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वार्षिक रिपोर्ट
ANNUAL REPORT
2014-2015



रेल विकास निगम लिमिटेड
Rail Vikas Nigam Limited
(A Government of India Enterprise)



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Performance During Last Five Years

Particulars	2010-11	2011-12	2012-13	2013-14	2014-15
Turnover	1444.65	1597.92	2116.85	2492.37	3141.97
Total Income	84.51	177.19	255.92	287.24	347.21
Paid up Capital	2085.02	2085.02	2085.02	2085.02	2085.02
Reserves and Surplus	151.50	222.79	329.32	451.05	593.84
Net Worth	2236.52	2307.81	2414.34	2536.07	2678.86
Net Fixed Assets	3.84	4.83	7.75	8.99	8.87
Profit before Tax	75.45	119.33	167.46	195.17	236.35
Provision for Tax	14.36	20.94	31.91	37.75	50.63
Profit after Tax	61.09	98.39	135.55	157.42	185.72
Dividend	12.5	20.00	27.00	31.50	37.20
Earning Per Share(EPS)	0.29	0.47	0.65	0.76	0.89

MISSION

To create state of the art Rail transport infrastructure to meet the growing demand.

VISION

To emerge as the most efficient provider of Rail infrastructure, with a sound financial base and global construction practices, for timely completion of projects.

निदेशक मंडल / Board of Directors



श्री एस.सी. अग्निहोत्री
अध्यक्ष एवं प्रबंध निदेशक
Mr. S.C. Agnihotri
Chairman & Managing Director



श्रीमती गीता मिश्रा
निदेशक (कार्मिक)
Smt. Gita Mishra
Director (Personnel)



श्री मुकुल जैन
निदेशक (परिचालन)
Mr. Mukul Jain
Director (Operations)



श्री विजय आनंद
निदेशक (परियोजना)
Mr. Vijay Anand
Director (Projects)



श्री अशोक कृ. गंजू
निदेशक (वित्त)
Mr. Ashok K. Ganju
Director (Finance)



श्री वी.पी. दुडेजा
कार्यपालक निदेशक (निर्माण),
रेलवे बोर्ड, (अंशकालिक सरकारी) निदेशक
Mr. V.P. Dudeja
ED (Works),
Railway Board, (Part-time Official) Director



श्री के.के. अग्रवाल
कार्यपालक निदेशक (नि.एवं परि.),
रेलवे बोर्ड, (अंशकालिक सरकारी) निदेशक
Mr. K.K. Aggarwal
ED (W&P),
Railway Board, (Part-time Official) Director



श्री आर.एस. शर्मा
(अंशकालिक गैर सरकारी) निदेशक
Mr. R.S. Sharma
(Part-time non-Official) Director



Rail Vikas Nigam Limited

Mezzanine Floor, Thirumalai Railway Station,
MTP Office, Mylapore, Chennai

Rail Vikas Nigam Limited

24, Desh Pran Shah Mal Road, Kolkata (3 Units)

Rail Vikas Nigam Limited

174/2, Shakti Nagar, Opp. Alkapuri Main Gate,
Habibganj, Bopal (2 Units)

Rail Vikas Nigam Limited

Near IRICEN Railway Colony, South Main Road,
Koregaon Park, Pune-411001

Rail Vikas Nigam Limited

7th Floor, New Administration Building,
Central Railway, D.N. Road, CST, Mumbai

Rail Vikas Nigam Limited

6.9 Acre Complex, B-Block, Rail Vihar,
Chandrashekharpur, Bhubaneswar (2 Units)

Rail Vikas Nigam Limited

1st Floor, Paryatan Bhawan, C-13 Vipin Khand,
Gomti Nagar, Lucknow

Rail Vikas Nigam Limited

A-21, Anisabad Police Colony, P.S. Gardani Bagh, Patna

Rail Vikas Nigam Limited

D-38/A, Railway Bungalow, Residency Road, Jodhpur

Rail Vikas Nigam Limited

No. 15, 1st Floor, Vectra House, 1st Main Road,
6th Cross Gandhi Nagar, Bangalore

Rail Vikas Nigam Limited

Rishilok Block-4, Gadhwal Mandal Vikas,
Muni Ke Reti, Rishikesh

Rail Vikas Nigam Limited

Amsri Faust, 5th Floor, Door No. 9-1-164/A,
165 & 166, Sarojini Devi Road Secunrabad

Rail Vikas Nigam Limited

5&6, 2nd Floor, Ashoka Millennium,
New Rajendar Nagar, Raipur, Chattisgarh (2 Units)

Rail Vikas Nigam Limited

Building No. T-34, MSM Colony, Gnanapuram,
Vishakhapatnam, Andhra Pradesh

Rail Vikas Nigam Limited

45-A, Y-Block, Kidwai Nagar, Kanpur, Uttar Pradesh

Rail Vikas Nigam Limited

R.E./V/2, Railway Officer Colony, Kota, Rajasthan

Rail Vikas Nigam Limited

Room No. 22, ToT Building, Diesel
Locomotive Works, Varanasi

Rail Vikas Nigam Limited

Room No. 61, 2nd Floor, 4D Square Mall, Opp. Vishva
KarmaEngineering College, Visat-Gandhinagar Highway,
Chandkheda, Ahmedabad, Gujarat

Rail Vikas Nigam Limited

1st Floor, August Kranti Bhawan, Bhikaji Cama Place,
R.K. Puram, New Delhi (1 Unit)

Company Secretary

Mrs. Kalpana Dubey

Statutory Auditors

Kumar Chopra & Associates
B-12 (G.F.), Kalindi Colony
Near Maharani Bagh,
New Delhi-110065

Internal Auditor

K.K. Goel & Associates,
204, A J Chamber Naiwala,
4th Street, Karol Bagh,
New Delhi-110005

Registered & Corporate Office

1st Floor, August Kranti Bhawan
Bhikaji Cama Place,
R.K. Puram, New Delhi-110066

Bankers

State Bank of India
Axis Bank

Union Bank of India
Punjab national Bank

Corporation Bank
ICICI Bank

Website : www.rvnl.org



Chairman's Address

Distinguished Shareholders,

On behalf of the Board of Directors of Rail Vikas Nigam Limited, I extend a very warm welcome to all of you on the occasion of the 12th Annual General Meeting of the Company. The audited accounts of the Company for the financial year 2014-15, along with the Directors' Report and reports of Auditors and comments of Comptroller and Auditor General of India have already been circulated and with your permission, I take them as read.

I would like to extend a very warm welcome to Shri A K Mital, Chairman, Railway Board, Shri V. K. Gupta, Member Engineering - the Administrative Secretary of the Ministry for the Company, Smt. R Ravi Kumar, Financial Commissioner (Railways), Sh Naveen Tandon, Member Electrical, Shri Pradeep Kumar, Member Staff, Shri Hemant Kumar, Member Mechanical, and Shri Kundan Sinha, Member Traffic, and all RVNL's shareholders and invitees. At the outset, I, on behalf of the Company, would like to express our thanks to all of you for all the support and encouragement extended to the Company to ensure that the Company is able to fulfill its primary objective of ramping up rail infrastructure of the country.

In 2014-15, RVNL has continued on the path of its upward trajectory, and I am happy to report to the Shareholders that the Company has exceeded all previous physical and financial achievements. As in the previous years, the Company continued to contribute to one third of the total doubling and railway electrification works achieved by Indian Railways and at the same time improved its financial performance. In addition to the traditional doubling/3rd line/4th line, gauge conversion, new line and Railway Electrification projects, RVNL has diversified its portfolio to include Metro Rail projects in Kolkata and Hyderabad, hill railway projects in the Himalayas, railway workshops, High Speed Rail projects etc.

➤ Physical Performance

Cumulatively, upto the end of 2014-15 RVNL has completed a project length of 5580 km. This includes a total of 1645 km of Doubling, 1590 km of Gauge Conversion, 194 km of New Lines and 2151 km of Railway Electrification and 3 Workshop projects.

During 2014-15, 476 km (259 km of Doubling and 217 km of Railway Electrification) of project length was physically completed, compared to 466 km of project in the previous year. In addition, 155 km of Railway Electrification was completed as a part of doubling and 3rd line works.

In 2014-15, the entire project of Bhagat Ki Kothi - Luni Doubling and 141.9 km of RE Project of Yelahanka-Dharmavaram-Gooty was completed. Other important doubling projects/sections completed during the year included 56.9 km of Hospet-Tinaighat doubling, 29 km of Jaroli

(Banspani)-Jakhapura doubling, 69.5 km of Villupuram-Dindigul section, 17.0 km of Tiruvallur-Arakkonam 4th line, 18.0 km Daund-Gulbarga doubling. Progress on major RE projects include 38 km of Pune-Wadi-Guntakal and 37 km Amala-Chhindwara-Kalumna.

I would like to confirm to the Shareholders that RVNL carries out all the works related to linking of the project lines with the existing network. During the year, RVNL completed 217 km of pure railway electrification works and 155 km with Doubling of sections. The Company has also achieved commendable success in commissioning signalling works associated with doubling, third line, auto signaling, yard remodeling and gauge conversion projects.



The majority of projects presently under execution by RVNL are progressing satisfactorily. However, a number of high value projects are either at the planning stage or held up on account of land acquisition, law and order (projects in LWE areas), permissions for shifting of utilities in Metro rail projects etc. Thus, the balance order book of executable projects as at the end of 2015-16 would be approximately ₹14,237 crore. With the current pace of expenditure, which is anticipated to increase, the current shelf of works in progress will be depleted in the next three years. With the current thrust of the Ministry on augmenting capacity to enhance its revenue earning potential RVNL looks forward to the assignment of new projects to ensure the continued growth of the Company.

➤ **Financial Performance**

In 2014-15, the Company surpassed its previous achievements with a turnover of ₹3142 crore as compared to ₹2,493 crore in 2013-14, i.e. an increase of 26%. While there has been an increase in Profit Before Tax (PBT) from ₹195.21 crore in 2013-14 to ₹236.35 crore in 2014-15, the Profit after Tax (PAT) of the Company has increased from ₹157.45 crore in the previous year to ₹185.71 crore in the current year i.e. an increase of 18%. There was a decline in the income from dividend from SPVs, due to Kutch Railway Company retaining its profit for the Samakhjali-Gandhidham doubling project which is being financed from their own resources.

In view of the improved financial performance, the Directors of your Company have recommended payment of the highest ever dividend of ₹ 37.20 crore to the Ministry of Railways. Till date RVNL has paid a total of ₹151.50 crore as Dividend. With the payment of this dividend the effective management fee/(D&G charges) payable to RVNL stands reduced by 1.3%.

In compliance with the requirement of the Companies Act, 2013, RVNL has for the first time prepared and presented the Consolidated Financial Statements for the year 2014-15. The accounts have been consolidated based on the performance and activities of the SPVs and HSRC, and the share of equity of RVNL in those entities.

I am happy to report that the C&AG has issued the Audit Certificate for both the Stand Alone accounts and Consolidated Financial Statements of RVNL without any qualifications.

➤ **ADB Projects**

ADB has agreed to provide a multi-tranche financing facility of US \$ 500 million for funding of 5 projects. While the Loan Agreement for the first Tranche for an amount of US \$ 150 was signed in July 2012, the Loan Agreement for the 2nd Tranche of US \$ 130 million was signed in February 2014. Execution of the projects is in progress and during 2014-15 an amount of ₹435 crore equivalent to US\$ 72 million has been disbursed by the ADB.

➤ **Special Purpose Vehicles**

In its efforts to mobilise extra budgetary resources from the market for port connectivity and hinterland rail projects, RVNL has created five joint venture Special Purpose Vehicles (SPVs) for implementation of projects worth ₹5087 crore. The total equity participation of the Ministry/RVNL in these projects is to the tune of ₹620 crore, which is approximately only 12% of the total project cost. The balance cost is being met by equity participation of other stakeholders and debt raised from financial institutions.

Kutch Railway Company Ltd., Krishnapatnam Railway Company Ltd. and Bharuch Dahej Railway Company Ltd have commenced operations and are now contributing substantially to the revenues of the railways. However, certain issues affecting the financial position and operations of the SPVs have been referred to the Ministry of Railways for resolution.

Execution of works on the section between Venkatachallam and Obulavaripalle of Krishnapatnam Rail Company, involving construction of a tunnel is in progress while traffic continues to grow on the already doubled section between Venkatachallam to Krishnapatnam. The work of doubling of 270 km of the Kutch Railway line between Samakhjali and Palanpur, which is being funded completely by the SPV at an estimated cost of Rs. 1400 crore, has been taken up by RVNL on behalf of the SPV and work has commenced. The problems in land acquisition in Haridaspur-Paradip and Angul-Sukinda New Line projects have been resolved and physical works are now in progress.

I am happy to inform the Shareholders that recently RVNL has taken the initiative of participating in the formation of two new SPVs. RVNL and Dighi Port Limited have partnered to form Dighi Roha Rail Limited (DRRL) SPV, to link the port of Dighi on the Konkan Coast to the rail head at Roha in Maharashtra.

RVNL is also participating in the newly formed Indian Port Rail Corporation Limited, an SPV under Ministry of Shipping along with 12 Major Ports who are also stakeholders. The main objectives of the SPV, are to undertake maintenance, upgradation and modernisation of the Port Railways and also to provide capacity augmentation wherever required.

➤ **High Speed Rail Corporation**

In July 2012, your Company, with the approval of President, incorporated a fully owned subsidiary, High Speed Rail Corporation of India Ltd. (HSRC) for development and implementation of High Speed Rail Projects in the country.

In the Railway Budget speech for 2014-15, Hon'ble Minister for Railways announced an ambitious plan to have a Diamond Quadrilateral Network of High Speed Rail corridors connecting major Metros and growth centres of the country. A provision of ₹100 crore was also made in the Budget to enable RVNL/HSRC to take further steps in this regard. Your Company is thankful to the Ministry of Railways for designating RVNL/HSRC as the implementing agency for HSR projects.

HSRC has been assigned the task of carrying out a number of pre-feasibility/feasibility studies for High Speed Corridors. A pre-feasibility study for a Delhi-Chandigarh-Amritsar High Speed Corridor, awarded to M/s SYSTRA S.A of France in a consortium with M/s RITES is in progress. HSRC has also been awarded the consultancy contracts for feasibility studies of Mumbai-Chennai, Mumbai-Delhi and Delhi-Kolkata HSR Corridors.

I am also happy to report that as a follow up of the MoU signed between the Government of India and the Government of the People's Republic of China on enhancing technical cooperation in railway sector, RVNL/HSRC was named as the counterpart agency by Ministry of Railways for implementing two projects being undertaken with the cooperation of National Railway Administration of China. These include (i) speed raising up to 160 kmph on Chennai-Bangalore-Mysore Section, and (ii) a Project Feasibility Study Report for a high speed rail corridor between Delhi and Chennai for which RVNL/HSRC have signed the Terms of Agreement and Work Plan with China Railway Eryuan Engineering Group Company Limited (CREEG) and China Railway Siyuan Survey and Design Group (CRSSDG), respectively. The studies on both these projects are in progress.

HSRC has also been associated as a Project Integrator to facilitate implementation of projects related to upgrading the speed potential on certain existing tracks upto 160 kmph. Ministry of Railways had assigned 3 lines to HSRC including New Delhi-Agra, New Delhi-Kanpur and New Delhi-Chandigarh. Work has been completed on the New Delhi-Agra section and is awaiting clearance of Commissioner of Railway Safety (CRS) for train operations at higher speeds. The projects for the balance two sections are under sanction.

➤ **Human Resource Development**

RVNL follows the principle of maintaining a lean and thin organization structure, and all the achievements reported were realized with an on-roll staff strength of only 415 regular personnel, out of which 126 are absorbed employees and balance are deputationists from Railways. It is with some pride, that I can affirm to this gathering, that your Company has one of the finest pools of technical manpower for the development of rail infrastructure in the country.

Recognizing employees as an important asset and to ensure a high level of motivation for the team, RVNL has framed attractive and employee friendly policies.

➤ **Systems Improvement**

RVNL continuously reviews its systems and procedures to ensure more effective contract management and the appointment of competent agencies to facilitate project execution.

The task of implementation of an Integrated IT solution for the Company, which will cover all aspects of project management, finance, HR and allied functions is in progress, and will further improve productivity and transparency.



➤ **Corporate Social Responsibility**

RVNL is conscious of its Corporate Social Responsibility and does its utmost to ensure that the benefits reach the most marginalized sections of society in the vicinity of our project areas. The major CSR projects are in the fields of health and education and that includes construction of an operation theater complex and a 50 bedded post-operative care unit in the 113 year old hospital run by Ram Krishna Mission in Kankhal, Haridwar, providing education support to 100 differently-abled children, providing free medical support, coaching to children and installation of solar home lights in the backward areas near Sunderbans. The Company has also recently taken up projects under the "Namami Gange" and "Swachh Bharat Abhiyan", which are two main mission areas of the Government of India.

Your Company's CSR initiatives have been well appreciated by the target population and lauded by the Tata Institute of Social Science, the CSR hub in its social audit. RVNL was also the recipient of the prestigious Department of Public Enterprises and Indian Chamber of Commerce PSE Excellence Award for CSR in December 2014.

➤ **MoU Performance**

➤ It is with great satisfaction that I can inform the Shareholders that based on the overall performance, your Company has been rated as 'Excellent' by Department of Public Enterprises for the financial year 2013-14. It is expected that your Company will also achieve an 'Excellent' rating for the financial year 2014-15, for the fifth consecutive year.

➤ **Corporate Governance**

RVNL maintains a robust system of checks and balances to ensure that the authority of decision making is exercised with due care and responsibility to meet the aspirations of Shareholders and society. Your Company complies meticulously with all legal requirements and Government guidelines regarding Corporate Governance. A Report on Corporate Governance and Management Discussion and Analysis forms part of the Annual Report.

RVNL received the prestigious PSE Excellence Award conferred by Department of Public Enterprises and Indian Chamber of Commerce for Corporate Governance in December 2014.

In the end, I would like to mention that the successful execution and completion of projects by RVNL, for and on behalf of the Ministry of Railways, would not be possible without the close coordination and cooperation of the Zonal Railways to ensure availability of blocks, manpower and movement of materials. Your Company also acknowledges the complete support from the Chairman and Members of the Railway Board and other officers, in ensuring the continued growth of the Company.

I express my sincere thanks to our esteemed Shareholders, Ministry of Railways, Ministry of Finance, Department of Public Enterprises, Ministry of Heavy Industries, the State Governments, Zonal Railways, ADB, IRFC, Financial Institutions, C&AG's office, SPV partners, our bankers and stakeholders in various railway projects and national and international contractors for their unstinted cooperation to RVNL. I would also like to place on record my deep appreciation for the devotion and dedication of all my fellow RVNL employees who have been pillars of strength of the Company and have delivered their best despite various difficulties and obstacles.

I am confident that the Company will continue to get the required support and cooperation to achieve the overall objectives of the Company.

