year	1098380	29.10	1098380	29.10
2	Mrs.Brijween Kaur Sahney				
	At the beginning of the year	649120	17.20	649120	17.20
	At the end of the year	649120	17.20	649120	17.20
3	Mrs.Jasmine Sahney Pillai				
	At the beginning of the year	341250	9.04	341250	9.04
	At the end of the year	341250	9.04	341250	9.04

V. INDEBTEDNESS**Indebtedness of the Company including interest outstanding/accrued but not due for payment (` in Lakhs)**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	298.03	0.00	0.00	298.03
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	298.03	0.00	0.00	298.03
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	120.56	0.00	0.00	120.56
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	177.47	0.00	0.00	177.47
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	177.47	0.00	0.00	177.47

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (` in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr.B.S.Sahney Managing Director	
1.	Gross Salary (a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	48.07	48.07
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961		
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission as % of profit others, specify...	Nil	Nil
5.	Others, please specify Total (A)	48.07	48.07
	Ceiling as per the Act		

B. Remuneration to other directors:

1. Independent Directors

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
	-Fee for attending Board/Committee Meetings	-	- -
	-Commission	-	- -
	- Others, please Specify	-	- -
	Total (B)(1)	-	- -

2. Other Non Executive Directors

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
	-Fee for attending Board/Committee Meetings	-	- -
	-Commission	-	- -
	- Others, please Specify	-	- -
	Total (B)(2)	-	- -
	Total (B)= (B)(1)+ (B)(2)		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ WTD (` in Lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr.Hans Raj Mishra, CEO	Mr.P.S.Sastry, President-Finance & CS (upto 31-3-16)	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	45.00	43.59	88.59
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2.	Stock Option			
3.	Sweat Equity			
4.	Commission as % of profit others, specify...	Nil	Nil	Nil
5.	Others, please specify			
	Total	45.00	43.59	88.59

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: -N.A.-

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					

INDEPENDENT AUDITORS' REPORT

To
The Members,
REIL Electricals India Limited.

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Reil Electricals India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of 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.

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 March 31, 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 to this report, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 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. There are no pending litigations for the company that will impact the financial position of the company;
 - ii. There are no foreseeable losses on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **VENUGOPAL & CHENOY,**
CHARTERED ACCOUNTANTS,
FRN: 004671S

(P.V.SRI HARI)

Partner

Membership No. 021961

Date: 30-05-2016

Place: Hyderabad

The Annexure A referred to in our Independent Auditor's 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) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies have been noticed on such physical 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 title deeds of immovable properties are held in the name of the Company.
- ii)
 - a) The inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.
 - b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c) The Company has maintained proper records of the said stocks. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- iii) **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 ('the Act'). Consequently, clauses 3 (iii) (a) and 3 (iii) (b) of the Order are 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) Company has not accepted any deposits from public.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the products of the Company.
- vii)
 - a) According to the information and explanations given to us and on the basis of examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts are payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax or cess and other material statutory dues which were in arrears as at March 31, 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, the disputed statutory dues that have not been deposited on account of disputed matters pending before the appropriate authorities are Rs.108 Lakhs on account of Central Excise Demands pending before High Court of Tamil Nadu.
- 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 material 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 given to us, the company has paid managerial remuneration for the year in accordance with the provisions of section 197. **However, the Company has not constituted the Nomination and Remuneration Committee as per section 178 of the Companies Act, 2013.**
- 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 **VENUGOPAL & CHENOY,**
CHARTERED ACCOUNTANTS,
FRN: 004671S

(P.V.SRI HARI)

Partner

Membership No. 021961

Date: 30-05-2016
Place: Hyderabad

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 Reil Electricals 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 **VENUGOPAL & CHENOY**,
CHARTERED ACCOUNTANTS,
FRN: 004671S

(P.V.SRIHARI)

Partner

Membership No. 021961

Date: 30-05-2016
Place: Hyderabad

REIL ELECTRICALS INDIA LIMITED
STATEMENT OF ASSETS AND LIABILITIES

in lakhs

	Note No.	As at March 31, 2016	As on March 31, 2015
I. EQUITY & LIABILITIES			
(1) Shareholder's Funds:			
(a) Share Capital	2.01	377.50	377.50
(b) Reserves & Surplus	2.02	925.71	880.04
		1,303.21	1,257.54
2 Non-Current Liabilities:			
(a) Long Term Borrowings	2.03	11.07	18.44
(b) Deferred Tax Liability(Net)	2.04	68.81	69.92
		79.88	88.36
3 Current Liabilities:			
(a) Short Term Borrowings	2.05	166.40	279.59
(b) Trade Payables	2.06	143.18	134.24
(c) Other Current Liabilities	2.07	76.26	84.55
(d) Short Term Provisions	2.08	20.36	3.38
		406.20	507.76
Total:		1,789.29	1,847.66
II. ASSETS			
(1) Non-Current Assets:			
(a) Fixed Assets			
(i) Tangible Assets	2.09	169.35	193.74
(b) Long-Term Loans and Advances	2.10	131.58	128.26
(c) Non-Current Investments	2.11	190.00	190.00
		490.93	512.00
(2) Current Assets:			
(a) Inventories	2.12	264.27	243.78
(b) Trade Receivable	2.13	417.90	464.78
(c) Cash and Cash Equivalents	2.14	36.70	33.33
(d) Short Term Loans and Advances	2.15	577.16	590.90
(e) Other Current Assets	2.16	2.33	2.87
		1,298.36	1,335.66
Total:		1,789.29	1,847.66
Significant Accounting Policies and Notes to Accounts	2.24		