New Delhi

Date: 22nd September, 2015

Sd/-

Satish Agnihotri

Chairman & Managing Director



Inauguration of Expansion Project of DLW, Varanasi by Prime Minister Narendra Modi



Pitching of Banks in Pond Areas



HSRC participated in vibrant Gujarat summit in 2015 in Gandhinagar



CRS track inspection



RCC Arch Top Box for the doubling line



CRS Inspection



Signing of MOU between RVNL and Dighi Port Ltd. for Roha-Dighi Port Rail connectivity in Mumbai



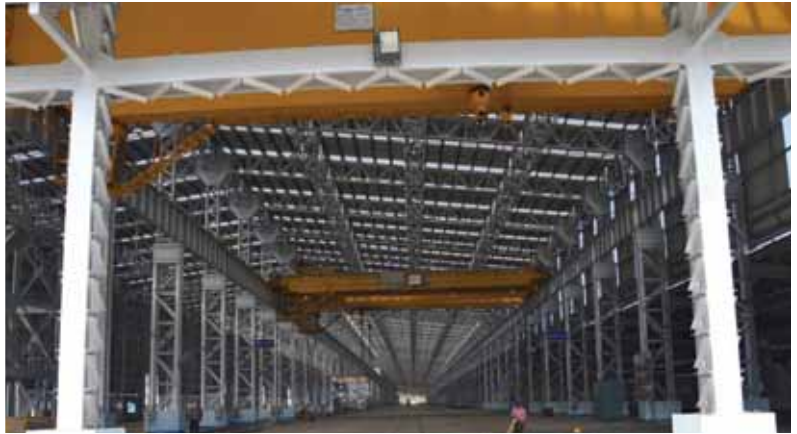
Pennar Bridge



PSC Girder on Luna Bridge



Railway Electrification PIU Bhopal



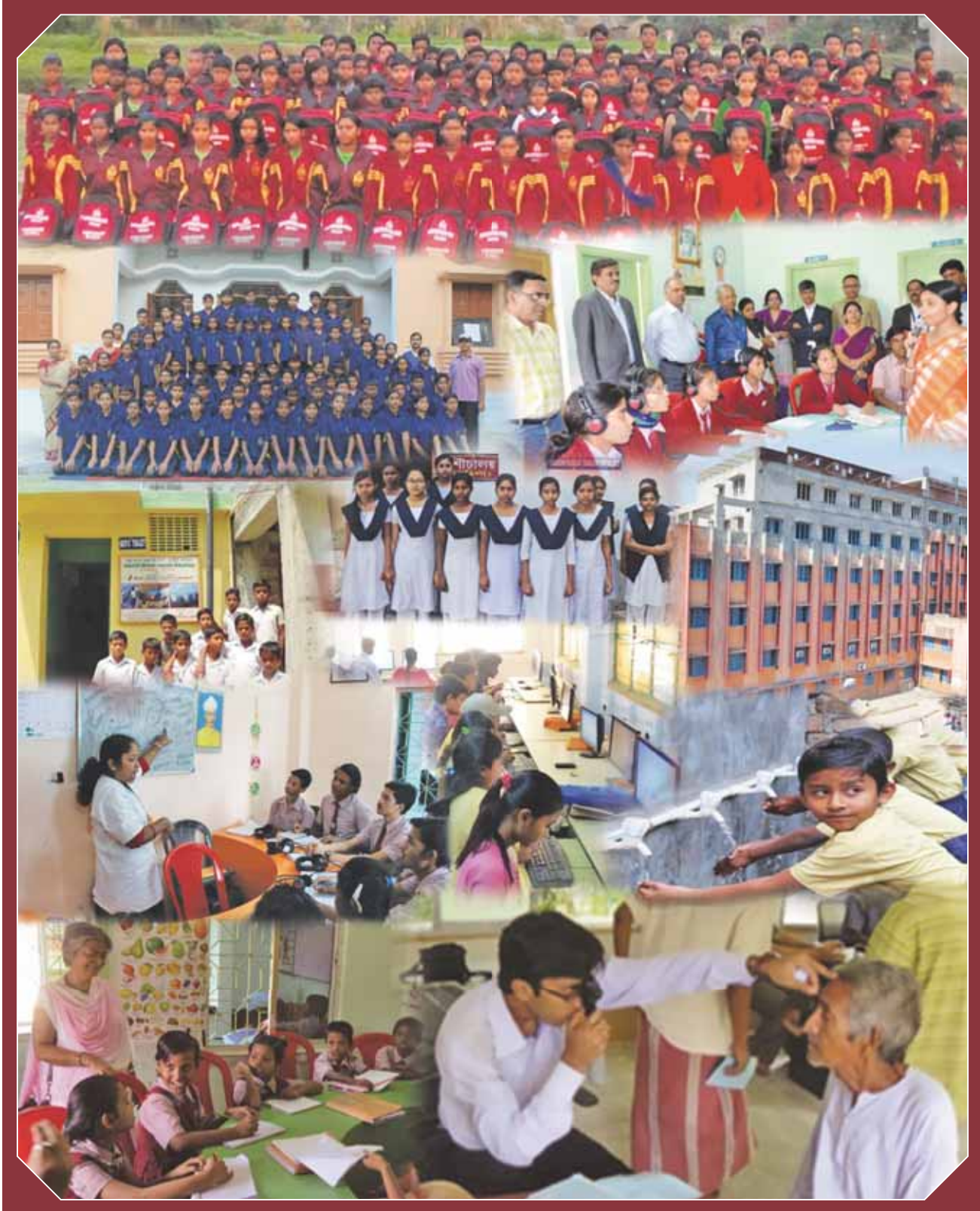
Dankuni - Setting up of Electric-Loco Assembly & Ancillary unit of CLW



Galvanised Track Fittings on Points and Crossings



CSR Activities



Annual General Meeting





Annual Day Celebration



DIRECTORS' REPORT

Distinguished Shareholders,

The Directors of your Company are privileged to present the 12th Annual Report on the performance of your Company, along with the Audited Statement of Accounts, Auditors' Report and the Review of Accounts by the Comptroller & Auditor General of India for the financial year ended 31st March 2015.

Integral Reports

The "Management Discussion and Analysis Report", "Corporate Governance Report", "Corporate Social Responsibility (CSR) and Sustainability Report" form an integral part of this Directors' Report and have been placed as **Annexure "A"**, **"B"** and **"C"** respectively.

The Management Discussion and Analysis Report provides an overview of the affairs of the Company, its business environment, mission and objectives, outlook, operational performance, its resources and systems, strengths, opportunities, constraints, risks and concerns, strategies, prospects, etc.

The Corporate Governance Report highlights the Company's philosophy on Corporate Governance and Key Value(s), composition of Board of Directors and its Committees, attendance and remuneration of Directors etc, other relevant disclosures, CEO/CFO Certification and general information for share holders. It is supplemented by the following compliance certificates.

- (i) A Certificate signed by the Chairman and Managing Director affirming receipt of compliance with the Code of Conduct from all Board members and Senior Management personnel during the year 2014-15 (placed at **Annexure "B-1"**) as per guidelines of Department of Public Enterprises on Corporate Governance;
- (ii) A Certificate from the Chairman and Managing Director and Director Finance with regard to authenticity of financial statements (placed at **Annexure "B-2"**); and
- (iii) A Certificate of compliance of Corporate Governance signed by a practicing Company Secretary (placed at **Annexure "B-3"**) as per guidelines of Department of Public Enterprises on Corporate Governance.

The Corporate Social Responsibility (CSR) and Sustainability Report reflects RVNL's plans, policy, budget, expenditure, evaluation process for projects and CSR & Sustainability activities undertaken during the year.

1. PERFORMANCE HIGHLIGHTS

Your Directors take pride to inform you that 2014-15 has been a year in which your Company has exceeded all previous performance parameters. The significant milestones achieved include:

- During 2014-15, 475.95 km (259.05 km of Doubling and 216.9 km of Railway Electrification) of project length have been physically completed.
- Highest ever turnover of ₹3141.97 crore has been achieved.
- Increase in Profit Before Tax to ₹236.35 crore;
- Profit After Tax (PAT) of the Company is at ₹185.71 crore, showing an increase of 17.97% over the previous year;
- The Directors of your Company have recommended a highest ever Dividend of ₹37.20 crore to the Ministry of Railways;
- Your Company has once again surpassed its performance targets set for Excellent in the Memorandum of Understanding (MoU) entered into with Ministry of Railways (MoR), Government of India



in consultation with Department of Public Enterprises. Based on the overall performance, your Company has achieved 'Excellent' rating for the financial year 2013-14, as in previous years.

2. FINANCIAL RESULTS

Important indicators of the financial performance of RVNL of 2014-15 as compared to 2013-14 are mentioned below (rounded to nearest Rupees/crore):

(₹ in crores)

Particulars	2014-15	2013-14
Turnover	3142	2492
Total Income	3238	2597
Operating Income	251	182
Gross Margin (from operations)	150	102
Reserves & Surplus	594	453
Profit Before Tax	236	195
Profit After Tax	186	157
Net worth	2679	2538
Appropriations	-	-
Proposed Final Dividend	37.20	31.50
Transfer to General Reserves	10	10
Transfer to CSR and Sustainability funds	0.00*	4.07
Transfer to R&D Fund	0.79	0.68

*From the year 2014-15, no separate appropriation to CSR and Sustainability funds is required to be done. However, expenditure on CSR & Sustainability as per DPE guidelines would be reflected in the Balance Sheet.

Turnover

The Company has achieved a Turnover of ₹3141.97 crore at the end of the financial year 2014-15 as compared to ₹2492.37 crore in 2013-14, i.e. an increase of 26%.

The increase in Turnover is due to release of additional funds for execution of projects in comparison to previous year by Ministry of Railways, reflecting an increase from ₹2319 crore in 2013-14 to ₹2817 crore in 2014-15. At the same time, there has also been an increase in the level of expenditure on works undertaken for SPVs and other deposit works to ₹325 crore during 2014-15 in comparison to ₹174 crore in the previous year. The share of works as

reported by Zonal Railways, in RVNL's Turnover in 2014-15 is ₹27.93 crore compared to ₹92.96 crore during 2013-14.

Profit

Profit Before Tax increased from ₹195.17 crore in 2013-14 to ₹ 236.35 crore in 2014-15. The major increase is on account of higher income from project execution from ₹101.75 crore in previous year to ₹150.09 crore in 2014-15. There has been decrease in Dividend income by ₹12.50 crore and the balance increase is from interest income.

Capital Structure

With an authorized share capital of the Company of ₹3000 crore, there has been no change in the Capital Structure of

the Company, with the paid-up share capital of the Company remaining at ₹2085.02 crore. Ministry of Railways, Government of India holds the entire share capital of the Company.

Net Worth

The Net Worth of your Company has increased over the previous year on account of transfer of profits amounting to ₹140.90 crore to Reserves and Surplus. Accordingly, the Net Worth of the Company has increased from ₹2537.96 crore at the end of previous year to ₹2678.86 crore at the end of the current year.

Dividend

As a result of improved financial performance of the Company, the Board of Directors have recommended a final Dividend of ₹37.20 crore for the year 2014-15 as compared to ₹ 31.50 crore in 2013-14 for consideration of the shareholders. The cumulative Dividend paid to Ministry of Railways by RVNL will amount to ₹151.20 crore, including the Dividend declared for 2014-15.

Reserves

An amount of ₹10 crore has been transferred to General Reserves by appropriation from profits of the Company. After taking into account, the proposed Dividend of ₹37.20 crore and Dividend Distribution Tax of ₹7.62 crore, the balance under Reserves & Surplus at the end of 2014-15 stands at ₹593.84 crore in comparison to ₹452.94 crore in 2013-14.

Fixed Deposits

No deposits from the public have been accepted by the Company during the year under review.

Project Advance/Loans

RVNL received an amount of ₹2777.01 crore, as project advance, from Ministry of Railways (MoR) during the year for execution of various works.

Loans from IRFC: During the year, an additional amount of ₹ 273 crore was received as borrowings from IRFC. With this, the total amount received from IRFC is ₹2895.90 crore. The principal and interest on the borrowings from IRFC are repaid by Ministry of Railways (MoR) as a pass through entry in the books of RVNL. During the year an amount of ₹164.25 crore was paid to IRFC on this account, leaving an outstanding loan balance of ₹2226.15 crore.

3. PROJECT EXECUTION:

3.1 Physical Size of the Projects :

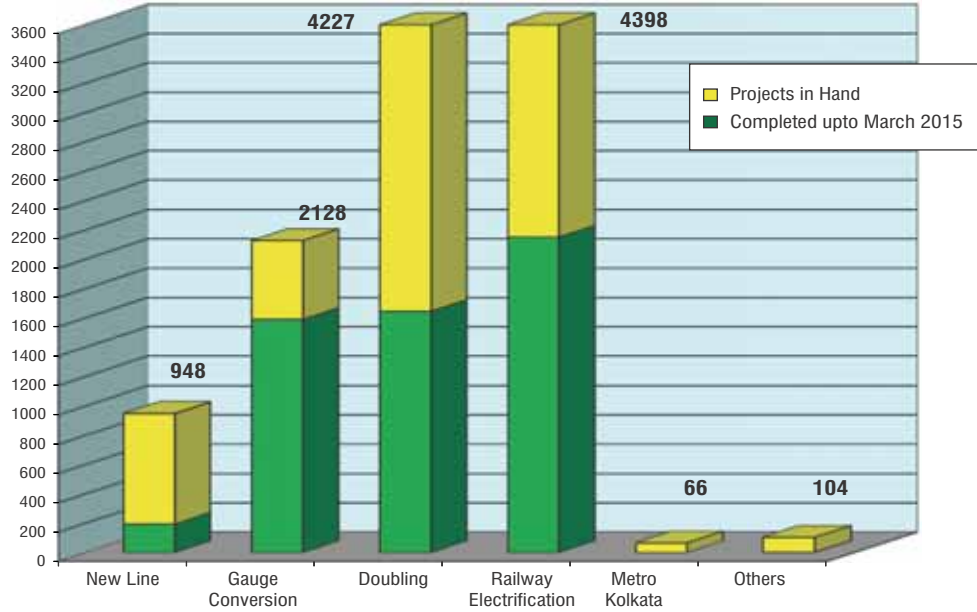
Ministry of Railways has transferred 125 projects to RVNL for execution, which may be broadly classified under the following heads:

• Doubling	56
• Gauge Conversion	11
• New Lines	14
• Kolkata Metro Rail	4
• Railway Electrification	18
• Workshops	12
• Others	10

The distribution of project length under various plan heads indicating the length completed and in hand is shown below:



Details of Projects



In addition, there are 12 workshop projects, of which 3 have been completed.

Upto 2012, the RE works transferred to RVNL were only those where electrification was a part of some other work, such as doubling, gauge conversion, etc. being executed by RVNL. However, in the last 3 years, pure RE projects have also been transferred for execution such as Manheru - Hissar RE, Amla - Chhindwara - Kalamna RE, Jakhal - Hisar RE, Jakhal - Dhuri - Ludhiana RE, Rajpura - Dhuri - Lehra Mohabat RE, Chhapra - Ballia - Ghazipur - Varanasi - Allahabad RE, New Bongigaon (Incl) - Guwahati (Incl) RE {Part of Barauni - Katihar - Guwahati Incl. Katihar - Barsoi (836 km) RE} etc.

With the transfer of projects involving construction of workshops, Metro projects, construction of cable stayed bridge etc. RVNL has diversified the nature of projects being executed by it.

These projects are spread all over the country and for efficient implementation of projects, Project Implementation Units (PIUs) have been established at 19 locations i.e. New Delhi, Mumbai, Kolkata (3 Units), Chennai, Secunderabad, Bhubaneswar (2 Units), Bhopal (2 Units), Kota, Jodhpur, Waltair, Bengaluru, Pune, Raipur (2 Units), Lucknow, Rishikesh, Patna, Ahmedabad, Kanpur & Varanasi to execute projects in their geographical hinterland.

3.2 Status of physical progress of projects

The status of the 125 projects assigned to RVNL for execution is as under:-

Projects completed upto March 2015:	46
Projects under implementation :	76
Projects yet to be sanctioned :	3

The list of 46 projects fully completed upto March, 2015 is as under:

(₹ in crores)

S. No.	Railway	Project Name	Type of Project	Length (km)
1	Central Railway (CR)	Divya – Kalyan 5th & 6th Line	Doubling	11
2	Central Railway (CR)	Pakni - Solapur	Doubling	16.28
3	Central Railway (CR)	Pakni - Mohol	Doubling	17
4	Central Railway (CR)	Panvel - Jasai JNPT	Doubling	28.5
5	East Coast Railway (ECoR)	Jakhapura- Haridaspur 3rd Line	Doubling	23.3
6	East Coast Railway (ECoR)	Talcher-Cuttack-Paradeep Doubling with 2nd Bridge on Rivers Birupa & Mahanadi	Doubling	3
7	East Coast Railway (ECoR)	Cuttack - Barang	Doubling	14.3
8	East Central Railway (ECR)	Barauni - Tilrath Bypass	Doubling	8.3
9	Eastern Railway (ER)	Gurup - Saktigarh Extn of 3rd Line	Doubling	26
10	North Central Railway (NCR)	Palwal - Bhuteswar 3rd Line	Doubling	81
11	North Central Railway (NCR)	Aligarh - Ghaziabad 3rd Line	Doubling	106.1
12	South Central Railway(SCR)	Pullampet - Balapalle Ph I of Gooty - Renigunta Doubling	Doubling	41
13	South Central Railway(SCR) Doubling With RE	Krishnapatnam - Venkatachalam	Doubling	16.5
14	South Central Railway(SCR)	Gooty - Renigunta Patch Doubling	Doubling	151
15	South East Central Railway (SECR)	Bilaspur - Urkura 3rd Line	Doubling	105
16	South Eastern Railway (SER)	Panskura - Kharagpur 3rd Line	Doubling	45
17	South Eastern Railway (SER)	Panskura - Haldia Ph 1 Doubling	Doubling	14
18	South Eastern Railway (SER)	Rajgoda - Tamluk (Jn. Cabin)	Doubling	13.5
19	South Eastern Railway (SER)	Tamluk Jn. Cabin - Basulya Sutahata	Doubling	24.23
20	South Eastern Railway (SER)	Tikiapara - Santragachi	Doubling	5.6
21	Southern Railway (SR)	Attipattu - Korukkupet 3rd Line	Doubling	18
22	Southern Railway (SR)	Pattabiram - Tiruvallur 4th Line & Tiruvallur - Arakkonam 3rd Line	Doubling	41.89
23	Southern Railway (SR)	Tiruvallur - Arakkonam 4th Line	Doubling	28
24	South Western Railway (SWR)	Hospet - Guntakal	Doubling	115
25	North Western Railway (NWR)	Bhagat Ki Kothi - Luni	Doubling	30.3
26	North Western Railway (NWR)	Delhi - Rewari	GC	94.2



S. No.	Railway	Project Name	Type of Project	Length (km)
27	North Western Railway (NWR)	Ajmer - Phulera - Ringus - Rewari	GC	295
28	North Western Railway (NWR)	Bhildi - Samdari	GC	223
29	Southern Railway (SR)	Thanjavur - Villupuram	GC	192
30	Southern Railway (SR)	Cuddalore - Salem	GC	193
31	South Western Railway (SWR)	Arasikere-Hassan-Mangalore	GC	230
32	Western Railway (WR)	Bharuch - Samni - Dahej	GC	62
33	Western Railway (WR)	Gandhidham - Palanpur	GC	301
34	East Coast Railway (ECoR)	Daitari - Banspani	NL	155
35	Southern Railway (SR)	Vallarpadam - Idapally	NL	9
36	East Coast Railway (ECoR)	Tomka -Banspani	RE	144
37	Railway Electrification (RE)	Kharagpur (Nimpura) - Bhubaneswar Including branch line of Talcher - Cuttack - Paradeep	RE	581
38	Railway Electrification (RE)	Bhubaneswar - Kottavalasa	RE	417
39	South Central Railway (SCR)	Reningunta - Guntakal	RE	308
40	South Central Railway (SCR)	Yelahanka - Dharmavaram - Gooty	RE	306
41	Western Railway (WR)	Bharuch - Samni - Dahej	RE	64
42	Central Railway (CR)	Daund-Manmad Incl. Puntamba- Shirdi	RE	255
43	Eastern Railway (ER)	Civil Engineering Works In Connection With Diesel Loco Component Factory, Dankuni	WKSP	
44	Eastern Railway (ER)	Dankuni - Setting Up of Electric Loco Assembly And Ancillary Unit of CLW	WKSP	
45	South Eastern Railway (SER)	Setting Up of Diesel Multiple Unit (DMU) Manufacturing Factory at Sankrail / Haldia	WKSP	
46	NWR	IOC Siding at Salawas (Deposit Work)	Others	2.82

Cumulatively, RVNL has till now completed a total of 1645 km of doubling, 1590 km of gauge conversion, 194 km of new lines and 2151 km of Railway Electrification. Thus, as on 31.3.15, 5580 km out of a total length of 11871 km of 122 sanctioned projects (3 are yet to be sanctioned) assigned to RVNL, have been completed.