Our Report attached,
For **VENUGOPAL & CHENOY**,
Chartered Accountants,

For and on behalf of the Board,

CA P.V.SRI HARI
Partner
Membership No.21961
FRN No: 004671S

BHUPINDER SINGH SAHNEY
Managing Director

BRIJWEEN KAUR SAHNEY
Director

Hyderabad
Date: 30-05-2016

SUJANA VAKADA
Company Secretary

REIL ELECTRICALS INDIA LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2016

in lakhs

	Note No.	Figures for the year ended March 31, 2016	Figures for the year ended March 31, 2015
I. Revenue from Operations	2.17	1,757.85	1,600.12
Less: Excise Duty		202.10	166.61
Net Revenue from Operations		1,555.75	1,433.51
II. Other Income	2.18	0.17	0.24
III. Total Revenue(I + II)		1,555.92	1,433.75
IV. Expenses:			
Cost of Materials Consumed	2.19	911.75	834.31
Changes in Inventories of Finished Goods & Work-in-Progress	2.20	(25.69)	2.68
Employee Benefit Expenses	2.21	328.94	353.08
Finance Cost	2.22	32.48	44.04
Loss on Sale/Adjustment of Assets(Net)		-	1.42
Depreciation & Amortisation Expenses		26.80	28.56
Other Expenses	2.23	199.24	196.92
		1,473.53	1,461.01
V Profit/ (Loss) before Tax(III - IV)		82.40	(27.26)
VI Tax Expense:			
Current Tax		(17.00)	-
Deferred Tax		1.11	1.25
Tax for earlier years		(20.84)	-
		(36.73)	1.25
VII Profit/(Loss) for the year		45.67	(28.51)
VIII Earnings Per Equity Share			
Basic & Diluted		1.21	(0.76)
Significant Accounting Policies and Notes to Accounts	2.24		

Our Report attached,
For **VENUGOPAL & CHENOY**,
Chartered Accountants,

CA P.V.SRI HARI
Partner
Membership No.21961
FRN No: 004671S

Hyderabad
Date: 30-05-2016

For and on behalf of the Board,

BHUPINDER SINGH SAHNEY
Managing Director

BRIJWEEN KAUR SAHNEY
Director

SUJANA VAKADA
Company Secretary

CASH FLOW FOR THE YEAR ENDED MARCH 31,2016

in lakhs

	March 31, 2016		March 31, 2015	
Net Profit/(Loss)	61.56		(27.26)	
Adjusted for				
Depreciation	26.80		28.56	
(Profit) / loss on sale of fixed assets			1.42	
Provision/(reversal) for Royalty	-		-	
Interest Income	-		-	
Interest Expense	32.48		44.04	
Operating profit before working capital change		120.84		46.75
Adjustments for Changes in Working Capital:				
(Increase)/Decrease in Trade Receivable	46.88		(35.91)	
(Increase)/Decrease in Short Term Loans & Advances	13.74		19.65	
(Increase)/Decrease in Long Term Loans & Advances	(3.32)		(15.91)	
Increase/(Decrease) in Trade Payable	8.94		(5.43)	
(Increase)/Decrease in Inventories	(20.49)		44.38	
(Increase)/Decrease in Other Current Assets	0.54		0.09	
Increase/(Decrease) in Other Current Liabilities	(8.29)		3.10	
Increase/(Decrease) in Short Term Provision	16.98		0.21	
		54.98		10.18
Cash generated from operations		175.82		56.93
Interest paid	(32.48)		(44.04)	
Direct taxes paid	(17.00)	(49.48)	-	(44.04)
A. NET CASH FROM OPERATING ACTIVITIES		126.34		12.89
Cash flow from Investing activities				
Purchase of fixed assets	(2.38)		(4.42)	
Proceeds from sale of fixed assets	(0.03)		4.54	
Interest received	-		-	
B. NET CASH USED IN INVESTING ACTIVITIES		(2.41)		0.12
Cash Flow from Financing activities				
Proceeds/(Repayment-Short Term Borrowings	(113.19)		(65.85)	
Proceeds/(Repayment-Long Term Borrowings	(7.37)		(11.93)	
C. NET CASH USED IN FINANCING ACTIVITIES		(120.56)		(77.78)
NET CHANGES IN CASH & CASH EQUIVALENTS (A+B+C)		3.37		(64.77)
CASH & CASH EQUIVALENTS - OPENING BALANCE		33.33		98.10
CASH & CASH EQUIVALENTS - CLOSING BALANCE		36.70		33.33