3.3 Project length completed during 2014-15

During 2014-15, 475.95 km (259.05 km of Doubling and 216.9 km of Railway Electrification) of project length has been physically completed including sections of important projects as detailed in para 3.6 below.

3.4 In addition, Railway Electrification of 154.8 km was also carried out in other than specific Railway Electrification projects as part of Doubling Works.

3.5 RVNL's efforts towards capacity building in execution of Signaling and Telecommunication works have

paid dividends and during the year important doubling, 3rd line projects have been commissioned involving large scale Solid State Interlocking and NIs of major yards on busy routes.

3.6 The details of sections completed during the year include:

- **Cuttack - Barang Doubling:** The entire section (14.3 km) was completed in October, 2014.
- **Bhopal- Bina 3rd Line:** Sanchi-Vidisha (9.1 km) section was completed in July, 2014.
- **Hospet-Tinaighat Doubling:** 56.92 km of project length comprising of Bannikoppa-Bhanapur (10.52 km) in August, 2014, Hulkoti-Annigeri (9.1 km) in October, 2014, Harlapur-Sompur (8.8 km) & Sompur-Bannikoppa (7.7 km) in November, 2014, Hebsur-Navalgund (12.4 km) in December, 2014 and Annigeri-Navalgund (8.4 km) in January, 2015 was completed.
- **Jaroli (Banspani) - Jakhapura Doubling:** 29.0 km of project length comprising of Harichandanpur-Nilakantheswar (11.2 km) in May, 2014, Porjanpur-Goaldhi (7.4 km) in December, 2014 and Sitabinji - Nilakantheswar (10.4 km) in February, 2015 was completed.
- **Villupuram - Dindigul Doubling:** 69.5 km of project length comprising of Tamarapadi-Vadamadura in April, 2014, Kolatur-Pungudi (10.0 km) in May, 2014, Vadamadura-Ayyalur (8.0 km) in June, 2014, Ariyalur-Ottakovil (8.5 km) in July, 2014, Parikal-Tiruvonnainallur (10.5 km) and Manaparai-Chettiyapatti (7.0 km) in September, 2014, Punggudi-Tiruchirapalli (9.0 km) & Ottakovil-Sendurai (8.5 km) in December, 2014 and Manaparai-Chettiyapatti (7.0 km) in January, 2015 was completed.
- **Salka Road - Annuppur (with Flyover) Doubling:** This lies on the busy coal carrying route of Indian Railways. Venkatnagar- Nigaura (7.0 km) section was completed in May, 2014.
- **Bhagat Ki Kothi - Luni Doubling:** Luni Bypass (1.2 km) was completed in September, 2014 thus completing the entire project.
- **Rani-Keshavganj Doubling:** Moribera-Kothar (6.32 km) was completed in September, 2014.
- **Abu Road - Sarotra Road Patch Doubling:** Maval-Sri Amirgarh (8.2 km) was completed in January, 2015.
- **Sarotra Road - Karjoda Patch Doubling:** Chitrasni-Karjoda (5.61 km) was completed in January, 2015.
- **Rewari-Manheru Doubling:** Rewari-Kisangarh Balawas (8.9 km) was completed in January, 2015.
- **Daund - Gulbarga Doubling:** 18.0 km project length comprising of Mohol-Malikpeth (9.0 km) in February, 2015 and Hotgi-Tilati (9.0 km) in March, 2015 was completed.
- **Tiruvallur-Arakkonam 4th Line:** 17.0 km project length comprising of Tiruvallur-Kadambattur (6.0 km) in February, 2015 and Kadambattur-Tiruvalangadu (11.0 km) in March, 2015 was completed thus completing the entire project.
- **Raipur - Titlagarh Doubling:** Mahasamund-Arand section (8.0 km) was completed in March, 2015.
- **Yelahanka-Dharmavaram-Gooty RE:** 141.9 km project length comprising of Nagasamudram - Makkajipalli (15 km) and Malugur-Hindupur & Devarapalle-Vidhuraswatha (15 km) in April, 2014, Devarapalle-Hindupur (11.0 km), Malugur-Chakariapalli-Rangepalli (14.0 km) and Dharmavaram-Basempalli-Makkajipalli (27.0 km) in May, 2014, Rangepalli-Penukonda (11 km), Naryanapur-Sri Satyasainilayam (11.9 km) and Narayanpur-Penukonda-Makkajipalli (26 km) in June, 2014 and Dharmavaram-Nagasundaram (11.0 km) in July, 2014 was completed, thus completing the entire project.
- **Amala-Chhindwara-Kalumna RE:** 37 km of project length comprising of Amla-Jambara (10 km) in



September, 2014 and Jambara-Bordhai-Barelipar-Navegaon (27.0 km) in December, 2014 was completed.

- **Pune - Wadi-Guntakal RE:** 38 km of project length comprising of Uruli - Yevat (12 km) and Hadapsar-Loni-Uruli (26 km) was completed in July, 2014.
- **Setting up of Electric Loco Assembly and Ancillary Unit of CLW:** Construction of a workshop project of setting up of Electric Loco Assembly and Ancillary Unit of CLW at Dankuni was completed in all respect in March, 2015 and handed over to CLW.

3.7 Signaling and Telecommunication

The Company has achieved commendable success in commissioning signaling works associated with doubling, third line, Intermediate Block Signaling and yard remodeling. During the year 2014-15, RVNL commissioned 17 stations including 5 stations on 3rd line projects, 4 major yards, 12 Mid- section LCs & 4 IBS. The Company has also been able to successfully commission telecom works involving laying of optic fibre cables and 6 Quad cables of a total of 205 km.

3.8 Kolkata Metro Projects

Four major projects for the extension of Kolkata Metro were transferred to RVNL in March 2010 viz.

- Joka - Binoy Badal Dinesh Bagh Via Majerhat (16.72 Km);
- Naopara (Ex.) - Baranagar (2.6 Km).
- Dum Dum Airport - New Garia Via Rajerhat (32 Km);
- Baranagar - Barrackpore & Dakshineswar (14.5 Km);

The foundation stone for Joka - Binoy Badal Dinesh Bagh project, was laid by Her Excellency, President of India on 22.09.2010. The contract for execution of works was awarded in December 2010. 1191 piles, 285 pile caps, 273 piers, 273 pier caps and 267 segment erection has been completed on the Joka - Mominpur section of the project. Work for construction of stations at Joka, Thakurpukur, Sakherbazar, Behala Bazar and Tartala has been awarded in April 2012. 1210 piles, 202 pile caps, 183 piers and 3 Pier

Caps have also been completed for stations. Structures for stations at Joka, Sakherbazar and Thakurpukur are in advanced stage of completion. However, progress on the project is held up due to lack of physical possession of land of KoPT, non-resolution of issues pertaining to Mint, Rehabilitation India, Charial Khal, removal of encroachments, shifting of utilities, handing over of land for Joka depot, cutting of 232 trees and land transfer by Ministry of Defence

Initially, RVNL processed these projects at a quick pace for their early execution, despite the fact that no Detailed Project Report (DPR) was prepared at the time of sanctioning of these projects by the Government. The contract for Naopara - Baranagar (2.6 km) & Baranagar - Dakshineswar (2 km) including 2 station buildings was awarded in September 2010 which had to be terminated in November 2010 as the contractor did not start work. The tender was reinvited and fresh contract was awarded in February 2011. After detailed designing of the corridor, 399 piles, 43 pile caps, 29 piers, 25 pier caps and 103 I girders have been cast. Construction of station at Dakshineswar has again started despite severe problems of encroachments. A 225 m diversion of express way to facilitate construction of via duct has also been completed. There are about 500 encroachments which have to be relocated/ removed. The second contract has also been terminated due to poor performance of the contractor. Tender for balance work has been awarded on 27.10.2014 and work is now progressing satisfactorily.

The contracts for viaduct portion between New Garia to Rabindra Tirtha section of Dum Dum Airport - New Garia project in 4 packages have also been awarded on 21.10.2011. Survey and Geotechnical work have been completed. 4698 working piles, 500 pile caps, 461 piers, 367 pier caps and 2187 segments have been cast and 1833 segments have been launched. The contracts for 21 stations (3 Packages) have also been awarded on 05.03.2014. The Survey, Geotechnical work and Utility diversion are completed for all the stations. For stations, 636 piles, 24 pile caps and 2 piers have been cast.

In Baranagar- Barrackpore project, tender for road widening has been awarded, 100% of the utility identification work has been completed and 100% geotechnical investigation work has been completed. The tenders for viaduct and stations will be invited only after the water pipe lines are closed by the

State Government. This decision is pending with the State Government of West Bengal.

3.9 Projects under implementation:-

The list of 76 projects under various stages of implementation is as under:

S. No.	Railway	Name of Project	Type of Project
1.	CR	Daund - Gulbarga	Doubling
2.	CR & SCR	Pune - Guntakal	RE
3.	ECoR	Khurda Road - Barang 3rd Line	Doubling
4.	ECoR	Rajatgarh - Barang	Doubling
5.	ECoR	Haridaspur - Paradeep	New Line
6.	ECoR	Angul - Sukinda	New Line
7.	ECoR	Sambalpur - Titlagarh	Doubling
8.	ECoR	Raipur - Titlagarh	Doubling
9.	ECoR	Banspani - Jakhapura	Doubling
10.	ECoR	Titlagarh (Excl) - Raipur	RE
11.	ECR	Fatuah-Islampur incl. material modification for extension of new line from Neora to Daniawan; Daniawan to Biharsharif; Biharsharif to Barbigha; Barbigha to Sheikhpura	New Line
12.	ER	Dankuni - Furfura	New Line
13.	ER	Nabadwipghat - Nabadwipdham	Doubling
14.	NR	New Delhi - Tilak Bridge 5th & 6th Line	New Line
15.	NR	Utretia- Rae Bareli	Doubling
16.	NR	Rishikesh - Karnaprayag	New Line
17.	NR	Rae Bareli - Amethi	Doubling
18.	NR	Bhanupalli - Bilaspur - Beri	New Line
19.	NR	Jakhal - Hisar	RE
20.	NR	Jakhal - Dhuri- Ludhiana	RE
21.	NR	Rajpura - Dhuri - Lehra Mohabat	RE
22.	NCR	Bhimsen - Jhansi Doubling with Electrification	Doubling



S. No.	Railway	Name of Project	Type of Project
23.	NER	Lucknow- Pilibhit via Sitapur, Lakhimpur	Gauge Conversion
24.	NER	Chhapra - Ballia - Ghazipur - Varansi - Allahabad	RE
25.	NFR	New Bongigaon (incl) - Guwahati (incl) {Part of Barauni - Katihar - Guwahati incl. Katihar - Barsoi (836 km)}	RE
26.	NWR	Abu Road - Sarotra Road	Doubling
27.	NWR	Sarotra Road - Karjoda	Doubling
28.	NWR	Abu Road - Swaroopganj	Doubling
29.	NWR	Rani - Keshav Ganj	Doubling
30.	NWR	Karjoda - Palanpur	Doubling
31.	NWR	Rewari-Manheru Doubling with RE	Doubling
32.	NWR	Manheru - Hissar	RE
33.	NWR	Rani - Palanpur	RE
34.	SCR	Balance Section of Obulavaripalle - Krishnapattnam	New Line
35.	SCR	Balance Section of Raichur - Guntakal	Doubling
36.	SCR	Guntur - Tenali Doubling with Electrification	Doubling
37.	SCR	Vijaywada-Gudivada- Bhimavaram-Narasapur, Gudivada- Machlipatnam and Bhimavaram-Nidadavolu Doubling with Electrification	Doubling
38.	SCR	Hospet - Guntakal and Tomagallu – Ranjitpura	RE
39.	SCR	Multi-Modal Transport System (MMTS) - Phase-II in Hyderabad	MTP
40.	SER	Goelkera - Manoharpur 3rd Line	Doubling
41.	SECR	Amla - Chhindwara - Kalumna	RE
42.	SECR	Salka Road - Annuppur (with Flyover)	Doubling
43.	SECR	Dallirajhara - Raoghat	New Line
44.	SR	Villupuram - Dindigul	Doubling
45.	SR	Thanjavur - Ponmalai Doubling with Bypass Line before Ponmalai	Doubling
46.	SWR	Hospet-Hubli-Londa-Tinaighat-Vasco da Gama	Doubling
47.	WCR	Bhopal - Bina 3rd Line	Doubling
48.	WCR	Bina - Kota	Doubling
49.	WCR	Habibganj - Barkhera 3rd Line	Doubling
50.	WCR	Barkhera- Budni 3rd Line	Doubling
51.	WCR	Budni - Itarsi 3rd Line	Doubling

S. No.	Railway	Name of Project	Type of Project
52.	WR	Ahmedabad - Botad	Gauge Conversion
53.	WR	Dhasa - Jetalsar	Gauge Conversion
54.	WR	Palanpur - Samakhiali	Doubling
55.	MET	Baranagar - Barrackpore & Dakshineswar	METRO/KOL
56.	MET	Dum Dum Airport - New Garia Via Rajerhat	METRO/KOL
57.	MET	Joka - Binoy Badal Dinesh Bagh Via Majerhat	METRO/KOL
58.	MET	Naupara (Ex.) - Baranagar (Extension of Dum Dum – Naupara Metro Line)	METRO/KOL
59.	WKSP	Barauni - 250 High Horse Power Loco Shed	WKSP
60.	WKSP	Barauni - New Loco Shed to Home 100 Electric Locos	WKSP
61.	WKSP	Kharagpur Workshop - Setting up of centre of Excellence for Wagon Prototyping	WKSP
62.	WKSP	Anara (Adra) Setting up of Mid-Life Rehabilitation Workshop for Coaches	WKSP
63.	WKSP	Vadodara - Setting up of New PoH Shop for Electrical Locos	WKSP
64.	WKSP	Varanasi - Augmentation of Production Capacity from 200 To 250 High HP Locos Per Year	WKSP
65.	WKSP	Workshop for Manufacture of Flat Bogies for LHB Design Coaches, Yadgir	WKSP
66.	WKSP	Misrod-Setting up of Workshop for Repair /Rehabilitation of Motorized Bogies of Electric Rolling Stock	WKSP
67.	WKSP	Phulera- Broad Gauge Diesel Locomotive Shed	WKSP
68.	CR	Augmentation of Administrative / Office Infrastructure, Solapur Division, Gulbarga	OSW
69.	ER	Barddhaman Yard - 4-lane road over bridge in lieu of 2-lane road over bridge No. 213	ROB
70.	ER	Samudragarh- Nabadwipdham- ROB in lieu of LC No. 14	ROB
71.	SR	Srirangam - Tiruchchirapalli Town - 4 Lane ROB in lieu of 2 - Lane Bridge No. 380-A	ROB
72.	SCR	Secunderabad- Upgradation of Facilites at Centralised Training Acedemy for Railway Accounts	OSW
73.	SCR	Moula Ali - Setting up of Indian Railway Institute of Finance Management	OSW
74.	SECR	Direct Power Supply from Central Generating Agencies	OEW
75.	WCR	Provision of Addl. Traction Substation at Budhni	TRD
76.	CR	Dighi Port New Line	New Line



3.10 Projects under Sanction and Development

1. Connectivity to Rewas Port
2. Surat - Hajira New Line
3. Rail Connectivity to Vizhinjam International Seaport Limited (VISL)

3.11 Projects handed over to Railways

The following sections of projects comprising of 128.10 km of Doubling and 81.0 km of Railway Electrification have been handed over to Zonal Railways for operations during 2014-15:

1.	Ariyalur-Kallakkudi Palanganatham (25 km) section of Villupuram-Dindigul Doubling	SR
2.	Shyamchak-Kharagpur (19.5 km) of Panskura-Kharagpur 3rd Line	SER
3.	Pabai-Gulabganj (9.5 km), Sukhi Sewaniyan-Bhadbhadaghat (7 km) and Bhadbhadaghat-Diwanganj (10 km) sections of Bhopal-Bina 3rd line	WCR
4.	Bhagat Ki Kothi-Luni (29.6 km) Doubling (entire project)	NWR
5.	Kosgi-Mantralayam (14 km) Section of Raichur- Guntakal Doubling	SCR
6.	Chhulaha- Jaitahari (8.5 km) and Chhulaha-Anuppur (5km) section of Salka Road-Anuppur Doubling	SCR
7.	Daund- Puntamba- Shirdi RE section of Daund – Manmad RE (81 km)	CR
8.	Setting up of Electric Loco Assembly and Ancillary Unit of CLW at Dankuni	CLW

3.12 Accidents

During the year 2014-15, no accident was reported from any of the project sites on RVNL account.

3.13 ADB funded projects:

The first ADB loan (IND-1981) sanctioned for “Railway Sector Improvement” has been closed on 31.12.2011. A 2nd ADB Loan has also been sanctioned for funding of 5 projects, namely:

- Raipur-Titlagarh doubling
- Sambalpur-Titlagarh doubling
- Hospet-Tinaighat doubling
- Daund-Gulbarga doubling
- Pune-Guntakal Railway Electrification

The funding by ADB requires compliance of various loan covenants on resettlement and rehabilitation of project affected persons, procurement of works and stores following international competitive bidding and implementation of plans for mitigation of social and environmental impact norms. A Multi Tranche Financing

Facility of \$ 500 million has been agreed to by ADB. The loan agreement for first Tranche (Loan No. 2793-IND) of this MFF for an amount of \$ 150 million was signed in July 2012. Contracts for 14 packages have been awarded. The tenders for the balance four packages are under various stages of process. The contract for General Consultants for these 5 projects had also been awarded in May 2013. The loan agreement for second Tranche (Loan No. 3108-IND) of this MFF for an amount of \$ 130 million was signed in February 2014. The contracts for supply of 60 kg Rails & 52 kg Rails were awarded in March, 2014. The contract for supply of Thick Web Switches has been awarded in December, 2014. Contract for appointment of NGOs to implement the rehabilitation and resettlement policies of the ADB was awarded and the work of R&R is in an advanced stage.

During the year 2014-15, an amount of ₹434.87 crore equivalent to \$ 71.99 million has been disbursed by ADB.