Our Report attached,
For **VENUGOPAL & CHENOY,**
Chartered Accountants,

CA P.V.SRI HARI
Partner
Membership No.21961
FRN No: 004671S

Hyderabad
Date: 30-05-2016

For and on behalf of the Board,

BHUPINDER SINGH SAHNEY
Managing Director

BRIJWEEN KAUR SAHNEY
Director

SUJANA VAKADA
Company Secretary

NOTE-2.1: SHARE CAPITAL

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Authorised:		
a) 40,00,000 Equity Shares of Rs.10/- each	400.00	400.00
b) 4,00,000 - 15% Redeemable Cumulative Preference Shares of Rs.100/- each	400.00	400.00
Total:	<u>800.00</u>	<u>800.00</u>
Issued, Subscribed & Paid up:		
37,75,000 Equity Shares of Rs.10/- each, fully paid up	<u>377.50</u>	<u>377.50</u>
Total:	<u>377.50</u>	<u>377.50</u>

Additional Notes:

- 1) No new shares were issued during the current year. Hence, there is no change in number of shares outstanding as at the beginning and as at the end of the reporting period.
- 2) The details of shares in the Company held by each shareholder holding more than 5% shares.

Name of the Shareholder	Financial Year 2015-16		Financial Year 2014-15	
	% of Shareholding	No. of Shares in Lakhs	% of Shareholding	No. of Shares in Lakhs
1. B.S.Sahney	29	10.98	29	10.98
2. Brijween Kaur Sahney	17	6.49	17	6.49
3. Bhupinder Investment Co. (P) Ltd.	16	5.99	16	5.99
4. Jasmine Sahney	9	3.41	9	3.41
5. Deepika Sahney	9	3.40	9	3.40
6. Ambita Sahney	9	3.40	9	3.40
7. Anjana Thakkar	9	3.39	9	3.39

NOTE - 2.02 : RESERVES & SURPLUS

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
a) Capital Reserve:		
Per last Balance Sheet	7.15	7.15
b) Share Premium Account:		
Per last Balance Sheet	410.15	410.15
c) General Reserve:		
Per last Balance Sheet	177.50	177.50
d) Surplus in Profit & Loss Account:		
Opening Balance	285.24	349.50
Add/(Less) : Profit/(Loss)for the year	45.67	(28.51)
	330.91	320.99
Less: NIL Asset Adjustment (Notes)	-	(35.75)
Note : In accordance with the Schedule-II of the Companies act 2013 , the Carrying amonut of the NIL assets on the Balance sheet date is recognised in the Opening balance of the Retained earnings.	330.91	285.24
Total:	<u>925.71</u>	<u>880.04</u>

NOTE - 2.03 : LONG TERM BORROWINGS

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Vehicle Loans:		
Axis Bank Ltd.	11.07	18.08
Tata Capital Ltd. (Hypothecation of Vehicles)	-	0.36
Total:	<u>11.07</u>	<u>18.44</u>
Additional Notes:		
Secured	11.07	18.44
Unsecured	-	-

NOTE - 2.04 : DEFERRED TAX LIABILITY

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Related to Fixed Assets	68.81	69.92
Total:	<u>68.81</u>	<u>69.92</u>

NOTE - 2.05 : SHORT TERM BORROWINGS

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
<u>Loans Repayable on Demand</u>		
Occ, Pc & Bill discounting Canara Bank (Sanc. Limit-Rs.300 Lakhs) - Open Cash Credit (Hypothecation of Inventory)	166.40	279.59
	<u>166.40</u>	<u>279.59</u>
Additional Notes:		
Secured	166.40	279.59
Unsecured	-	-

NOTE - 2.06 : TRADE PAYABLES

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Outstanding dues of Micro and Small Enterprises Other than Micro and Small Enterprises	- 143.18	- 134.24
Total:	<u>143.18</u>	<u>134.24</u>
Disclosure relating to Micro and Small Enterprises:		
i) (a) The principal amount remaining unpaid to the supplier as at the end of the year	NIL	NIL
i) (b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year	NIL	NIL
ii) the amount of interest paid in terms of Section 16, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Micro, Small and section 23 of Medium Enterprises Development Act, 2006	NIL	NIL

NOTE - 2.07 - OTHER CURRENT LIABILITIES

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Advances from Customers	7.25	6.20
Vehicle Loans:(Current maturities of long term debts)		
Axis Bank Ltd.	6.59	8.71
Tata Capital Ltd.	-	2.45
Loans from Related parties	0.38	0.50
Other Payables	62.04	66.69
Total:	<u>76.26</u>	<u>84.55</u>

NOTE - 2.08 : SHORT TERM PROVISIONS

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Employee Benefits:		
Provision for Bonus	3.36	3.38
Provision for MAT	17.00	
Total:	<u>20.36</u>	<u>3.38</u>