3.14 Contracting

As the size of projects being executed by RVNL is quite large, to ensure fast award and execution of projects, RVNL invites

tenders consisting of multiple packages. Each tender may consist of upto three contract packages. This approach has a number of advantages such as:

- Multiple contracts can be awarded through one tender which saves time and effort in invitation and finalization of tenders.
- Both small and large agencies can compete for any contract package which increases competition.
- Large agencies who are capable of executing big contracts can quote for multiple packages to achieve economies of scale and pass on the benefit to RVNL by quoting discounts in case of award of more than one package.
- Smaller agencies, which would not be eligible to quote if the tender for the project was floated in a single package, are now able to compete in any of the contract packages individually as they may meet the qualification requirements of individual packages which are of comparatively smaller value.

During 2014-15, contracts worth approximately ₹2972 crore were awarded.

The following major contracts were awarded by the Company during the year:

- New Broad Gauge Railway Line from Obulavaripalle to Venkatachalam - Construction of Roadbed from km 17/0 to 35/0 including construction of two tunnels from chainage 18660 to 19600 and chainage 23370 to 29990 with Ballastless track and earthwork in Formation, Major and Minor Bridges covering Kadapa and Nellore Districts of Andhra Pradesh in South Central Railway, India (₹470.29 crore)
- Construction of PSC viaduct, embankment and stations including works in connection with extension of Metro Railway Line between Ch: 2591m to Ch: 6373m for Noapara (Excluding) Baranagar-Dakshineswar Section of Kolkata Metro Railway in the State of West Bengal, India (₹319.20 crore)
- Construction of Sheds, Structures, water supply arrangement, drainage, Road, track, power supply arrangement, general electrical works and supply, erection & commissioning of machinery & plants in connection with augmentation of production capacity at Diesel Locomotive Works, Varanasi, Uttar Pradesh (INDIA) (₹213.21 crore)
- Provision of Doubling of track between Thanjavur - Ponmalai (46.96 km) - Construction of roadbed, bridges, supply of ballast, Platforms, Buildings, Installation of track (excluding supply of rails and Track Sleepers), Electrical (General Electrification), Modification of OHE, Signaling and Telecommunication works in Tiruchchirapalli Division of Southern Railway, Tamil Nadu - India (₹193.22 crore)
- Package- 1 - "Proposed new BG line between Obulavaripalle and Venkatachalam – Execution of earthwork in formation, bridges, road under bridges, station buildings, staff quarters, general electrical works including power line crossings from km 35.000 to km 64.000 between Vallikallu (including) and Brahmanapalli (excluding) in South Central Railway, Andhra Pradesh, India" (₹185.46 crore)
- Package- 2 - "Proposed new BG line between Obulavaripalle and Venkatachalam – Execution of earthwork in formation, bridges, road under bridges, station buildings, staff quarters, general electrical works including power line crossings from km 64.000 to km 93.000 between Brahmanapalli (including) and Venkatachalam Road Junction (excluding) in South Central Railway, Andhra Pradesh, India (₹183.6 crore)
- Execution of Balance work for Construction of Roadbed, Major and Minor bridges, Track Linking (excluding supply of rails, ordinary track sleepers and thick web switches), Outdoor Signaling and electrical (General) works in connection with Doubling of Lakhana (Ex.) - Arand (In) section (68.936 km) part of Raipur-Titlagarh



Doubling in Sambalpur Division of East Coast Railway in the States of Odisha & Chattisgarh, India (₹183.17 crore)

- Construction of Balance work of Roadbed, Major and Minor Bridges and Track linking (Excluding supply of Rails and Sleepers, Thick Web Switches and Special Sleepers) and OHE & General Electrical works in connection with doubling between Salka Road-Khongsara (25.8 km) and Khodri-Jaithari (47.8 km) on Bilaspur Division of South East Central Railway in Chhattisgarh and Madhya Pradesh States, India (₹165.96 crore)
- Single stage two packet system Package 1 - Construction of Roadbed, bridges, supply of ballast, installation of track (excluding supply of rails & PSC sleepers), Electrical (General Electrification), Signaling and Telecommunication works for Doubling of Track between Samakhiyali and Kidiyanagar (34.66 km) in Ahmedabad Division of Western Railway, Gujarat, India (₹157.61 crore)
- Execution of works of Roadbed, Major & Minor bridges, supply of ballast, residential and service buildings, platform, transportation of materials, general electrical etc. for Dondi-Keoti Section (i.e. from 17.6 km to 42.6 km - total length 25 km) in connection with Dallirajhara - Rowghat new BG rail line project in Raipur Division of South East Central Railway in the State of Chhattisgarh, India (₹146.55 crore)
- Construction of Roadbed, Major and Minor Bridges, RUBs, ROBs, Track Linking, S&T Works and General Electrical Works in connection with new line from Barbigha to Sheikhpura (16.8km) on Danapur Division of East Central Railway in Bihar, India (₹129.67 crore)
- Construction of Roadbed, Major and Minor Bridges, Track Linking (Excluding supply of Rails and PSC Line sleepers), General Electrical, Traction and Signal & Telecommunication works in connection with Doubling with Railway Electrification of Guntur – Tenali

section on Guntur Division of South Central Railway in Andhra Pradesh (₹114.15 crore)

- Package 2 - Construction of Roadbed, bridges, supply of ballast, installation of track (excluding supply of rails & PSC line sleepers), Electrical (General Electrification), Signaling and Telecommunication works for Doubling of Track between Bhildi and Diyodar (29.48 km) in Ahmedabad Division of Western Railway, Gujarat, India (₹95.96 crore)
- “Construction of Roadbed, Major and Minor Bridges, RUBs, ROBs, Track Linking, S&T Works and General Electrical Works in connection with Doubling between Swaroopganj - Abu Road (26.00 km) on Ajmer Division of North Western Railway in Rajasthan, India (₹94.23 crore)
- Construction of Narmada Bridge along with foundation, substructure, superstructure and protection works in connection with third line between Budni and Hoshangabad stations on Bhopal-Itarsi Section of Bhopal Division of West Central Railway in the State of Madhya Pradesh, India (₹60.68 crore)
- Design, Supply, Erection, Testing & commissioning of 25KV, 50HZ, Single Phase, Traction Over-head Equipment, Switching Stations, Traction sub-stations SCADA, General Electrical Services works along with Civil Engineering Works i.e. Service Buildings, Quarters and other associated works between Section Manheru - Hisar in Bikaner Division of North Western Railway in the State of Haryana, India (₹60.59 crore)
- Selection of System Integrator for an integrated IT Solution for RVNL (₹53.02 crore)
- Manufacture and supply of 710 sets of curved switches with ZU-1-60 thick web tongue rails and UIC 60 kg/m (Grade 880, class 'A') stock rails conforming to Indian Railway Specifications IRS-T-10-2000 (read along with the latest amendments) for various rail road improvement works in different regions of India (₹52.67 crore)

- Proposed New BG line between Obulavaripalle and Venkatachalam Road Junction - proposed construction of Rail Over Road Bridge and Rail Over Rail Bridge (3X36 m & 6X26.17m) at km 93 to 95 between Kasmur to Venkatachalam Road Junction crossing NH-5 at km 154/148 from Gudur to Nellore and Railway km 155/22-24 between Komarapudi and Venkatachalam in South Central Railway (₹ 33.60 crore)
- The work of Railway Track linking, supply of switches, CMS crossings (excluding supply of Rails, Sleepers) including supply of special sleepers, SEJs and supply of ballast etc. for Dallirajhara-Dondi Section (17 km) in connection with a new Rail link between Dallirajhara & Rowghat in Raipur Division of South East Central Railway in the State of Chhattisgarh, India (₹24.42 crore)
- Manufacture and supply of 215 sets of curved switches with ZU-1-60 thick web tongue rails and UIC 60 kg/m (Grade 880, class 'A') stock rails conforming to Indian Railway Specifications IRS-T-10-2000 for various rail road projects in different regions of India (₹17.31 crore)
- Hospet - Tinaighat doubling - Dismantling of existing ROB 1x7.89 m RCC and Reconstruction as 1 x 24 m steel through truss composite girder excluding approach works at km 469.594 between Hubli and Unkal Stations on Hubli Division of South Western Railway in Dharwad District, Karnataka State, India (₹6.68 crore)
- Beside these works contracts, Rs 116.35 crore value

of FLS, DDE & PMC contracts have also been awarded during 2014-15.

3.15 Final Location Survey (FLS)

During 2014-15, 445 km of Final Location Survey (FLS) was carried out in the following projects:

- Palanpur - Samakhiali Doubling (274.73 km)
- Ahmedabad - Botad Gauge Conversion (170.48 km)

PROJECT PLANNING & DEVELOPMENT- PUBLIC PRIVATE PARTNERSHIP (PPP)

Joint Venture SPVs of RVNL

Rail Vikas Nigam Limited (RVNL), was created to undertake project development, mobilization of financial resources and implement projects pertaining to strengthening of Golden Quadrilateral and Port Connectivity. RVNL has created five Special Purpose Vehicle as Joint Ventures and has succeeded in attracting investment of ₹5087 crore (₹1795 crore as equity and ₹3292 crore as debt), with a contribution of only ₹620 crore by RVNL, which is approximately 12% of the total investment (details given below). Of the five SPVs promoted by RVNL, Kutch Railway Company Limited has been fully operational since 2006, Krishnapatnam Railway Company Limited is partially operational since 2008 and Bharuch Dahej Railway Company Limited in 2012 commenced operations in full earnest. Construction of Haridaspur Paradip Railway Company Limited and Angul Sukinda Railway Limited is in progress after completion/resolving land acquisition issues. A Memorandum of Understanding has also been signed with Dighi Port Limited for forming another SPV to link the port with the main line.



Name of SPV	Total Authorized Equity Capital	RVNL's Equity		Partners' Equity		Debt	Total
	₹ Cr	₹ Cr	%age	₹ Cr	%age	₹ Cr	₹ Cr
Kutch Railway Co Ltd.(KRC) (301 km)	250	125	50.0%	125	50.0%	300	550
Bharuch Dahej Railway Co. Ltd. (63 km)*	165	55	33.33%	100	60.7%	230	395
Krishnapatnam Railway Co. Ltd. (113 km)	270.	81	30.0%	189	70.0%	933	1203
Haridaspur Paradip Railway Co.Ltd. (82 km)**	510	170	33.33%	312	61.3%	1092	1602
Angul Sukinda Railway Ltd.(102 km)	600	189	31.5%	411	68.5%	737	1337
Total	1795	620	34.54%	1137	63.34%	3292	5087
*Equity gap of ₹9.89 Cr							
**Equity gap of ₹27.50 Cr							
Total Investment = ₹5087 Cr							
RVNL contribution = ₹620 Cr or 12%							

a. Kutch Railway Company Limited (KRC)

The first SPV promoted by RVNL, connecting Gandhidham-Palanpur (301 km gauge conversion) in Gujarat on Western Railway, commenced operations in 2006. The turnover of the SPV for 2014-15 is expected to increase to ₹689 crore (provisional) as compared to ₹483 crore in the previous year.

The company is planning the doubling of Samakhya - Palanpur section (248 km) to cater to the anticipated increase in traffic flows from Mundra and Kandla ports. The project has been sanctioned by the Ministry of Railways in 2012-13 at a cost of ₹1266 crore, which would be funded by KRC through internal accruals without any contribution of funds by Indian Railways. Further, the feasibility study for a 3rd line between Samakhya and Gandhidham (53 km) has been completed.

b. Bharuch Dahej Railway Company Limited (BDRCL)

BDRCL was incorporated to implement the gauge conversion project connecting Bharuch to Dahej Port (62 km) in Gujarat on Western Railway. The first goods train ran

on the section in December, 2011. The SPV started commercial operations in March, 2012. Passenger services started on the section w.e.f. 3-2-2014. The SPV is expecting turnover of ₹124 crore (provisional) for 2014-15 as compared to ₹70 crore in the previous year.

Western Railway has temporarily directed the SPV to maintain the entire track, which Company is being done successfully. This is also affecting substantial savings compared to the cost of maintenance indicated by the railways.

c. Krishnapatnam Railway Company Limited (KRCL)

KRCL was incorporated on 11.10.2006 to implement the new line project connecting Obulavaripalle to Krishnapatnam Port (113 km) in Andhra Pradesh on South Central Railway. Phase I of the project- 20 km line connecting Venkatachalam Station with Krishnapatnam Port was commissioned in November, 2008. Port is loading 14 to 18 rakes of imported cargo every day. The SPV is expecting turnover of ₹27.61 crore (provisional) for 2014-15 as compared to ₹18.35 crore in the previous year.

Construction of phase-II of the work between Obulavaripalle to Venkatachalam (93 km), which includes two tunnels with a total length of about 7.8 km, is in progress.

d. Haridaspur Paradip Railway company Limited (HPRCL)

HPRCL was incorporated in 2006 to implement the new line project connecting Haridaspur to Paradip Port (82 km) in Odisha on East Coast Railway. Land has been acquired for 68 kms out of the total project length of 82 kms. Company has faced problems from land losers as they had impeded the progress of construction at some locations demanding additional compensation. Government of Odisha had proposed for payment of ex-gratia additional compensation in 2009. An amount of ₹42.05 crore has been released till end of July 2013 out of which an amount of ₹41.093 crore has been disbursed towards payment of ex-gratia for land losers till end of March 2015. Due to return of application money of ₹27.50 crore to Posco Ltd. an equity gap has occurred.

Contract for important bridge on Luna River is under execution and Bridge on Mahanadi River has been completed and handed over to RVNL. Three new contracts have been awarded for constructing road beds and major bridges. Approval for forest land has been received. HPRCL has now achieved financial closure to meet its project funding requirements.

e. Angul Sukinda Railway Limited (ASRL)

ASRL was formed in February, 2009 to implement the new line project connecting Angul to Sukinda Road (102 km) in Odisha on East Cost Railway. The process of land acquisition is in progress through East Cost Railway. The Project requires 1200 acres of private land, 221 acres of Government land 351 acres of forest land i.e. total 1772 acres. Acquisition of both government and private land is an advanced stage. Confirmatory final location survey (FLS) has been completed. Work is in progress for earthwork formation, minor bridges and road over bridges. CONCOR

has joined as a new equity partner in the project contributing Rs.156 crore (26%) equity.

Newly formed Special Purpose Vehicle (SPV)

a. Dighi Roha Rail Limited(DRRL)

A Memorandum of Understanding was signed between RVNL and Dighi Port Limited on 18.4.2015 in the presence of Hon'ble Minister of Railways and the Chief Minister of Maharashtra for formation of a SPV for linking the port to the rail head at Roha. The name of the SPV as approved by the Ministry of Corportae Affairs is Dighi Roha Rail Limited. The incorporation of this SPV is under process.

b. Formation of a SPV named Indian Port Rail Corportation Limited between RVNL and Major Ports of India under Ministry of Shipping

A new SPV named Indian Port Rail Corporation Limited has been registered as a Company on 10.7.2015 under the Companies Act, 2013 by Ministry of Shipping with an initial Authorised Capital of ₹500 Crores. The stakeholders are 12 Major Ports and RVNL. RVNL's equity participation is limited to Rs. 10 crore only i.e. 10% of the initial subscribed share capital. This SPV has been formed to undertake maintenance, upgradation and modernisation of the Port Railways and also provide capacity augmentation wherever required.

Bankability studies

During the year,

- **Bankability reports for the following projects, which were assigned to RVNL, have been completed and sent to Ministry of Railways for taking further action:**

(a) Rail connectivity to Rewas Port (in Maharashtra);

- **Bankability study approved by BOD/RVNL:**

(a) Bhimsen - Jhansi Doubling with RE

(b) Rewari- Manheru Doubling

(c) Habibganj- Itarsi 3rd lIne

- **Bankability studies under approval of BOD/RVNL**

(a) Bina – Kota Doubling



- (b) Rani-Keshavganj Doubling
- (c) Tamluk-Basulaya Doubling
- (d) Tiruvallur-Arrakonam 4th line
- (e) Guntur-Tenali Doubling
- (f) Goelkera –Manoharpur 3rd line
- **SPVs under formation:**
 - (a) Rail Connectivity to Dighi Port (MOU signed between RVNL and Dighi Port Ltd)
 - (b) SPV under Ministry of Shipping where RVNL is also an Equity Partner
- **Bankability studies in Progress:**
 - (a) Preparation of Business Plan for Kutch Railway Company
 - (b) Rail connectivity to Cement plants From Sanjamala station on South Central Railway

SUBSIDIARY:

High Speed Rail Corporation of India Limited (HSRC)

High Speed Rail Corporation of India Ltd. (HSRC) has been formed as a wholly owned subsidiary of Rail Vikas Nigam Ltd. (RVNL), with the approval of President of India, to develop High Speed Rail (HSRC) Corridors in India to run passenger trains at speed of upto 350 km per hour. The details of Corporation and Projects being undertaken by HSRC may be seen in the Directors Report included as Part 'I' of the Report.

PERSONNEL DEVELOPMENT

The HR policies in RVNL have been aligned with the short-term and long-term requirements of experienced and skilled personnel in the Company. Being a project based Organisation, the requirement is largely met by drafting Railway employees on deputation who bring with them rich experience of working on the Indian Railways. RVNL has also a cadre of its own, created by absorbing willing employees from Railways and PSUs. As on 31.3.2015, the strength of the company stood at 415, out of which 126 are regular employees. As per requirement RVNL possesses one of the finest pools of technical manpower to the development of rail infrastructure in the country.

Employees are considered as a valuable asset of the organisation and RVNL has attractive and employee-friendly policies to boost the morale and motivate employees to perform to the best of their abilities. To offset the rising rental cost of residential accommodation, suitable increase in the ceiling limits for private lease accommodation have been made. RVNL management appreciates that development of talent is most essential to achieve and maintain a competitive advantage. To enhance the efficiency and skills and to keep them abreast with the latest technological changes in rail construction, employees have been nominated to various managerial and technical training programmes and seminars relevant to functional requirements. During 2014-15, 594 mandays of training were imparted to the employees through various training programmes.

RVNL recognizes the services of meritorious employees through individual/ group awards by presenting shields and cash awards on the occasion of Annual Foundation Day celebrations held on 12th April 2014. Besides individually awarding 17 meritorious employees, shields were presented by Chairman, Railway Board and Member Engineering, Railway Board to the following Project Implementation Units for their excellent performance:-

1.	Best PIU (Winner)	Chennai
2.	Best PIU (Runner up)	Bhopal
3.	Best Doubling Project	Gooty-Pullampet patch (PIU Secunderabad)
4.	Maximum Expenditure	PIU, Chennai
5.	Best PIU in Metro Project	New Garia-Airport Project (PIU, Kolkata)
6.	Best Workshop Project	CLW - Dankuni Workshop (PIU Majerhat, Kolkata)
7.	Best PIU in RE project	PIU, Secunderabad
8.	Best PIU in Signalling Work	PIU Line, Kolkata

GROUP AWARDS:

- i) Chief Project Managers-II & III/Bhubaneshwar and their team
- ii) Chief Project Manager/Hubli and his Team
- iii) Group General Manager/Elect./Bhopal & his Team
- iv) Chief Project Manager/Majerhat (Kolkata) & his Team

As a welfare measure to employees, the services of a Allopathic and Homeo physician have been engaged in the Corporate office. The Company provides best facilities for medical treatment. The ceiling limits to room rents for indoor treatment of the employees have also been revised in line with the room rents charged by major hospitals.