NOTE - 2.09 : TANGIBLE ASSETS

Assets	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	As at April 1, 2015	Additions during the Year	Sales/ Adjustments during the Year	As at March 31, 2016	As at April 1, 2015	For the Year	Sales/ Adjustments during the Year	Adjustments as per New Company Act 2013	As at March 31, 2016	As at March 31, 2016	As at March 31, 2015
	` Lakhs	` Lakhs	` Lakhs	` Lakhs	` Lakhs	` Lakhs	` Lakhs		` Lakhs	` Lakhs	` Lakhs
Land	21.43	-	-	21.43	-	-	-	-	-	21.43	21.43
Buildings	189.05	-	-	189.05	86.05	5.69	-	-	91.74	97.31	103.00
Plant & Machinery	411.31	-	-	411.31	408.90	0.55	-	-	409.45	1.86	2.41
Electrical Installation	38.88	-	-	38.88	38.88	-	-	-	38.88	-	-
Furniture, Fixtures & Office Equipment	62.44	1.11	-	63.55	53.29	3.35	-	-	56.64	6.91	9.15
Computer	77.92	1.27	-	79.19	77.44	0.30	-	-	77.44	1.45	0.48
Vehicles	160.81	-	-	160.81	103.54	16.91	0.03	-	120.42	40.39	57.27
TOTAL	961.84	2.38	-	964.22	768.10	26.80	0.03	-	794.87	169.35	193.74
2014-15	968.86	4.42	11.44	961.84	709.27	28.56	5.48	35.75	768.10	193.74	

NOTE - 2.10 : LONG TERM LOANS & ADVANCES

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Deposits:		
Deposits with Government Bodies	23.49	20.12
Others	0.31	0.36
Excise Duty Refund Claim	<u>107.78</u>	<u>107.78</u>
Total:	<u><u>131.58</u></u>	<u><u>128.26</u></u>
Secured, Considered good	-	-
Unsecured, Considered good	131.58	128.26
Doubtful	-	-

NOTE - 2.11 : NON-CURRENT INVESTMENTS

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Investment in equity shares (unquoted) 1,33,803 equity shares in Daaj Hotels and Resorts Pvt Ltd @ Rs.100/- per share at a premium of Rs.42/- per share Note: No provision is made for diminution in the value of shares as longterm investments since is the opinion of the management, the diminution is temporary.	190.00	190.00
Total:	<u><u>190.00</u></u>	<u><u>190.00</u></u>

NOTE - 2.12 : INVENTORIES

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Raw Materials, Components & Spares	257.73	234.83
Finished goods	6.54	8.95
Total:	<u><u>264.27</u></u>	<u><u>243.78</u></u>
Inventories are valued at Cost or NRV whichever is lower		

NOTE - 2.13 : TRADE RECEIVABLES

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Outstanding for a period exceeding six months		
Others	417.90	464.78
Total:	<u>417.90</u>	<u>464.78</u>
Notes:		
Particulars of Trade Receivables:		
Secured, Considered good	-	-
Unsecured, Considered good	417.90	464.78
Doubtful	-	-

NOTE - 2.14 : CASH & BANK BALANCES

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Cash & Cash Equivalents:		
<u>Balances with Banks:</u>		
In Current Accounts	27.98	30.31
Unclaimed Dividend	2.42	2.42
Cash on hand	2.69	0.60
Margin Money for Bank Guarantees	3.61	
Total:	<u>36.70</u>	<u>33.33</u>

NOTE - 2.15 - SHORT TERM LOANS & ADVANCES

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Income Tax Refundable	-	20.84
Advances to Suppliers	23.68	15.75
Loans to Related parties	534.83	538.58
Others	18.65	20.73
Total:	<u>577.16</u>	<u>590.90</u>
Secured, Considered good	-	-
Unsecured, Considered good	577.16	590.90
Doubtful	-	-

NOTE - 2.16 : OTHER CURRENT ASSETS

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Prepaid Expenses	2.33	2.87
Total:	<u>2.33</u>	<u>2.87</u>

NOTE - 2.17 : REVENUE FROM OPERATIONS

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Sale of Auto Components	1757.85	1,600.12
Total:	<u>1757.85</u>	<u>1,600.12</u>

NOTE - 2.18 : OTHER INCOME

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Sale of Scrap	0.07	0.05
Exchange differences (net)	-	0.07
Miscellaneous Income	0.10	0.12
Total:	<u>0.17</u>	<u>0.24</u>

NOTE - 2.19 : COST OF MATERIALS CONSUMED

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Raw Materials, Components & Spares Consumed	900.81	820.52
Stores & Tools Consumed	10.94	13.79
Total:	<u>911.75</u>	<u>834.31</u>

NOTE - 2.20 : CHANGES IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
<u>Work-in-Progress:</u>		
Balance as at close of the year	45.46	17.36
Less: Balance as at the beginning of the year	17.36	-
	<u>28.10</u>	<u>17.36</u>
<u>Finished Goods:</u>		
Balance as at close of the year	6.54	8.95
Less: Balance as at the beginning of the year	8.95	28.99
	<u>(2.41)</u>	<u>(20.04)</u>
Total:	<u>25.69</u>	<u>(2.68)</u>

NOTE - 2.21 : EMPLOYEE BENEFIT EXPENSES

in lakhs

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Salaries & Wages	275.12	297.58
<u>Contribution to Provident Fund & Other Funds:</u>		
Provident Fund, EPS & DLI	18.94	21.80
Staff Welfare Expenses	34.88	33.70
Total:	<u>328.94</u>	<u>353.08</u>

NOTE - 2.22 : FINANCE COST

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Interest on Cash Credit	30.86	41.40
Interest on Vehicle Loans	1.62	2.64
Total:	<u>32.48</u>	<u>44.04</u>

NOTE - 2.23 : OTHER EXPENSES

	Figures at the end of March 31, 2016	Figures at the end of March 31, 2015
Insurance	5.26	5.06
Rates & Taxes	5.71	8.22
<u>Payments to Auditors:</u>		
As Auditors	1.70	1.50
As Tax Auditors	0.30	0.30
For Reimbursement Expenses	<u>0.01</u>	<u>0.35</u>
	2.01	2.15
Subscription for Books & Periodicals	0.63	0.85
Selling Expenses - Freight Outwards	26.62	24.87
- Others	15.59	12.65
Research & Development Expenses	1.76	1.93
<u>Sundries:</u>		
Security Charges	6.67	7.67
Travelling Expenses	51.26	47.53
Advertisement & Publicity	1.03	3.04
Postage, Telephone & Telex	7.04	5.97
Printing & Stationery	2.53	2.83
Bank Charges & Commission	2.18	3.80
Legal & Professional Fees	15.34	11.92
Transport & Conveyance	15.73	13.88
Power & Fuel	15.26	15.95
<u>Repairs:</u>		
Buildings	0.37	0.58
Machinery	1.26	2.21
Others	<u>13.21</u>	<u>14.77</u>
	14.84	17.56
Miscellaneous Expenses	9.78	11.04
Total:	<u>199.24</u>	<u>196.92</u>

SCHEDULE 2.24—ACCOUNTING POLICIES & NOTES TO ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2016.**CORPORATE INFORMATION:**

REIL Electricals India Limited (the Company) was incorporated on 11th day of April, 1973 as a Public Limited Company under the provisions of The Companies Act, 1956 (The Act)

The Company is engaged in the business of manufacturing and selling of all types of auto electrical items.

A) SIGNIFICANT ACCOUNTING POLICIES:**1. USE OF ACCOUNTING ESTIMATES**

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles in India (Indian GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual result could differ from these estimates. Any revision to such accounting estimates is recognized prospectively in future periods.

2. INVENTORIES

Raw materials and Packing materials are valued at cost, calculated on "First-in-First out" basis, and net realizable value.

Finished goods and Work-in-Progress are valued at lower of cost and net realizable value. Cost includes materials, labour and a proportion of appropriate overheads. Cost of finished goods includes excise duty.

Net realizable value is the estimated selling price in the ordinary course of business, reduced by the estimated costs of completion and costs to affect the sale.

3. FIXED ASSETS AND DEPRECIATION

Fixed Assets are carried at the cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

Depreciation on fixed assets has been provided using Depreciation rate year wise based on the Useful life/Balance life of the asset as specified in Schedule II of the Companies Act, 2013. Where, during Financial Year, any addition has been made to any asset (or) where any asset has been sold, discarded, demolished or destroyed, Depreciation on such assets is calculated on Pro-Rata basis, from the Date of such addition, up to the date on which such asset is sold, discarded or destroyed.

4. SIGNIFICANT EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

The treatment of contingencies and significant events occurring after balance sheet date are in accordance with AS-4 'Contingencies and Events Occurring after the Balance Sheet Date' as notified in Section 211(3C) of the Companies Act, 2013.

5. REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sales is recognized on delivery of products to customers from the factory of the company. Revenue from export sales is recognized when the significant risks and rewards of ownership of products are transferred to the customers, which is based upon the terms of the applicable contract. Gross Sales are exclusive of returns, applicable trade discounts and allowances and inclusive of Excise Duty and Sales Tax.

6. SALES

Sales are inclusive of excise duty, and export incentives.

7. WARRANTY CLAIMS

Liability for warranty claims is charged to revenue in the year in which it is settled by the company.

8. TREATMENT OF EXCISE DUTY

Excise Duty recovered is included in 'Sales'. Excise Duty on despatches is shown as item of expense. It is included as an element of cost in the valuation of duty paid stocks.

The CENVAT Credit available on Raw Material, Components, Stores and Spares and Fixed Assets are correspondingly reduced from these accounts and unutilised part of credit available is reflected as Balance with Excise department under Current Assets

9. FOREIGN CURRENCY TRANSACTIONS AND BALANCES

Foreign currency transactions of revenue nature are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on such foreign currency transactions settled during the year are recognized in the profit and loss account.

Monetary assets and liabilities denominated in foreign currencies as at the date of balance sheet are translated at year-end rates. The resultant exchange differences are recognized in the profit and loss account. Non-monetary assets are recorded at the rates prevailing on the date of the transaction.