The Company observed ‘Swacch Bharat Abhiyan’ and undertook cleanliness drives in the Corporate Office premises and at Project Implementation Units of RVNL.

Industrial relations

Cordial industrial relations have been maintained throughout the year.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has in place an Anti-Sexual Harrassment policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention , Prohibition & Redressal) Act, 2013. An Internal Complaints Committee called “Vishaka Committee” has been set up in RVNL to redress complaints received regarding sexual harassment. All employees are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the calendar year.

Number of Complaints received: NIL

Number of Compaints disposed off: NIL

Right to Information Act

The Right to Information Act has been implemented in RVNL in letter and spirit and timely responses are given to the

queries. The Company has nominated an Appellate Authority/Central Public Information Officer for the Corporate Office and an Asstt. Public Information Officer for each PIU. During 2014-15, 42 applications were received and disposed off in time.

Rajbhasha (Official Language)

RVNL makes continuous efforts to implement the directives of the Government of India on use of Rajbhasha (Official Language) in RVNL. The Rajbhasha Wing in RVNL is under HR Department with a part-time Mukhya Rajbhasha Adhikari, Upmukhya Rajbhasha Adhikari and a regular Assistant Manager (Rajbhasha). The Mukhya Rajbhasha Adhikari and Upmukhya Rajbhasha Adhikari maintain constant co-ordination with Rajbhasha Directorate of the Railway Board. During 2014-15, four meetings of Rajbhasha Implementation Committee of RVNL have been held with the representatives of Railway Board’s Rajbhasha Directorate. , Hindi Essay Writing competition, Hindi Noting & Drafting competition & Hindi Shabd Gyan competitions were also held on the occasion of Hindi Divas on 14th September, 2014 and ₹21,200/- was awarded amongst successful participants in the form of cash prizes. In addition to this, Late Mr. Sankar Dayal Singh Smriti Nagad Puraskar were also given to those RVNL officials who have done their maximum official works in Hindi.

The company has set up a reading room-cum-library in the Corporate Office with a good collection of Hindi books, news papers and periodicals. The RVNL website has Hindi version pages also and is quite popular among the users.

Presidential Directives

The Company did not receive any Presidential Directive from Ministry of Railways during 2014-15.

4. VIGILANCE

The Vigilance department in RVNL is manned by a Chief Vigilance Officer, one GM/Vigilance (Part time), two DGMs/Vigilance and one Manager/Vigilance.

As part of its remit, RVNL vigilance efforts were chiefly



directed towards a series of preventive checks for addressing system deficiencies as well as corrective action for lapses wherever noted. In particular, these checks evaluated quality compliance with work procedures/practices including quality control and assurance during project implementation.

Preventive measures:

During 2014-15, six preventive checks on establishment issues, as well as selected works items, were conducted and recommendations made for improved compliance in regard to maintenance of service & leave records of RVNL personnel. These checks also addressed issues of compliance with contractual provisions on project management consultancy.

Apart from these checks, inspections of five projects were carried out to evaluate contract management with a focus on tendering procedures and compliance with quality control and specification standards prescribed by the Company.

RVNL Vigilance actively pursued with the Management and CTEO (Chief Technical Examiner Organization) for resolution of various issues raised by CTE during their intensive examination of project execution. During the year 2014-15, replies to 78 pending paras of all intensive examinations in the previous years were submitted and 52 paras were closed on satisfactory compliance and system improvement. Additionally, recovery of ₹4,81,53,578/- was made from contractors towards penalties and liquidated damages.

Some major system improvements made during 2014-15 covered the following areas:-

- Certainty in calculation of discounts on the prices quoted in a bid.
- Provision of separate rates for pre-cast and cast-in-situ girders.
- Provision for publication of the International Competitive Bidding (ICB) tenders of RVNL in 'India Trade Journal'.

- Compliance with penal provisions in case of failure to deploy key personnel as per contractual commitments.
- Guidance on preparation of Estimates with regard to rates of items banned by Tender Committees.
- Enhancing transparency in passing of bills.

Recovery:

As a result of inspections and preventive checks conducted by the Vigilance department, a penalty of ₹49,35,599/- was levied on the contractors for deficiencies in performance and recovery of the same was ensured.

Investigation:

The complaints received by Vigilance from time to time were dealt with as per prescribed procedure. The verifiable facts, if any, raised in the complaints were investigated and surprise checks done, as deemed fit. During the year 2014-15, one compliant was investigated that led to a recommendation for administrative action against one RVNL employee.

A detailed investigation report on certain issues raised by CTE organization of CVC during prior year was submitted to Railway Board Vigilance for necessary action.

Disciplinary Action:

During the year 2014-15, two major penalty cases and three Administrative Action cases were concluded with the imposition of penalties/administrative actions, as advised by CVC.

Periodic reports to CVC/Railway Board:

The status of pendency of various matters namely inspections, complaints, disciplinary cases and miscellaneous matters was regularly apprised to CVC/Railway Board through periodic monthly, quarterly and annual reports.

Vigilance Awareness Week:

The Vigilance Awareness Week was celebrated in RVNL from 27th October to 1st November 2014 commencing with

the administration of pledge by all officers and staff. An interactive session of RVNL officers on the theme - “Combating Corruption - Technology as an enabler” - was organized on 27th October 2014 in the Corporate Office of RVNL. RVNL’s 9th Vigilance Bulletin was also released on the occasion.

5. MEMORANDUM OF UNDERSTANDING

The Company secured “Excellent” rating by Department of Public Enterprises for the year 2013-14 on the basis of achievement of the committed targets as agreed to in the Memorandum of Understanding signed between RVNL and Ministry of Railways. This is the fourth consecutive year for which the Company has been rated as “Excellent”.

In 2014-15, the Company has been able to achieve the targets set in the MoU and even surpassed them. RVNL completed Doubling of 205.68 km against an “Excellent” target of 200 km under project implementation and 49.0 km against a target of 48.3 km under completion of projects section of projects with specific timelines. Completion of 184.9 km Railway Electrification was achieved against an excellent target of 180 km and 32 km of Railway Electrification against a target of 30.0 km under completion of projects section of projects with specific timelines. The Company was also able to meet the targets set for all financial, enterprise specific, sectors specific, Corporate Social Responsibility in the MoU for 2014-15. Accordingly, the Company is expecting to achieve an “Excellent” rating for 2014-15 as well.

During the year, the Company signed a Memorandum of Understanding (MoU) with Ministry of Railways fixing its physical, financial targets and other sector specific targets for 2015-16.

6. PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO ETC.

Conservation of Energy and Technology Absorption

RVNL is conscious of the limited nature of conventional

sources and the importance of using our energy resources wisely. Initiatives taken to create awareness about conservation of energy among employees has resulted in a steady reduction in energy consumption at Corporate Office. In addition, various state of the art systems have been installed and environment friendly technology has been adopted in the Corporate Office building.

Environment friendly equipments like solar heaters, solar lights etc are being installed in projects/ offices of the Company.

Implementation of an Integrated IT Solution for RVNL

RVNL is undertaking implementation of an Integrated IT Solution for Corporate office as well as all the Project Implementing Units. The proposed solution will cover computerization of all the core business processes including project planning, e- tendering, monitoring of project execution, associated finance functions and personnel management etc. In this regard, M/s Accenture have been appointed as Consultants for the system, and the main solution is being developed and implemented by M/s L&T Infotech Ltd. The pay-roll module is expected to go live by end of December 2015. Finance Module, email solution and Portal along with employee self-service are expected to be functional at the beginning of the next financial year. The other modules will be progressively taken up for implementation.

Foreign Exchange Earnings and Outgo

During the financial year 2014-15, the Company spent ₹29.87 lakh in foreign exchange on foreign travel of Company’s officials etc. & ₹7.31 crore on Project Management Consultancy. The Company, however, did not earn any Foreign Exchange.

7. RISK MANAGEMENT

RVNL has a formal Risk Management Policy duly approved by the Board of Directors. The Policy aims to review the exposure of RVNL to various risks and the mitigation measures to be taken periodically. It also strives to increase



awareness among its employees and other stakeholders about possible risks and measures to control the same.

Your Company has a Risk Management Committee under the chairmanship of Mr. Mukul Jain, Director (Operations) with Mr. S.K. Dhiman, ED (Projects), Dr. Monica Agnihotri, GM (Marketing), Mr. Ajay Kumar, GGM (HR) and Mr. Mukesh Kumar Singh, GM (F) as members. The Committee met four times during the year on 27.6.2014, 26.9.2014, 18.12.2014 and 18.3.2015. Significant risks identified by the Committee include risks arising from time and cost overrun in implementation of projects, risks associated with delay in land acquisition, risk of dependency on Indian Railways for financing RVNL projects etc. During the year Committee identified a major risk arising from New Land Acquisition Act 2013 coming into force from 1.1.2014 which may result in delays in project execution. A number of measures to minimize the claims of the contractors, recommended by the Committee, have been accepted by RVNL management and circulated to units for compliance.

The Committee has engaged a professional firm for preparing a detailed document on Enterprise Risk Assessment and Management in RVNL. This firm after completing interactions with various stakeholders and site visits to the Project Implementation Units have submitted an interim report which is under review before circulation. The Committee has also proposed to document the risks faced during project execution, and prepare a compendium of case studies for guidance of project managers.

8. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Corporate Social Responsibility Committee comprises of Mr. K. K. Aggarwal, Part Time Official Director, Mrs. Gita Mishra, Director (Personnel), Mr. Vijay Anand, Director (Projects), Mr. A. K. Ganju, Director (Finance). The Committee has formulated and recommended a Corporate Social Responsibility policy (CSR policy) to the board for approval indicating the nature of activities to be undertaken

by the Company and process for implementation of the same..

The key philosophy of CSR and Sustainability, as enshrined in the policy, activities is to meet the following broad objectives:

1. Implementation in project/programme mode
2. Focus on periphery of project areas of RVNL
3. Thrust areas of education and healthcare
4. Inclusive growth of society with emphasis on development of weaker sections of society and in the backward districts of the country.

During the year, the Company has spent ₹4.54 crore (around 2.82% of the average net profit of last three financial years) on CSR initiatives.

The CSR policy may be accessed on the Company's website at the link http://www.rvnl.org/admin/uploaded1/leftdocument/20141117161351_CSR%20Policy%20Oct%202014.pdf.

The report on CSR activities is annexed as **Annexure "C"**.

9. RESEARCH AND DEVELOPMENT

In accordance with the guidelines issued by Department of Public Enterprises, a Board level Committee headed by an independent Director has been constituted. During the year, the Board level Committee reviewed the status/progress of implementation of items identified in the five year plan for R&D (2011-16) and decided to seek fresh suggestions from all employees for taking up new projects in addition to the project for Development of an Integrated IT solution for RVNL including Project Management, which is already in progress. After scrutiny of the suggestions received, the following two ideas were found to be original and implementable and the same have been ordered for implementation on a trial basis by the Project Implementation Units from where the suggestions were received :-

S.No.	Projects Chosen	PIU identified for implementation
1.	Replacement of existing bridges upto 1.2m span of running railway line with 1.2m RCC pipe by auguring cum pushing method	Chennai
2.	Introduction for use of reinforced earth structures to save precious land in city areas.	Kolkata/Majerhat

The employees from whom implementable suggestions were received have been given cash award by RVNL management as recommended by the Committee.

10. CONSOLIDATED FINANCIAL STATEMENTS

In compliance with the requirements of Companies Act, 2013 the consolidated Financial Statements of RVNL have been prepared for the first time for the Financial Year 2014-15 which are presented in the Report. The accounts have

been consolidated based on the performance and activities of the SPVs and the share of RVNL in those entities as an equity partner and its wholly owned subsidiary HSRC. The related entries appearing in the Stand Alone Accounts of RVNL have been adjusted accordingly in consonance with the relevant accounting standards (AS 21 & 27). The salient features of differences in the significant entries between the Stand Alone Accounts of RVNL and the Consolidated Accounts are as under:

(₹ in crores)

Item	Figures as at 31.3.2015 Stand Alone	Figures as at 31.3.2015 Consolidated
Turn Over	3141.97	3447.73
Other Income	96.05	120.40
Direct Expenses	2890.81	3025.61
Indirect Expenses	110.86	150.57
PBT	236.34	391.94
PAT	185.71	322.69
Reserve & Surplus	593.84	931.98
Net Worth	2678.86	3017.00

11. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

A report on the performance and financial position of subsidiary, associates and joint venture Company as per Companies Act 2013 is provided as **Annexure "F"** to the Consolidated financial statement.

12. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm that -

- in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;



- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis.
- e) 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.

13. DIRECTORS AND KEY MANAGERIAL PERSONNELS

At the beginning of the year (1.4.2014), there was only one Independent Director on the board. The Company has been requesting Ministry of Railways for nomination of the same.

Mr. R.S. Sharma completed his tenure of 3 years as Independent Director on the Board of RVNL on 10.6.2015. Mr. Anjum Pervez, ED (Project Monitoring)/ Railway Board was appointed as Part-Time Official Director vice Mr. V P Dudeja, ED (Works)/Railway Board by the Ministry of Railways on 28.8.2015.

The Directors would like to express their gratitude to all their predecessors for their invaluable contribution.

The Company had received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013.

On the date of report, the strength of the Board of Directors of the Company is seven Directors comprising of five functional Directors including Chairman and Managing Director and two part-time official Directors.

The following Directors are holding office as on the date of the report:-

- | | | | |
|----|--|----|---|
| 1. | Mr. S.C. Agnihotri
Chairman and Managing Director | -- | from 27.1.2010 as Managing Director and
from 5.3.2013 onwards as CMD
[Extended upto 31.8.2018]
from 13.10.2008 onwards |
| 2. | Ms. Gita Mishra
Director (Personnel) | -- | |
| 3. | Mr. Mukul Jain
Director (Operations) | -- | from 16.6.2010 onwards
[Extended upto 31.12.2016] |
| 4. | Mr. Vijay Anand
Director (Projects) | -- | from 9.4.2011 onwards |
| 5. | Mr. Ashok K. Ganju,
Director (Finance) | -- | from 12.9.2011 onwards |
| 6. | Mr. Anjum Parvez,
ED (Project Monitoring)/Railway Board,
Part- time (official)
Director | -- | from 28.8.2015 onwards |
| 7. | Mr. K. K. Aggarwal,
ED (W&P)/Railway Board,
Part-time (official)
Director | -- | from 22.1.2014 onwards |

Woman Director

In terms of the provisions of Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, a Company shall have at least one Woman Director on the Board of the Company. Your Company has Mrs. Gita Mishra as Director Personnel on the Board of the Company since October 2008.

Appointment/Resignations of Key Managerial Personnels

Mr. S C Agnihotri, Chairman & Managing Director, Mr. Ashok K Ganju, Director (Finance) & CFO and Mrs. Kalpana Dubey, Company Secretary are Key Managerial Personnels (KMP) as per the provisions of the Companies Act, 2013.

None of the KMP has resigned or appointed during the year under review.

Annual evaluation by the Board of its own performance and that of its Committees and Individual Directors

RVNL being a Government Company is exempted vide notification No. F.No.1/2/2014-CL.V dated 5.6.2015 issued by Ministry of Corporate Affairs, to comply with the provisions of Sec 134(3)(p) with respect to Annual evaluation by the Board of its own performance and that of its Committees and Individual Directors. In case of RVNL, the performance evaluation of Directors is done by the Ministry of Railways.

Number of Meetings of the Board

During 1st April, 2014 to 31st March, 2015, the Company held five Board meetings to transact business i.e, on 12th May, 2014, 15th July, 2014, 14th October, 2014, 13th January, 2015 and 26th March, 2015.

14. AUDITORS

a) Statutory Auditor

The Comptroller & Auditor General of India has appointed M/s Kumar Chopra & Associates Chartered Accountants as Statutory Auditors of the Company for the year ended 31st March, 2015. The Board would like to thank them for their

valuable support and guidance during the audit of accounts under review.

b) Secretarial Auditor

The Board of Directors has appointed M/s S.C. Baluja (practicing Company Secretary) to conduct Secretarial Audit for financial year 2014-15.

The Secretarial Audit report for the financial year ended 31st March, 2015 is annexed herewith marked as **Annexure "D"** to this report.

15. DISCLOSURES

Audit Committee

The Audit Committee comprises of Mr. Mukul Jain, Director (Operations), Mr. K K Aggarwal, Part time Official Director and Mr. Anjum Pervez, Part time Official Director. All recommendations made by the Audit Committee were accepted by the Board.

Extract of Annual Return

Extract of the Annual Return of the Company is annexed herewith as **Annexure "E"** to this report.

16. COMMENTS OF COMPTROLLER & AUDITOR GENERAL (C&AG) OF INDIA

The Comptroller & Auditor General of India has undertaken supplementary audit on the accounts of the Company for the year ended 31st March, 2015 under Section 139(5) of the Companies Act, 2013. The comments of the C & AG on the Annual Accounts of the Company for the year ended 31st March, 2015 shall also form part of this report.

17. ACKNOWLEDGEMENTS

We take this opportunity to gratefully acknowledge the cooperation, guidance and support received from Ministry of Railways (MoR), Ministry of Finance, Department of Public Enterprises, various banks, Asian Development Bank, the Zonal Railways, IRFC, RITES, IRCON, RLDA and our equity partners in Joint Venture SPVs for their continued interest and support to the Company. The Directors would like to express their thanks for the devotion, commitment



and dedication of each and every employee of the Company due to which your Company could face the new challenges and opportunities and create a niche for itself as a major provider of rail infrastructure in the country. The Directors also place on record their appreciation to the officials of Comptroller & Auditor General of India for their guidance

during the year under review. Last but not the least, the Directors would like to express their deep appreciation and gratitude towards all their predecessors who have been associated with RVNL, for their invaluable contribution to the growth and development of the Company in attainment of the Company's aims and goals in all spheres.

New Delhi

Dt: 31.8.2015

For and on behalf of Board of Director

Sd/-

(S. C. Agnihotri)

Chairman and Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Over the years Indian Railways has emerged as the world's fourth largest Rail freight carrier and largest passenger carrier. It runs 12,617 trains carrying over 23 million passengers and 3 million tonnes of freight per day. It is the backbone of India's transport infrastructure and the quality, capacity and the performance of Railways' infrastructure is of crucial importance for the nation. Experts have noted that the contribution of Indian Railways is around 1.2% of the GDP and that by 2020 it should reach about 3% to ensure sustainable economic development of the country.

However, Indian Railways is presently faced with a critical infrastructure deficit as the main traffic carrying routes are saturated. It has been highlighted that there are 1219 sections on the high density network, out of which 492 are running at a capacity of more than 100% and 228 sections are running at a capacity of between 80% to 100%. At the same time the road sector has developed significantly resulting in a steady increase in the share of traffic being moved by roads at the cost of the Railways whose share has reduced to less than 30%. Alarming, this is also true for the traditional bulk cargo of Railways such as coal, cement, steel etc. On a wider perspective, reduction in traffic share is not in the national interest as the Railways are the most energy efficient and environment friendly mode of transport on land.

While presenting the Railway Budget 2015-16, Mr. Suresh Prabhu, Hon'ble Minister for Railways has stated that one of the priorities identified is to significantly improve capacity on the existing high density network and the emphasis will be on gauge conversion, doubling, tripling and electrification projects. Over the next 5 years, the Ministry envisages an investment of Rs. 8.5 lakh crore in railway infrastructure. For

this, multiple sources of funding will have to be identified. As a preliminary initiative the Ministry of Railways has entered in an MoU with Life Insurance Corporation (LIC) for leveraging Rs. 1.5 lakh crore of investment during the next 5 years. Other sources of investment are also being explored. In fact, RVNL was created in 2002 as a result of a non-budgetary investment initiative for the creation and augmentation of rail infrastructure called National Rail Vikas Yojana (NRVY) which was launched by the then Hon'ble Prime Minister of India, Mr. Atal Behari Vajpayee. Accordingly, it has played a significant role in the raising of funds for project implementation through the SPV route. RVNL has established five SPVs, which have generated substantial revenues with only a limited contribution of equity by Indian Railways. However, the company's role in raising EBR from market borrowings has been limited to projects financed by IRFC (as decided by Railway Board). With the policy thrust of the Ministry for a major investment in rail infrastructure and fast track implementation of projects, RVNL anticipates that it will have a major role to play as per its original mandate in the leveraging of Extra Budgetary Resources for development of the rail network of the country.

Over the years, RVNL has successfully established its credentials for fast track delivery of Railway infrastructure projects. Initially RVNL had started with the execution of doubling, gauge conversion, new lines and Railway electrification projects. Having established itself in the area of project execution, the Company has now diversified and is executing projects of varied types including construction of Metro lines and workshops. RVNL has also been assigned the technically challenging Rishikesh Karanprayag new line in Himalayas for execution. The alignment has now



been finalised after detailed geo-technical and other studies. Recently another challenging project in Himachal Pradesh, namely Bhanupalli- Bilaspur new line, has also been assigned to RVNL for execution. RVNL is also emerging as a major provider in increasing the Railway Electrification network.

RVNL has also recognised the vast potential for building a High Speed Rail Network in the country and with the approval of President of India has formed High Speed Rail Corporation of India Ltd., as its subsidiary. This initiative will ensure that RVNL will have a significant role to play in the delivery of high speed rail infrastructure in the country while HSRC will plan for operating the system in partnership with global service providers on PPP basis. A suitable financial model for implementing HSR projects will have to be formulated accordingly.

Rail Vikas Nigam Limited (RVNL) – A Synopsis

Rail Vikas Nigam Limited, a Public Sector Undertaking of Ministry of Railways, was created in 2003 under the National Rail Vikas Yojana (NRVY) to implement railway projects for capacity augmentation viz. gauge conversion, new line, doubling or third line through budgetary and non-budgetary resources to remove bottlenecks on the Indian Railways network, and to facilitate execution of port connectivity and multimodal corridors to the hinterland on a fast track basis. With the assignment of independent Railway Electrification works, metro works in Kolkata and construction of workshop projects, technically challenging projects in hilly regions (such as Rishikesh-Karanprayag, Bhanupalle-Bilaspur in Himachal Pradesh) RVNL has emerged as a major provider of rail infrastructure projects in fast track mode.

RVNL works on a turnkey basis and undertakes the full cycle of project development from concept to commissioning. It has been mandated to undertake resource mobilization directly, or by creation of project specific SPVs or any other financing structure, appropriate for various kind of projects.

Strengths/Weaknesses / Opportunities/Threats

Strengths

- RVNL has successfully mobilized funds for the construction of new lines by creating project specific SPVs with strategic stakeholders. Its large capital base can be leveraged to raise funds as per its original mandate.
- MoR has delegated the authority to RVNL for sanctioning of estimates within prescribed limits and for awarding contracts of any value enabling RVNL to implement projects faster.
- As RVNL can award large value contracts, it has been able to attract the best infrastructure companies in India.
- It has developed expertise in undertaking all stages of project development -from concept to commissioning.
- RVNL has developed the requisite skills and experience to follow ADB procedures and ensure Resettlement and Rehabilitation of Project Affected Persons to implement socio-economic safeguards.
- It has refined its tendering processes and introduced innovative concepts like multi-package tenders resulting in faster decision making and savings in overall costs
- It has a sound and robust financial management system, allowing for effective monitoring and control of expenditure
- It is a lean organisation with a qualified, expert, technical manpower base.

Weaknesses

- RVNL is largely dependent on the Ministry of Railways for funding of projects which may prove detrimental for the future growth of the Company and for timely implementation of projects.
- RVNL has not been notified as a Zonal Railway and accordingly does not have the authority to approve

drawings, designs etc.

- The progress of projects often gets impaired on account of delays in securing the necessary approvals for plans, granting of traffic blocks, etc. from Zonal Railways.
- Changes in approved plans by the Railways, during execution of projects, results in delays.
- RVNL does not have the freedom to plan execution of projects and has to follow priorities set by Railways.
- RVNL is dependent on MoR for approval of projects to be taken up through SPV route and terms of the Concession Agreement.

Opportunities

- RVNL can play a significant role in raising extra-budgetary resources for project execution as this is a specific mandate of the company and has experience of implementation of projects in PPP mode.
- With the work of implementation of Kolkata Metro projects, RVNL has developed expertise for implementation of metro projects in other cities across the country.
- RVNL has successfully constructed major workshops for Indian Railways in fast track mode. RVNL can thus undertake implementation of large buildings, factories, townships etc. for other agencies as well.
- With RVNL's growth as a major provider of a variety of rail infrastructure, there is an opportunity of securing rail infrastructure projects overseas.
- RVNL is implementing Rishikesh – Karnaprayag project in the Himalayan region and can also take up more such projects in hilly terrain.
- RVNL has formed a subsidiary company for the development and implementation of High Speed Rail projects - High Speed Rail Corporation of India Ltd. which can provide opportunities for:
 - Implementation of High Speed Corridors in the country

- upgradation of some routes for semi high speed operation as planned by MoR, e.g. Chennai-Bangaluru-Mysore (130 km) etc.

Threats

- The shortage of technical manpower, with requisite experience in the rail sector, is a major constraint in the delivery of projects.
- A large percentage of RVNL's skilled manpower is on deputation from Indian Railways. In case of adverse terms of deputation, e.g. with regard to provision for retaining railway accommodation by deputationists, it will be difficult to attract/retain them in the long run.
- Land acquisition issues hamper the progress of projects.
- Delays in clearances for project execution such as tree-cutting, removal of utilities from the construction of viaducts for metro rail projects etc.
- A number of projects are being executed along existing running lines, which makes safety a serious challenge.
- Projects are adversely affected due to poor law and order conditions such as those in Left Wing Extremist affected districts.

Industrial Relations

Industrial Relations remained harmonious and cordial.

Strategies

The Company is taking measures for ensuring cost control and timely delivery of projects, without any compromise on quality for the execution and delivery of rail infrastructure projects on a fast track basis. RVNL can play a significant role in Ministry of Railways efforts of raising extra-budgetary resources for project implementation, especially through the SPV route. Innovative models for project financing will also have to be explored. RVNL has also requested Ministry of Railways that it may be permitted to leverage its equity base to raise funds from the market as per its mandate.



RVNL has created a permanent cadre through absorption to provide institutional continuity and to reduce the dependence on seeking officers and staff on deputation from Railways. Most of the workforce consists of qualified technical staff with experience in Railways and/or its PSUs. Wherever required, RVNL has also recruited specialists to provide expert guidance in its project implementation.

A comprehensive and appropriate training programme is being implemented to develop competent, suitably skilled and qualified manpower. Efforts are also being made to transfer skills and best practices from other infrastructure sectors and acquiring skills related to execution of Railway projects.

The Mission, Vision and Objectives of the Company as per the MoU are mentioned below:

Mission

To create state of the art Rail transport infrastructure to meet the growing demand.

Vision

To emerge as the most efficient provider of Rail infrastructure, with a sound financial base and global construction practices, for timely completion of projects.

Objectives

- To undertake and execute successfully project development, financing and implementation of projects relating to infrastructure, especially Rail infrastructure
- To mobilize financial and human resources for project implementation;
- Timely execution of projects with least cost escalation;
- To maintain a cost effective organizational set up;
- To encourage public private participation in Rail related projects managed by RVNL;
- To be an infrastructure Project Execution Company committed to sustainable development and

environment friendly construction practices of Rail related projects in the country;

- To acquire, purchase, license, concession or assign Rail infrastructure assets including contractual rights and obligation with the approval of MoR whenever required.

Outlook

As per the MoU between RVNL and Ministry of Railways for the year 2015-16, RVNL has been assigned a target to achieve 261 km of Doubling/third line and 210 km of Railway Electrification during the year.

Concerns

Over the past few years RVNL has been augmenting its organisational capacity for project implementation and achieved a turnover of Rs. 3141 crore in 2014-15. The Company is in a position to further increase the turnover, which however, will be dependent on the continued availability of assured funding from the Ministry or directions with regard to raising of Extra Budgetary Resources. In the long term, as project development requires a lead time of approximately 18 months, the Ministry will have to consider the regular assigning of additional projects to RVNL for execution so that the momentum of growth can be sustained.

Delays in land acquisition, finalization of plans by users, timely clearance of permissions from other government departments (mainly Ministry of Environment and Forests), law and order problems, and the continued support from Ministry of Railways are main concern areas in project execution.

Internal Control Systems

Effective internal control systems have been put in place for monitoring the implementation of projects including periodic reviews of the physical and financial progress, evaluation of efficiency of cost control measures based on inputs of both the Technical and Finance Departments.

Reviews of the progress and nature of expenditure is regularly conducted by the Finance and Accounts Department and reports thereon are submitted to Management. Budgetary reviews are also conducted. A system of internal audit by an external firm ensures the efficacy of control systems and also submission of comments on the appropriateness of incurrence of expenditure, and their accountal, by the Company. The reports of the internal auditor are periodically reviewed by Audit Committee of the Board of Directors and implementation of recommendations are monitored. The Annual Accounts of the Company are also subject to scrutiny by the Statutory Auditor appointed by CAG and Audit by CAG.

Human Resource Development and Industrial Relations

Rail Vikas Nigam Limited endeavors at enhancing the capabilities of the organization in acquiring, developing, motivating and retaining its human resources in an

environment in which team work and cooperation among employees contributes to the growth and well being of individual employees as well as the organization as a whole. Emphasis is laid on employees maintaining work life balance.

To strengthen its position, the Company has formed a nucleus of its own permanent cadre through an Absorption Policy along with a Recruitment & Promotion Policy as approved by the Board of Directors of RVNL.

Cautionary Statement

Statements in the Management Discussion and Analysis Report describing the Company's strengths, strategies, projection and estimates are forward looking statements and progressive within the meaning of applicable laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, government policies and other incidental factors. Readers are cautioned and not to place undue reliance on the forward looking statements.



REPORT ON CORPORATE GOVERNANCE

1. The Company’s Corporate Governance Philosophy

At RVNL, Corporate Governance is not solely restricted to regulatory or structural remedies. At your Company, it is a culture, which is based on trusteeship, transparency, empowerment, accountability and corporate ethics.

Your Company has always shown commitment towards its Code of Corporate Governance, which is, **“To act in accordance with the highest standards of professional integrity, honesty, ethical conduct and to be proficient, professional and profitable by upholding and promoting transparency and accountability.”**

RVNL has taken initiatives to strengthen the Corporate Governance framework internally by implementing policies viz., Code of Conduct for Board members and Senior Management and Whistle Blower Policy. To attain the set goals and targets, your Company has been guided by the following **key values**:

- Zeal to attain excellence in performance;
- To act as a team;
- Honesty and justice in dealings;
- Firm obedience to commitments undertaken;
- Timely completion of work;
- Respect for dignity and potential of individuals;
- Devotion and pride towards RVNL.

2. Board of Directors

The Board lays down the Company’s policies and procedures and oversees their implementation to ensure attainment of the objectives of the Company. The Board of Directors consists of experienced professionals who constantly endeavour to set goals to align with the Company’s Mission,

(i.e. “To create state of the art Rail transport infrastructure to meet the growing demand”) and Vision,

(i.e. “To emerge as the most efficient provider of Rail infrastructure, with a sound financial base and global construction practices, for timely completion of projects.”)

Your Company, being a Government Company, as defined under the Companies Act, 2013, appointment/nomination of all the Directors is done by President of India through Ministry of Railways. The Articles of Association of your Company provides that the strength of the Board shall not be less than three (3) Directors and not more than twelve (12). These Directors may be either whole-time Directors or part-time Directors.

Composition of the Board:

The present strength of the Board of RVNL comprises of seven (7) Directors. The composition of the Board includes five (5) whole-time Directors including Chairman and Managing Director, and two (2) Government Nominees (on behalf of Ministry of Railways) as (part-time) (official) Director.

The age limit of Chairman and Managing Director and other whole-time Directors is 60 years.

The Chairman and Managing Director and other whole-time Directors are appointed for a period of five years from the date of taking over of charge or till the date of superannuation of the incumbent or till further orders from the Government of India, whichever event occurs earlier.

Government Nominee Directors representing the Ministry of Railways, Government of India, retire from the Board at the discretion of the nominating authority or on their ceasing to be officials of the Ministry of Railways.

Independent Directors are appointed by the Government of India, usually for a tenure of 3 years.

The composition of the Board of RVNL during the year, along

with Directorships and memberships/chairmanships in the Committees held by them is reproduced in the table below:

Directors on the Board of RVNL

S.No.	Category of Directors	Name of Directors	Number of Directorships/ Chairmanships in public limited companies excluding RVNL *	Total No. of Committee Memberships/ Chairmanships in public limited companies including RVNL#	
				As Chairman	As Member
(a) Whole-time Directors					
1.	Chairman and Managing Director	Mr. S.C. Agnihotri	1 {Chairman - HSRCIL}	Nil	Nil
2.	Director (Finance)	Mr. Ashok K. Ganju	1 {Director - HSCRIL}	Nil	3
3.	Director (Operations)	Mr. Mukul Jain	1 {Director - HSCRIL}	1	2
4.	Director (Personnel)	Ms. Gita Mishra	Nil	Nil	2
5.	Director (Projects)	Mr. Vijay Anand	1 {Director - HSCRIL}	Nil	2
(ii) Part-time (official) Directors					
6.	Executive Director (Works) Railway Board (From 28.06.2013)	Mr. V. P. Dudeja	3 {Director-Pipavav Rly. Co. Ltd.} {Director-Rail Infra. Structure} {Director-Kutch Railway Co. Ltd.}	Nil	2
7.	Executive Director (W&P) Railway Board (From 22.01.2014)	Mr. K. K. Aggarwal	3 {Director-BMRCL} {Director-KMRCL} {Director-CMRL} {Director-NCRTC}	Nil	4
8.	(Part-time) (non-official) (Independent) Directors	Prof. (Dr.) S. S. Chatterji (upto 12.5.2014)	1 { Director – IRCON}	Nil	3
9.		Mr. R.S. Sharma (upto..10.06.2015.)	4 {Director – CCPL} {Director-ACPL} {Director-Hinduja Leyland Fin. Ltd.} {Director-Jubilant Energy}	Nil	4

* Does not include Directorships of Foreign Companies, Section 8 Companies and Private Limited Companies.

Membership/Chairmanship in the Audit Committee and Shareholders' Grievance Committee have been considered for counting the number, as prescribed under DPE's Guidelines on Corporate Governance, 2010.



Notes:

- 1 The term “whole time” indicates functional/ executive Directors (in the whole time employment of the Company)
- 2 The term “part-time official” indicates the Directors nominated by Government (Ministry of Railways) on the Board of RVNL who are officials of the Ministry of Railways.
- 3 The term “part-time non-official” indicates the Directors who are Independent and do not hold any office in the Government, and are appointed by the Ministry of Railways.
- 4 The number of directorships held by Directors of the Company is within the limit stipulated under Companies Act, 2013.
- 5 The Directorships and Memberships/Chairmanships are based on the latest disclosure received.
- 6 Directors are not per se related to each other and do not have any pecuniary relationship or transaction with the Company.
- 7 None of the Directors are member of more than 10 committees or Chairman of more than 5 committees as laid down in DPE’s guidelines on Corporate Governance of May, 2010.
- 8 Full names of the referred companies:
 - i. HSRC – High Speed Rail Corporation of India Limited;
 - ii. BMRC – Bangalore Metro Rail Corporation Limited,
 - iii. KMRCL - Kolkata Metro Rail Corporation Limited
 - iv. NCRTC - National Capital Region Transport Corporation
 - v. CMRL – Chennai Metro Rail Limited;
 - vi. CCPL – Corevalues Consulting (P) Limited
 - vii. ACPL - Avendus Capital (P) Limited

3. Board Meetings, Committee meetings and Procedures

- a. Scheduling and selection of agenda for Board/ Committee meetings
 - The meetings are convened by giving appropriate advance notice after obtaining the approval of the Chairman of the Board/ Committee. Detailed agenda notes, along with other explanatory statements, are circulated in advance among the members for focused discussion and effective decision- making during the meeting. When urgent issues need to be addressed, meetings are called at shorter notice or resolutions are passed by circulation, which are put up in the next meeting of the Board of Directors for ratification.
 - Wherever it is not practical to attach a document to the

agenda item, being confidential in nature, the same is tabled at the meeting with approval of Chairman of the Board/Committee

- In special and exceptional circumstances, additional or supplementary items are placed on table during the meeting
- The agenda papers are prepared by the concerned officials, sponsored by the concerned Functional Director and approved by the Chairman and Managing Director.
- Duly approved Agenda papers are circulated amongst the members of the Board/Committee by the Company Secretary or the convener of the Committee.
- The meetings are usually held at the Company’s registered office.

- The members of the Board have complete access to all information of the Company. The Board is also, free to recommend any issue that it may consider important for inclusion in the agenda.
- Presentations are made to the Board/Committee covering Finance, Operations, Human Resources, Joint Venture operations, whenever required.

b. Recording of minutes of the Board/Committee meeting

Minutes of the proceedings of each Board/Committee meetings are duly recorded. Draft minutes are circulated amongst all members of the Board/Committee for their suggestions and comments. The comments received by the members are incorporated in the minutes, which are finally approved by the Chairman of the Board/Committee. The finalized minutes are entered in the Minutes Book. The minutes of the Board meeting are confirmed in the next meeting. Minutes of the meetings of the committees are included in the agenda of the Board meeting for information of the Directors.

c. Compliance of laws

RVNL endeavours that all provisions of laws, rules and

guidelines applicable to it are complied with. To ensure the same, a duly signed Statutory Compliance Certificate is obtained from all the Departments at Corporate Office level and all the Project Implementing Units which is consolidated by Company Secretary and put up to Board of Directors with the signature of Chairman and Managing Director on an annual basis.

d. Number of Board meetings

As per the guidelines on Corporate Governance released by Department of Public Enterprises in 2010, the Board meetings of RVNL are held within an interval of not more than 3 months.

During 1st April, 2014 to 31st March, 2015, the Company held five Board meetings to transact business with one meeting in the quarter ending June 2014, one meeting in quarter ending September 2014, one meeting in quarter ending December 2014 and two meetings in quarter ending March 2015.

In all cases of absence of a Director, Leave of Absence was granted under clause (b) of sub-section (1) of section 167 of the Companies Act, 2013.