10. INVESTMENTS

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

11. PROVISIONS AND CONTINGENT LIABILITIES

Provisions are recognized when the company has a legal and constructive obligation as a result of a past event, for which it is probable that a cash flow will be required and a reliable estimate can be made of the amount of the obligation. However, where such obligations are not likely to entail outflows in future periods and are contingent on the future outcome of events, they are disclosed as a matter of information as “Contingent Liabilities”.

12. TAXATION

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are reviewed at each balance sheet date and are written-down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised

13. EMPLOYEE BENEFITS**A) PROVIDENT FUND AND FAMILY PENSION FUND**

The Contributions to Provident Fund and Employee State Insurance Schemes, which are defined contribution schemes, to the relevant funds administered and managed by the Central Government of India, are charged off to the Profit and Loss Account as and when respective funds are due. The Company has no further obligations under these plans beyond its monthly contributions.

B) BONUS

Short term employee benefits including bonus, as at the balance sheet date, are recognized as an expense based on the expected obligation on an undiscounted basis.

C) GRATUITY

The Company has an obligation towards Gratuity, a defined benefit retirement plan covering eligible employees. The plan provides a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of 5 years of service. Contributions to Gratuity Fund are made to Life Insurance Corporation of India.

B) NOTES TO ACCOUNTS :

14. CONTINGENT LIABILITIES IN RESPECT OF :

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
Central Excise demands in Appeal	108.00	108.00

15. INCOME TAX :

No provision is made towards Income Tax in view of Loss suffered during the year.

16. DEFERRED TAX:

Components of deferred tax include:

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
Difference between IT & book depreciation	68.81	69.92

17. SEGMENT REPORTING :

The Company recognises primary segment as the geographical location of its customers within and outside India.

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
Sales within India	1757.85	1594.79
Sales outside India	--	5..33
Total	1757.85	1600.12

18. The Company has taken a policy with Life Insurance Group Gratuity Scheme for payment of gratuity to its employees on superannuation. The particulars as per AS-15 are given as under.

Particulars of Accounting Standard(AS)-15:	FY 2015-16 in Lakhs	FY 2014-15 in Lakhs
A. Changes in the present value of the obligation:		
Present value of obligation at the beginning of the year	52.22	50.07
Current Service Cost	2.15	2.15
Actuarial Gain/Loss on obligation	Nil	Nil
Present value of obligation at the end of the period	54.37	52.22

B. Amounts recognised in the Statement of P&L for the period:		
Expenses recognised in Statement of Profit and Loss	Nil	Nil

19. RELATED PARTIES DISCLOSURES :

List of Key Managerial personnel:

- (1) B.S.Sahney, Managing Director, managerial remuneration shown below:
Relatives of Key management personnel:
- (a) Brijween Kaur Sahney, Director
(b) Jasmine Pillai, Director
- Enterprises over which key management personnel or relatives exercise significant influence:
- (a) Bhupinder Investment Co.Pvt.Ltd., - short term loan balance ` 364.83 lakhs.
(b) Daaj Hotels and Resorts Pvt.Ltd., - short term loan balance ` .170 lakhs

The Company had transactions with the following related parties.

Particulars	March 31, 2016 in Lakhs	March 31, 2015 in Lakhs
a) Mr B S Sahney, Chairman Managing Director-Remuneration	48.07	48.39

20. MANAGERIAL REMUNERATION:

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
a) Salary & Other benefits	42.00	42.00
b) Contributions to PF & other funds	5.04	5.04
c) Reimbursements	1.03	1.35
d) Commission	Nil	Nil
Total	48.07	48.39

21. AUDITOR'S REMUNERATION AND EXPENSES :

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
a) Audit Fees	1.70	1.50
b) Tax Audit Fees	0.30	0.30
c) Reimbursement of expenses	0.01	0.35

22 CAPACITY AND PRODUCTION (AS CERTIFIED BY THE MANAGEMENT)

Particulars	Unit	31.03.2016	31.03.2015
Licenced Capacity- Cranking Motors Alternators	No's	20000	20000
	No's	228000	228000
Installed Capacity - Cranking Motors Alternators	No's	20000	20000
	No's	90000	90000
Actual Production - Cranking Motors Alternators	No's	8549	7036
	No's	617	450

23. DETAILS OF GROSS TURNOVER (EXCLUDING DEPB INCOME & EXCISE DUTIES)

Particulars	March 31, 2016 ` in Lakhs	March 31, 2015 ` in Lakhs
Cranking Motors	1110.14	1048.22
Alternators	22.12	20.02
Spares	447.51	365.27

24. INFORMATION IN REGARD TO PURCHASE, SALES AND STOCKS IN RESPECT OF FINISHED GOODS AND TRADING STOCKS

Particulars	Unit	March 31, 2016		March 31, 2015	
Opening Stock - Starters	No's	24		18	
Alternators	No's	3	27	2	20
Sales – Starters	No's	8538		7030	
Alternators	No's	636	9174	449	7479
Samples & Warranties- Starters	No's	Nil	Nil	Nil	Nil
Alternators	No's	Nil	Nil	Nil	Nil
Closing Stock – Starters	No's	14		24	
Alternators	No's	5	19	3	27

Opening & Closing Stock represents, stock sent on free float basis (13 Nos Starters & 2 Nos Alternators).