Details of the dates of the meetings of Board of Directors of RVNL for the year under review are mentioned below:

66th meeting of Board of Directors	12th May, 2014
67th meeting of Board of Directors	15th July, 2014
68th meeting of Board of Directors	14th October, 2014
69th meeting of Board of Directors	13th January, 2015
70th meeting of Board of Directors	26th March, 2015



e. Attendance in Board meetings and last AGM

The details of attendance of each Director in the Board meetings held during 2014-15 and in the last AGM are mentioned below:

S.No	Name & Status of Directors	No. of Board meetings held		Last AGM attended
		Held (during their respective tenure)	Attended	
1.	Mr. S.C. Agnihotri , Chairman and Managing Director	5	5	Yes
2.	Mr. Ved Prakash Dudeja, ED (Works), Railway Board/ Director (official) (from 28.06.2013 onwards)	5	3	Yes
3.	Mr. K.K. Aggarwal, ED (W&P), Railway Board/Director (official) (from 22.01.2014 onwards)	5	5	Yes
4.	Ms. Gita Mishra, Director (Personnel)	5	4	Yes
5.	Mr.Ashok K. Ganju, Director (Finance)	5	5	Yes
6.	Mr. Mukul Jain, Director (Operations)	5	5	Yes
5.	Mr. Vijay Anand, Director (Projects)	5	5	Yes
6.	Prof. (Dr.) S. S. Chatterji, Part-time (non-official) Director (upto 12.05.2014)	1	1	No
7.	Mr .R. S. Sharma (upto 10.06.2015) Part-time (non-official) Director	5	3	No

f. Disclosures by Directors

As per the disclosures made by Directors under section 184 of Companies Act, 2013, no relationship exists between the directors inter-se. The Government Nominee Directors are officials of Ministry of Railways and thus related to the promoter.

Since, the entire paid-up share capital of RVNL is being held by Central Government (Ministry of Railways), section 152 (6) and 160 of the Companies Act, 2013, which requires not less than 2/3rd of the Directors as persons whose office is liable to determination by retirement of directors by rotation

at a general meeting, are exempted to the Company vide Notification no. [F.No.1/2/2014-CL.V]dated 5-6-2015 issued by the Ministry of Corporate Affairs.

The Company has not issued any prospectus or Letter of Offer.

4. Committees of Board:

The Company has formed the following committees of Board of Directors of RVNL:

- Audit Committee;
- Nomination & Remuneration Committee;
- Investment Committee;

- CSR Committee;
- Research & Development Committee;

Audit Committee

▶ Scope of the Committee :

The Committee acts in accordance with the Terms of Reference as per Section 177 of Companies Act, 2013 and Guidelines of Corporate Governance laid down by Department of Public Enterprises in May, 2010. The scope of the Committee is:

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board the fixation of audit fees.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors "Responsibility Statement" to be included in the Board's report under section 134(5) of the Companies Act, 2013;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with legal requirements relating to financial statements;
 - Disclosure of any related party transactions; and
 - Qualifications in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the management, performance of internal auditors and adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors and/or auditors any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the internal auditors/auditors/agencies into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To review the functioning of the Whistle Blower Mechanism.
- To review the follow up action on the audit observations of the C&AG audit.
- To review the follow up action taken on the recommendations of Committee on Public Undertaking (COPU) of the Parliament.
- Provide an open avenue of communication between the statutory auditor, internal auditor and the Board of Directors.
- Review all related party transactions in the company. For this purpose, the Audit Committee may designate a member who shall be responsible for reviewing related party transactions.



- Review with the statutory auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources.
- Consider and review the following with the Statutory auditor and the management:
- The adequacy of internal controls including computerized information system controls and security, and
- Related findings and recommendations of the Statutory Auditor and Internal Auditor, together with the management response.
- Consider and review the following with the management, internal auditors and the Statutory auditor:
- Significant findings during the year, including the status of previous audit recommendations
- Any difficulties encountered during audit work including any restrictions on the activities or access to required information.
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters.

► **Composition of the Committee**

The Company has in place an Audit Committee of the Board of Directors pursuant to Section 177 of the Companies Act, 2013 and the Guidelines on Corporate Governance issued by the Department of Public Enterprises in May, 2010. The Committee is reconstituted as and when there has been change in the Independent or part time Directors of the Company. In absence of nomination of Independent Directors from the Administrative Ministry, the composition of the Committee as on the date of report is as under:

Name of the Director	Status
Mr. Mukul Jain, Director (Operations)	Chairman
Mr. K K Aggarwal, Part-time official Director	Member
Mr. Anjum Pervez, Part-time official Director	Member

Director (Finance) is a permanent invitee for the meetings of the Audit Committee.

The meetings are also attended by senior officials of F&A Department, head/representative of the Internal Auditor and Statutory Auditors as Special Invitees. Company Secretary is the Secretary to the Committee.

► **Meetings and Attendance of the Committee:**

In accordance with the guidelines released by Department of Public Enterprises on Corporate Governance, the meetings of Audit Committee were held in an interval of less than four months. The Committee met four times during the financial year 2014-15, i.e. on 12th May 2014, 15th July 2014, 11th November, 2014, 13th January, 2015 and 26th March, 2015. The details of the attendance of each member are mentioned below:

Name of the Member with Status	Meetings held during their respective tenure	Attendance
Dr. S. S. Chatterji, Chairman (since retired)	1	1
Mr. Mukul Jain, Member	5	5
Mr. R. S. Sharma, Member (since retired)	5	4
Mr. V.P. Dudeja, Member	5	1

Nomination and Remuneration Committee

Scope of the Committee:

The Remuneration Committee has been constituted pursuant to clause 5.1 of the guidelines on Corporate Governance issued by Department of Public Enterprises, to decide the annual bonus/PRP pay pool and policy for its distribution as per the recommendations of 2nd IDA Pay Revision Committee. The nomenclature of the Committee was changed to "Nomination and Remuneration Committee" pursuant to section 178 (1) of the Companies Act, 2013. The Company being a Government Company is exempted from compliance of the provisions of section 178(2)/(3)/(4) vide Notification no. F.No.1/2/2014-CL.V dated 5-6-2015 issued by the Ministry of Corporate Affairs.

Composition of the Committee:

In accordance with the DPE's guidelines on Corporate Governance released in May 2010, the Committee was constituted with an Independent Director as Chairman. As per Section 178(1) of the Companies Act, 2013 the Nomination and Remuneration Committee shall constitute of three or more non-executive Directors out of which not less than one half shall be independent directors. In absence of nomination of Independent directors by the Administrative Ministry, after the retirement of Mr. R.S. Sharma as independent Director, the composition of the Committee as on the date of the report is as under:

Name of the Director	Status
Mr. K K Aggarwal , Part Time Official Director	Member
Mr. Anjum Pervez Part Time Official Director	Member
Mr. A K Ganju, Director Finance(without voting rights)	Member

Mr. S. C. Agnihotri, Chairman and Managing Director and Ms Gita Mishra, Director Personnel are permanent invitees for the meetings of the Committee.

Mr. Ajay Kumar, GGM (HR) is Secretary to the Committee.

Meetings and Attendance during the year:

One meeting of the Committee was held during the financial year 2014-15 and it was attended by all the members.

Details of remuneration paid to Directors of RVNL during 2014-15

- Part-time official (Government nominee) Directors

The part-time official (Government nominee) Directors on the Board of the Company do not draw any remuneration. They only draw regular remuneration from the Government of India (Ministry of Railways) as Government officials.

- Sitting fee to Part-time non- official independent Directors

The part-time non-official (Independent) Directors on the Board of the Company are paid a sitting fee of ₹12,000/- for attending Board/Committee meetings.

(Figures in ₹)

S. No.	Name of the Director	Sitting Fees		Total
		Board Meeting	Committee Meeting	
1.	Dr. S. S. Chatterji	12000	24000	36000
2.	Mr. R.S. Sharma	36000	84000	120000
	Total	48000	108000	156000



Remuneration of whole-time Directors for financial year 2014-15

S. No.	Name of Directors	Salary	Lease/Licence Fees)	Per-quisites	Performance Related Pay/ Ex-Gratia Payment *	Retirement Benefit (EPF or FSC)	Bonus/ Ex-gratia	Stock options	Total
1.	Mr. S.C.Agnihotri Chairman and Managing Director	2757581	750000	136018	2198100	264313	--	--	6106012
2.	Mr. Ashok K.Ganju Director(Finance)	2482187	600000	105251	1461240	238070	--	--	4886748
3.	Smt. Gita Mishra Director (Personnel)	2590692	--	130295	1542420	247332	--	--	4510739
4.	Mr. Mukul Jain Director (Operations)	2465405	600000	144401	1468110	235360	--	--	4913276
5.	Mr. Vijay Anand Director (Projects)	2395118	--	108505	1432260	229587	--	--	4165470
	Total	12690983	1950000	624470	8102130	1214662	--	--	24582245

Investment Committee

Scope of the Committee

In accordance with DPE guidelines, the Investment Committee of RVNL has been constituted to take investment decisions for short-term deployment of surplus funds as per financial delegation(s) of power for this purpose. The decision taken by the Committee is put up to the Board of Directors of RVNL regularly for information.

Composition of Committee

The Committee consists of Chairman & Managing Director, Director Finance and Director (Operations). Ms. Meenu Dang, GM (F) is Member Secretary to the Committee.

Meetings and attendance of the Committee

The meetings of the committee are held generally on weekly basis or as and when required, and are attended by all the members.

Research & Development Committee

Scope of the Committee

The Committee has been constituted by the Board of Directors of RVNL in accordance with the guidelines of Department of Public Enterprises (DPE) on 24.10.2011. The Committee has been constituted to monitor the progress of implementation of Research & Development, and system improvement initiatives in RVNL.

Composition of Committee: The composition of the Committee on the date of the report is as under:

Name of the Director	Status
Mr. K. K. Aggarwal, Part-time official Director	Member
Mr. Vijay Anand, Director (Projects)	Member
Mrs Gita Mishra, Director (Personnel)	Member
Mr. Ashok K. Ganju, Director (Finance)	Member
Mr. Mukul Jain, Director (Operations)	Member

Mr. S.K. Dhiman, ED/Projects is Secretary to the Committee.

Meetings and attendance of the Committee

During the financial year 2014-15, the Committee had one meeting on 15.07.2014. The details of attendance are mentioned below:

Name of the Member with Status	Meetings held during their respective tenure	Attendance
Mr. R. S. Sharma, Chairman	1	1
Mr. Vijay Anand, Director (Projects)	1	1
Mrs Gita Mishra, Director (Personnel)	1	1
Mr. Ashok K Ganju, Director (Finance)	1	1
Mr. Mukul Jain, Director (Operations)	1	1

Corporate Social Responsibility Committee

The Committee on CSR and Sustainability was reconstituted pursuant to provisions of Section 135 (1) of the Companies Act, 2013 read with the Companies Social Responsibility Rules, 2014 and the DPE Guidelines on CSR and Sustainability issued on 01.04.2014.

The scope of the CSR Committee is as under:

- formulate and recommend to the Board , a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company specified in Schedule VII;
- recommend the amount of expenditure to be incurred on the activities referred to in clause(a); and
- monitor the Corporate Social Responsibility Policy and programmes of the company from time to time.

As nomination of Independent Directors by the Administrative Ministry on the Board of the company is pending, the existing composition of the Committee as on the date of the report is as under:

Name of the Director	Status
Mrs. Gita Mishra, Director (Personnel)	Member & Convenor
Mr. Ashok K. Ganju, Director (Finance)	Member
Mr. Vijay Anand, Director (Projects)	Member
Mr. K. K. Aggarwal, Part-Time Official Director	Member



Meetings and attendance of the Committee

During the financial year 2014-15, the Committee had three meetings on 22.08.2014, 20.11.2014 and 26.03.2015. The details of attendance are mentioned below:

Name of the Member with Status	Meetings held during their respective tenure	Attendance
Mr. R. S. Sharma, Chairman	3	1
Mr. Vijay Anand, Director (Projects)	3	3
Mrs Gita Mishra, Director (Personnel)	3	3
Mr. Ashok K Ganju, Director (Finance)	3	3

Shareholders' Grievance Committee

The Company has not constituted a Shareholders Grievance Committee as the entire-paid up share capital is held by Ministry of Railways and its nominees.

General Body Meetings

The details relating to date, time, venue and the Special Resolutions passed at the last three Annual General Meetings and Extra Ordinary General meeting of the Company are placed below:

Year	AGM/EGM	Date	Time	Venue	Special Resolution passed
2014-15	3rd EGM	29.04.2014	1100 hrs.	Committee Room, Rail Bhawan	Yes, a special resolution was passed u/s 14 of the Companies Act, 2013 for alteration of Articles of Associations to reflect change in Powers of Chairman on grant of Miniratna Category-I status to RVNL.
2013-14	11th	10.09.2014	1200 hrs	Committee Room, Rail Bhawan	No
2012-13	10th	18.09.2013	1200 hrs	Committee Room, Rail Bhawan	No
2011-12	9th	21.09.2012	1600 hrs	Committee Room, Rail Bhawan	No

Annual General Meeting of current year

Date : 22nd September, 2015
Time : 1230 hrs
Venue : Committee Room (Room No. 237), 2nd Floor,
Rail Bhawan, New Delhi - 110001

Subsidiary Company

High Speed Rail Corporation of India Limited is a 100% wholly owned subsidiary company of RVNL. Chapter 6 of the guidelines issued by Department of Public Enterprises in May 2010 on Corporate Governance covers only those subsidiaries, whose turnover or net worth is not less than

20% of the turnover/networth of the Holding Company. Since, the turnover / networth of HSRCIL did not exceed 20% of the turnover or net worth of RVNL (Holding company) during 2014-15, HSRCIL is not a 'subsidiary' under the above-mentioned DPE's guidelines. Therefore, provisions relating to subsidiary companies are not applicable to RVNL. However, the minutes of the Board meetings of HSRCIL, subsidiary of RVNL are invariably placed before the Board of Directors of RVNL.

Disclosures

- The Company has not entered into any significant related party transactions with the Directors or their relatives (Disclosure made by Directors individually pursuant to section 188 of Companies Act, 2013) having potential interest with the Company at large.
- The Company has not been imposed a penalty by any statutory authority owing to non-compliance under any law, during the last three years.
- The Company has complied with the guidelines on Corporate Governance issued by Department of Public Enterprises (DPE) released in May 2010. RVNL has been including a Report on Corporate Governance and Management Discussion and Analysis Report in its Directors Report since 2007-08. The compliance to these Guidelines was also reflected in the Chairman's speech delivered at the last Annual General Meeting of the Company held on 10.9.2014.
- The Company has not received any Presidential directive during the financial year 2014-15.
- All items of expenditure debited in the Books of Accounts of RVNL are for the purpose of project execution entrusted to RVNL and are related to project expenditure.
- There are no personal expenses incurred for the Board of Directors except which are as per terms of appointment as contractual obligations.
- Details of Administrative and office expenses as a percentage of total expenses vis-à-vis financial expenses – During the year, Ministry of Railways has rationalised the revenue stream of RVNL. The

principles of allocation of administrative expenses in RVNL are approved by the Audit Committee. The percentage of administrative expenses to total turnover was 3.53 in 2014-15.

- Your Company has filed the report on Corporate Governance with the Ministry of Railways and Department of Public Enterprises in the stipulated time.
- The Company has set up a Risk Management Committee under the chairmanship of a Functional Director. The Committee meets on a quarterly basis and the recommendations of the Committee are put up to Board of Directors at regular intervals.

CEO/CFO Certification

The certificate duly signed by Mr. S.C. Agnihotri, Chairman and Managing Director {CEO} and Mr. Ashok K. Ganju, Director (Finance) {CFO}, as presented to Board of Directors, is annexed as **Annexure "B-1"** to the report.

Code of Business Conduct and Ethics

The Code of Business Conduct and Ethics as prepared in accordance with the guidelines on Corporate Governance released by Department of Public Enterprises is posted on the website of the Company, www.rvnl.org.

The Compliance of the Code of Conduct has been affirmed on the basis of confirmation received from all the Board members and senior management personnel for the financial year 2014-15. A declaration to this effect, duly signed by the Chairman and Managing Director is placed at **Annexure "B-2"** and forms part of this report.

Rating on Corporate Governance by Department of Public Enterprises

Department of Public Enterprises has rated RVNL as "Excellent" under the category of Corporate Governance during 2013-14. On the basis of self evaluation of achievement of sector specific targets in the MoU, it is expected that RVNL will achieve an "Excellent" rating for 2014-15 also.

Means of Communication

The audited annual financial results and Annual Report are displayed on RVNL's website, www.rvnl.org. Tenders of various departments, details of tenders/contracts awarded,



physical and financial Plan of RVNL along with other official news releases are also uploaded on the website of RVNL and the Central Public Procurement Portal of Government of India .

The policies and plans framed under Corporate Governance, viz., Code of Business Conduct and Whistle Blower Policy are placed on the Company's website. The information uploaded on the website of RVNL is updated from time to time according to the information provided. A Hindi Version of the website is also available.

Shareholders' Information

1. The Company's Financial Year is from 1st April to 31st March.
2. Payment of Dividend: Dividend when declared is paid within 5 days of declaration.
3. Distribution of shareholding

Category	No. of shares held	% of share holding
Central Government (Ministry of Railways) in the name of President of India and its nominees	2085020100	100
Total	2085020100	100

Transfer of shares is normally technical in nature from one Government nominee shareholder to another upon change in incumbency, as the entire paid-up share capital of the Company is held by Government of India (Ministry of Railways). To effect the transfer, Company Secretary has been authorized and no transfer is pending.

4. Plant locations/Operating units

RVNL does not have plant locations or operating units but has its Project Implementing Units in more than fifteen states across the Country. A list of the units has been mentioned in the Report.

5. Information to Shareholders

Apart from the Annual Reports which are sent to shareholders before the Annual General Meeting, the periodical information(s) on the physical and financial progress of the Company are regularly submitted to Ministry of Railways, the sole shareholder of RVNL.

6. Audit Qualifications

The Company has been putting all efforts towards ensuring a regime of unqualified financial statements and there have been no significant qualifications.

7. Training of Board Members

In this regard, pursuant to clause 3.7 of the guidelines released by Department of Public Enterprises on Corporate Governance, the Company has framed a Training Policy for Board of Directors of RVNL, duly approved by the Board of Directors. The Policy is also posted on the Company's website, www.rvnl.org.

RVNL also takes initiatives to train its Board members about RVNL's profile, business parameters, etc. All the relevant issues and significant developments related to the working of RVNL are imparted to part-time Directors {(official) and (non-official), as the case may be} by the management of RVNL from time to time. The documents related to the Company including Annual Reports, Memorandum and Articles of Association, MoU between RVNL and Ministry of Railways etc are provided to them as per requirement.

Director(s) are nominated on training programmes organized by DPE & SCOPE from time to time.

8. Whistle Blower Policy

RVNL, being a Government Company under Ministry of Railways, is covered by the Chief Vigilance Commission (CVC) and as per CVC guidelines, a mechanism is established for all its employees and clients to report on any unethical behaviour, actual or suspected fraud to the CVO or the Chairman and Managing Director directly. However, to encourage best Corporate Governance practices within the Company, a Whistle-blower Policy of RVNL has been prepared and after approval of the Board of Directors, is placed on the Company's website, www.rvnl.org.

No employee has been denied access to the Audit Committee of the Board of Directors.

Compliance Certificate

A Certificate obtained from a Practicing Company Secretary regarding compliance of the conditions of Corporate Governance in accordance with the guidelines issued by Department of Public Enterprises has been included as **Annexure "B-3"** to the Report.