25 RAW MATERIAL & COMPONENTS CONSUMED

Particulars	Unit	March 31, 2016		March 31, 2015	
		Quantity	Value (` In Lakhs)	Quantity	Value (` In Lakhs)
Drive Assy	No's	9805	91.22	8114	61.89
Solenoid Assy	No's	11278	131.56	8148	99.60
Brush	No's	47529	25.51	42683	25.48
Lever Housing Assy	No's	17587	54.66	8820	27.42
Commutator	No's	10189	68.94	8771	67.69
Shaft Armature	No's	11003	40.66	10340	32.49
Copper Wire & Strip	No's	13364.69	64.03	13248.13	67.68
Field Coil	No's	48732	72.91	41075	71.76
Diode	No's	3918	1.04	2732	0.73
Others	-		335.53		382.25

26. CIF VALUE OF IMPORTS

	March 31, 2016 ` Lakhs	March 31, 2015 ` Lakhs
Raw Materials, Components and Parts	87.71	241.02

27. VALUE OF IMPORTED AND INDIGENOUS RAW MATERIALS AND COMPONENTS USED IN PRODUCTION

	March 31, 2016		March 31, 2015	
	` Lakhs	%	` Lakhs	%
Imported	110.62	12.48	281.49	33.63
Indigenous	775.44	87.52	555.50	66.37

28. EXPENDITURE IN FOREIGN CURRENCY:

	March 31, 2016 ` Lakhs	March 31, 2015 ` Lakhs
Payment for Imports	115.25	215.38
Travelling	9.78	5.94

29. EARNINGS IN FOREIGN CURRENCY:

	March 31, 2016 ` Lakhs	March 31, 2015 ` Lakhs
F O B Value of Exports	Nil	5.32

30. The Company has sent confirmation Letters to all parties, but a few parties have to still confirm the balances.

31. Previous year's figures regrouped wherever necessary.

Our Report attached
for **Venugopal & Chenoy**
Chartered Accountants

P V Sri Hari
Partner

Date : 30-05-2016
Hyderabad

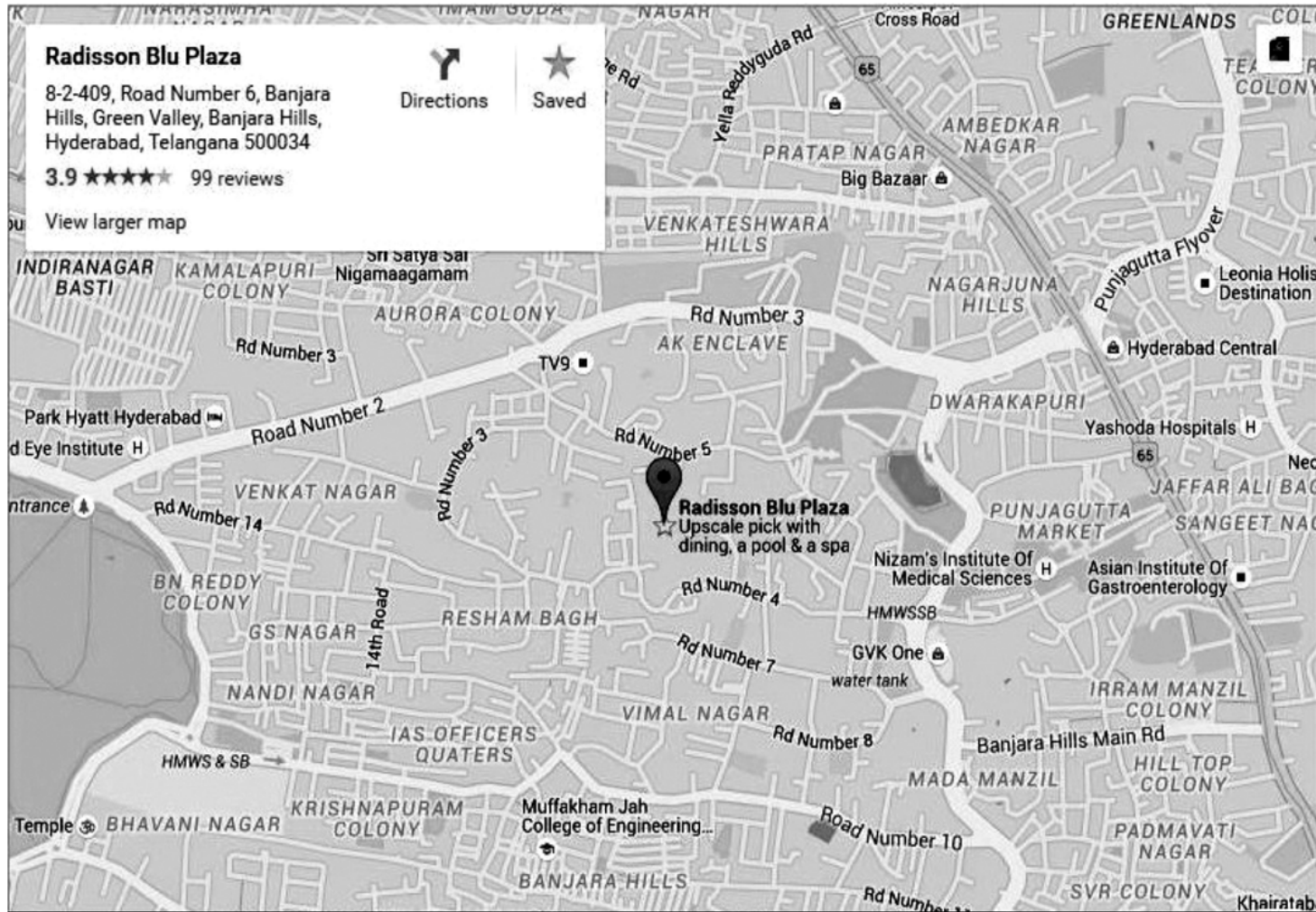
Sujana Vakada
Company Secretary

For and on behalf of the Board

Bhupinder Singh Sahney
Managing Director

Brijween Kaur Sahney
Director

Route Map to the Venue



REIL ELECTRICALS INDIA LIMITED

(Earlier known as Remy Electricals India Limited, Sahney Paris Rhone Ltd)
Regd. Office: 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034, Phone: 040-2335 4833, Email:
reilcorp@reilindia.com,
website: www.reilindia.com, CIN: L31909TG1973PLC015448

Form MGT - 11 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): _____

Registered Address: _____

E-mail Id: _____

Folio No./Client ID No. _____ DP ID No. _____

I/We, bring the members of _____ Shares of Reil Electricals India Limited, hereby appoint

1. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him/her

2. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him/her

3. Name: _____ E-mail Id: _____

Address: _____

Signature: _____ or failing him/her

As my proxy/our proxy to attend and vote (on a poll) for me/us on and my/our behalf at the 42nd Annual General Meeting of the Company to be held on Friday, 30th September, 2016 at 11.00 A.M. at Radisson Blu Plaza Hotel, 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Business to be transacted	Resolution	
		For	Against
	Ordinary Business		
1.	Adoption of Financial Statements for year ended 31st March, 2016		
2.	To appoint Mrs.Jasmine Sahney Pillai as Director		
3.	To appoint Auditors and to fix their remuneration		
	Special Business		
4.	Re-appointment of Mr. Bhupinder Singh Sahney as Managing Director		

Signed this _____ day of _____ 2016

Signature of Shareholder _____ Signature of Proxy

holder(s) _____

Affix
Revenue
Stamp

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034, not less than 48 hours before the commencement of the Meeting.

2. Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.

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REIL ELECTRICALS INDIA LIMITED

(Earlier known as Remy Electricals India Limited, Sahney Paris Rhone Ltd)
Regd. Office: 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034, Phone: 040-2335 4833,
Email: reilcorp@reilindia.com, website: www.reilindia.com,
CIN: L31909TG1973PLC015448

ATTENDANCE SLIP

(To be presented at the entrance)

42nd Annual General Meeting on Friday, the 30th September, 2016 at 11.00 A.M.

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member: _____ Signature: _____

Name of the Proxy holder: _____ Signature: _____

1. Only Member/Proxy holder can attend the Meeting
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

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REIL ELECTRICALS INDIA LIMITED

(Earlier known as Remy Electricals India Limited, Sahney Paris Rhone Ltd)
Regd. Office: 8-2-409, Road No.6, Banjara Hills, Hyderabad-500034, Phone: 040-2335 4833,
Email: reilcorp@reilindia.com, website: www.reilindia.com,
CIN: L31909TG1973PLC015448

BALLOT FORM (in lieu of remote e-voting)

I/We hereby exercise my/our vote(s) in respect of the following resolutions stated in the Notice of the 42nd Annual General Meeting of the Company to be held on Friday, September 30, 2016 by conveying my/our assent (FOR) or dissent (AGAINST) to the said resolutions by placing tick (v) mark in the appropriate box below.

Sl.No.	Business to be transacted	No of Shares	Resolution	
			For	Against
	Ordinary Business			
1.	Adoption of Financial Statements for year ended 31st March, 2016			
2.	To appoint Mrs.Jasmine Sahney Pillai as Director			
3.	To appoint Auditors and to fix their remuneration			
	Special Business			
4.	Re-appointment of Mr. Bhupinder Singh Sahney as Managing Director			

Place:

(Signature of the Shareholder)
or Authorised Representative

Date:

Intentionally left blank

REiL **Electricals India Limited**

8-2-409, Road No.6, Banjara Hills, Hyderabad- 500034