Annexure “B-1”

Declaration by Chairman and Managing Director regarding compliance with the Code of Conduct by Board Members and Senior Management for the Financial Year 2014-15

I, S.C. Agnihotri, Chairman and Managing Director, Rail Vikas Nigam Limited, do hereby declare that all the members of the Board of Directors and the Senior Management team of the Company have affirmed their compliance with the Code of Conduct and key values of the Company during 2014-15.

Sd/-

(S.C. Agnihotri)

Chairman and Managing Director

Place: New Delhi

Date: 22.5.2015

Annexure “B-2”

Chairman and Managing Director and Finance Head Certification

We have reviewed financial statements and the cash flow statement for the financial year 2014-15 and 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 existing accounting standards, applicable laws and regulations.
- iii) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are illegal or violative of the Company’s code of conduct.
- iv) 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. We have disclosed, to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls of which we are aware and the steps we have taken or propose to take or rectify these deficiencies.
- v) We have discussed with the auditors and the Audit Committee
 - (a) Significant changes in internal control over financial reporting during the year.
 - (b) Significant changes in accounting policies during the year, and that the same have been disclosed in the notes to the financial statements; and
- vi) There was no instance of significant fraud of which we are not aware nor there has been involvement of management or an employee having significant role in the Company’s under internal control system over financial reporting.

Sd/-

S.C. Agnihotri

Chairman and Managing Director

Place: New Delhi

Date: 3.8.2015

Sd/-

Ashok K. Ganju

Director Finance/CFO



VINOD KUMAR & CO.
Company Secretaries
CS Vinod Kumar
M.Com, FCS, LL.B.

#343, Ajay Park, STREET NO. 10-11, NAYA BAZAR, NAJAFGARH NEW DELHI-110043
CELL NO. 9212477250. 8800497844
vkaneja2001@gmail.com, fcsvinod@gmail.com
PNB ACCOUNT NUMBER 0120002100742799, IFS CODE : PUNB0152200
PAN :- AGEPA2325G

CERTIFICATE OF COMPLIANCE

WITH THE CONDITIONS OF CORPORATE GOVERNANCE IN ACCORDANCE WITH GUIDELINES ON CORPORATE GOVERNANCE ISSUED BY DEPARTMENT OF PUBLIC ENTERPRISES

To

The Members of
RAIL VIKAS NIGAM LIMITED
1st Floor, August Kranti Bhawan, Bhikaji Cama Place,
R.K. Puram, New Delhi-I 10066

The Certificate is in respect of the Compliance of the conditions of corporate governance as issued by the Department of Public Enterprises on 14th May 2010, RAIL VIKAS NIGAM LIMITED, a Government Company under the Companies Act, 2013, for the year ended 31st March, 2015, as stipulated in the Company's code on corporate governance.

We have studied the Report on Corporate Governance of the said Company as approved by its Board of Directors. We have also examined the relevant records and documents maintained by the Company and furnished to us for our review in this regard.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of 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 statement of the Company.

We comment 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.

In our opinion and to the best of our information and on the basis of our review and according to the information and explanations given to us, we certify that the Company has complied with the mandatory requirements of Corporate Governance as stipulated in Company's code of corporate governance in all material respects.

FOR VINOD KUMAR & CO.
COMPANY SECRETARIES

Places: New Delhi
Dated: 02.05.2015

Sd/-
CS VINOD KUMAR
(CP 5740 FCS 5740)

Corporate Social Responsibility (CSR) Report

CSR Policy

In accordance with Section 135 of the Companies Act, 2013 and guidelines issued by Department of Public Enterprises (DPE), RVNL has formulated its CSR Policy duly approved by the Board of Directors (BoD) of RVNL in October 2014. The CSR policy has been uploaded on RVNL’s website:

<http://www.rvnl.org/content.php?id=8>

Aims & objectives

CSR and Sustainability activities are being implemented to meet the following broad objectives underlined in the Policy:

- Implementation in project/ program mode
- Focus on periphery of project areas of RVNL
- Thrust areas of education & health care
- Inclusive growth of society with emphasis on development of weaker sections of society and in the backward districts of the country

Strategic partners

RVNL entered into a MoU on 11.12.2014 with Tata Institute of Social Sciences, Mumbai (TISS) for a period of three years (FY 2015-18) to provide necessary support in implementation of CSR activities of RVNL. The MoU signed earlier with TISS was valid up to FY 2014-15.

RVNL is utilizing the services of NCSR Hub empanelled NGOs, specialized external agencies: TISS, TERI, Ramakrishna Mission etc for baseline surveys, needs assessment studies, preparation of project reports, project implementation, monitoring, evaluation, audit and social impact assessment studies apart from involvement of the field level Committees for close monitoring, evaluation and feedback.

Reporting & disclosures

A comprehensive report on CSR & Sustainability activities

of RVNL has been made in the 11th Annual Report of RVNL for the year 2013-14. Also, with effect from 15.04.2013, a separate heading of CSR & Sustainability has been created on RVNL’s website <http://www.rvnl.org> and all information related to CSR & Sustainability is being uploaded on the website on regular basis.

Organizational structure

As per the approved CSR Policy, RVNL has put in place a two tier organizational structure to steer the CSR agenda of RVNL:

Tier Structure

I	CSR Committee of the Board Comprises four Directors including one Independent Director
II	CSR Committee PIU Level (at the field level) Headed by Chief Project Manager (CPM) of Project Implementation Units (PIU)

CSR Committee of the Board

The CSR Committee of the Board comprises the following members as on the date of the report:

1. Mr. K K Aggarwal, Part-Time Official Director Member
2. Mrs. Gita Mishra, Director Personnel, Member
3. Mr. Ashok K. Ganju, Director Finance, Member
4. Mr. Vijay Anand, Director Projects, Member

The Committee is assisted by Executive Director (Mech) who is the Nodal Officer for implementation of CSR in RVNL.

Committee meetings

During the year 2014-15, the CSR Committee of the Board held three meetings on 22.08.2014, 20.11.2014 and 26.03.2015.



Budget & expenditure

During the financial year 2014-15, ₹4.54 Crore has been spent on CSR & Sustainability activities, which is 2.83% of average net profit made during the three immediately preceding financial years.

	2011-12	2012-13	2013-14	2014-15
Expenditure (₹in crore)	1.65	3.84	5.27	4.54
% of average net profit (PBT) of three preceding financial years	2.47	4.39	4.37	2.83

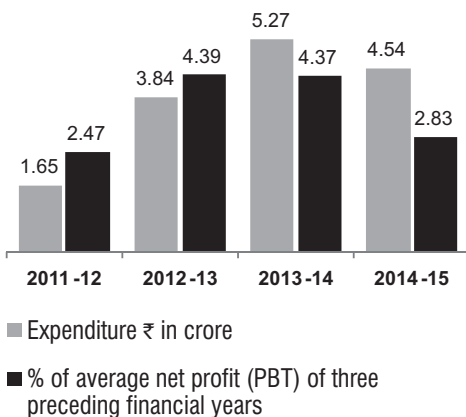
Out of the total CSR & Sustainability expenditure of ₹ 4.54 Crore for the year 2014-15, 96% expenditure is on CSR projects and balance 4% expenditure is due to professional charges made to NCSR Hub (TISS).

CSR projects

Status on the various *CSR & Sustainability* projects being implemented during the year 2014-15 is briefly discussed hereunder.

(1) CSR project “**Education & development of under privileged differently abled children**” is being implemented in the backward District of South 24 Paraganas in the state of West Bengal.

The CSR project is being implemented by the Institute for the Handicapped and Backward People (IHBP), Kolkata at a total cost of ₹1.04 crore for a period of four years (FY 2012-16). ₹32 lakhs was spent in the year 2014-15.



IHBP, a NCSR Hub empanelled NGO, is dedicated to the cause of education and development of underprivileged differently abled children. The CSR project is in the vicinity of Joka-BBD Bagh new metro line construction project of RVNL being executed by PIU Kolkata.

The project report was prepared by IHBP and approval of NCSR Hub was received on 29.2.2012. The project was sanctioned by the RVNL CSR Committee on 6.3.2012 and the project commenced on 1.4.2012. Project monitoring is being done by Tier-II Kolkata PIU CSR Committee.

One hundred under privileged differently abled children having three types of disabilities, namely, 55 hearing impaired children (21 boys & 34 girls), 28 mentally challenged children (17 boys & 11 girls) and 17 children with cerebral palsy (14 boys & 3 girls) have been covered in the project.

Education and development of these children are being done under the close supervision of well qualified and trained teachers with student to teacher ratio of 10:1 for hearing impaired, 6:1 for mentally challenged, 3:1 for cerebral palsy and dedicated support staff.

Children have been provided with school uniforms, books, stationary, educational kits, medical aid and nutritious meal. From the feedback obtained from parents, it is seen that parents are satisfied with the progress of the children and these children have immensely benefited with overall improvement in education, awareness and comprehension.

Extract of Mid-Term Social Audit Report of NCSR Hub (TISS) February 2015

“At present IHBP is providing quality education and training to differently abled children of underprivileged backward and weaker section of the society. Under this CSR initiative of RVNL, IHBP is giving quality service towards the differently abled children and society in general.”

This type of CSR initiative is special in nature as compared to other types of programs because RVNL is directly associated in sponsoring the complete education, training

and health support to 100 differently abled children in a special school.

According to the head of IHBP, they are totally dependent on RVNL for the financial support as they are the only long term investor to the institute and majority of activities are done with the help of RVNL. The project is for socially and economically backward section of society which increases the importance of the project.

(2) CSR project “**Providing educational support to under privileged children & health support**” is being implemented in the backward District of South 24 Paraganas in the state of West Bengal and covers a population of about 85,000 people comprising 20% SC, 15% ST and 56% from the minority community in three Gram Panchayats of Bhangar Block comprising 52 villages. The CSR project is being implemented by Ramakrishna Math, Naora for a total project cost of ₹3.85 Crore for a period of six years (FY 2012-18). ₹68.74 lakhs has been spent in the year 2014-15.

The CSR project is in the vicinity of Joka-BBD Bagh new metro line construction project of RVNL being executed by PIU Kolkata. Approval of CSR project was received from NCSR Hub on 19.06.2012. The project was sanctioned by the RVNL CSR Committee on 22.08.2012 and the project commenced on 01.10.2012. Project monitoring is being done by Tier-II Kolkata PIU CSR Committee.

Four hundred under privileged children (50% boys & 50% girls; 70% SC/ST, 10% OBC & 20% minority community) are given free coaching classes, physical training, sports, yoga training etc for 6 days in a week for overall development of the children at three centers- Naora, Behulabari & Mulchutki. These children are provided with uniforms, school bags, books, stationary, nutritious meal etc. From the feedback obtained from parents, it is seen that parents are extremely satisfied with the overall development of the children.

Health support is provided by a team of qualified doctors and medical staff and covers periodic health check up at six centers (Naora, Behulabari, Malampota, Chandaneswar, Dogerpar & Rajendrapur) along with free medicine.

Medical treatment facilities for Dental, ENT, Ophthalmology, as well as pathological tests & homeopathy have been set up at Naora center. Medical service is also rendered through mobile medical van and health awareness camps.

During the year 2014-15, an average of 2,160 patients per month were treated. Needy people from the villages have immensely benefited from the health support provided to them.

Extract of Mid-Term Social Audit Report of NCSR Hub (TISS) February 2015

“At present RKM, Naora is imparting quality education for overall development and growth of 400 children belonging to underprivileged, backward, SC & ST communities in the backward District under CSR initiative of RVNL.”

As recommended in previous report, Mission has started working on new programs such as computer literacy and English spoken classes. In the current study both these programs have been found working and providing benefits to the beneficiaries.

The teachers taking the tuition classes follow the same course pattern as followed in the school. Almost all the students have reported that the coaching classes have been very useful for the children to understand the subject and perform well. The nutritious food which is provided to the children is prepared by a group of local women. With this it can be concluded that the community is also involved in the process.

RKM is also providing free medical check-up, free medicines to the underprivileged people of three gram panchayats of Bhangar-I & Canning-II blocks in the backward district of South 24 Paraganas, West Bengal by establishing six health centers in various places.

Qualified Doctors and Para medical assistants/ nurses are looking after all these health centers. There is a great zeal and enthusiasm amongst the deprived and underprivileged people towards the CSR project.



It cannot be denied that the services Math provides will go a long way in contributing to better health conditions in this area. For these long deprived communities, the health camps are a boon, as the nearest private hospitals are very far away. It has made these people come out of their houses and recognize the importance of a doctor's diagnosis.

When the NCSR Hub Team visited the clinics and interacted with the people, it was found that the mobile clinics are functioning well and are providing health services to the people.

The audit team noted that RVNL has been a very co-operating and supporting partner in this CSR project through close monitoring, periodical visits, and interactions and follow up. In view of very positive feedback and impact the program has generated among the stakeholders, the audit team is of the opinion that RVNL should continue this CSR project for the betterment of the underprivileged children and people in the backward district and should continue this project for its sustainability on the long run".

(3) CSR project "**Providing health support facilities to the under privileged people**" from the backward districts in the state of Uttarakhand is being implemented by Ramakrishna Mission Sevashrama, Kankhal for a total project cost of ₹5 Crore for a period of three years (2013-16). ₹ 2.25 Crore has been spent in the year 2014-15.

The CSR project is in the vicinity of Rishikesh Karnaprayag new line construction project of RVNL being executed by PIU Rishikesh. The CSR project was sanctioned by the Board Level Committee on 26.11.2013 based on project report prepared by TISS and the project commenced on 25.12.2013. Project monitoring is being done by Tier-II Rishikesh PIU CSR Committee.

Ramakrishna Mission Sevashrama Hospital, Kankhal is a 150 bedded multi-specialty charitable hospital founded in 1901 to cater to the medical needs of this region. Due to non-availability of hospital/ medical facilities, the under privileged people from backward Districts of Pauri Garhwal, Tehri Garhwal, Chamoli, Champawat and Pithoragarh are

availing the privilege of medical facilities of this hospital in addition to the people of Haridwar District. The CSR project envisages augmentation of health support facilities at its hospital, Kankhal in order to meet the increasing patient load.

The CSR project involves construction of 4th and 5th floors in the existing OPD Building. The proposed 4th floor will have a fully equipped operation theatres complex and 5th floor will have fully furnished 50 bedded post operative care ward which will augment the capacity of hospital from 150 to 200 beds, facilitate in handling additional surgeries and the post operative care unit will resolve the issue of transferring surgical cases to adjacent building.

Extract of Mid-Term Social Audit Report by NCSR Hub (TISS) December 2014

"The RK Mission at Kankhal is working for the betterment of society & is working on a major issue that is health. Providing health facilities to the society at minimum cost is a matter of high investments, so for that RVNL is a supporting element in providing health facilities to the public.

The medical facilities at Haridwar is an major issue as it is an tourist place and people from all over India visit it every day. RK Mission with the support of RVNL is addressing the issue in a very effective manner which is leading to minimizing of health problems among the people".

(4) Sustainability project of "**Providing solar home lighting system**" has been successfully implemented in 350 households in the backward District of South 24 Paraganas & Mursidabad in the state of West Bengal.

The project has been implemented by TERI at a total cost of ₹34.24 lakhs in the year 2014-15. Ramakrishna Math, Naora is the monitoring and sustainability partner for this project. Out of the project cost, an amount of ₹6 lakhs has been paid to Ramakrishna Math, Naora as sustainability fund. Out of total 350 households, solar home lighting system was provided in 50 households in Bhangar-I and Canning-II blocks of South 24 Paraganas District and 300 households in Jalangi block of Mursidabad District.

During the year 2014-15, 500 households were covered in Bhangar-I and Canning-II blocks. Solar home lighting system comprises 2W + 2W LED lamps for households.

Extract of Mid-Term Social Audit Report of NCSR Hub (TISS) February 2015

“Solar home lighting systems has successfully installed by TERI in 350 households belonging to the underprivileged and weaker sections of society in Bhangar-I & Canning-II Blocks in the Backward District of South 24 Paraganas & Jalangi block of backward District of Mursidabad, West Bengal under CSR & Sustainability project of RVNL.

This project has proved to be a great boon to school going children who used to study under kerosene lamps. In view of positive impact and demand the stakeholders, the audit team is of the opinion that RVNL should identify more such households and continue the project in the year 2015-16”.

(5) Sustainability project “**Providing 19 toilet blocks in 15 Government schools**” under “Swachh Bharat- Swachh Vidyalaya” initiative has been successfully implemented in the backward District of South 24 Paraganas in the state of West Bengal.

The project has been implemented by Ramakrishna Math, Naora for a total project cost of ₹30 lakhs in the year 2014-15.

Out of 19 toilet blocks, 15 toilet blocks (9 units for girls & 6 units for boys) in 12 schools in Bhangar-I block and 4 toilet blocks (2 units for girls & 2 units for boys) in 3 schools in Canning-II block with water arrangement, hand wash etc have been provided. The project was monitored by Tier-II Kolkata PIU CSR Committee.

Extract of Mid-Term Social Audit Report of NCSR Hub (TISS) February 2015

“Under Swachh Vidyalaya- Swachh Bharat Mission, RVNL’s CSR initiative for providing toilet blocks with water facilities in schools in Bhangar-I & Canning-II blocks in the backward District of South 24 Paraganas is very positive and stakeholders are very useful with the implementation of such hygienic point of view.

The toilet blocks which are constructed in the schools have used good quality of material and are well furnished. The children responded very positively for the construction of toilets and, especially girl students responded that previously there were problems of sanitation, now it is solved”.



**Annual Report on CSR Activities
(as per Rule 8(1) of the Companies Corporate
Social Responsibility Policy Rules, 2014)**

S.No.	Item	Compliance											
	A brief outline of the RVNL's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs	Discussed in detail in the Report and related web-link references are available on RVNL's web-site: http://www.rvnl.org/content.php?id=8 1) <u>CSR Policy October 2014 approved by BoD of RVNL vide Item No 55/14 of Minutes of 68th Meeting held on 14.10.2014 as per Section 135 of the Companies Act 2013</u> 2) <u>MoU with TISS dated 11.12.2014</u> 3) <u>Mid Term Social Audit Report of CSR Project in Uttarakhand for the year 2014-15 by NCSR Hub (TISS)</u> 4) <u>Mid Term Social Audit Report of CSR & Sustainability Projects for the year 2014-15 by NCSR Hub (TISS)</u>											
2.	The composition of the CSR Committee	Discussed in detail in the Report and related web-link references are available on RVNL's web-site: http://www.rvnl.org/content.php?id=8 : 1) <u>Constitution of CSR Committee of the Board</u>											
3.	Average net profit (Profit Before Tax) of RVNL for last three financial years	<table border="1"> <thead> <tr> <th>Year</th> <th>Profit Before Tax in ₹</th> </tr> </thead> <tbody> <tr> <td>2011-12</td> <td>1,19,32,79,364</td> </tr> <tr> <td>2012-13</td> <td>1,67,46,19,735</td> </tr> <tr> <td>2013-14</td> <td>1,95,17,21,555</td> </tr> <tr> <td>Average</td> <td>1,60,65,40,218</td> </tr> </tbody> </table>	Year	Profit Before Tax in ₹	2011-12	1,19,32,79,364	2012-13	1,67,46,19,735	2013-14	1,95,17,21,555	Average	1,60,65,40,218	
Year	Profit Before Tax in ₹												
2011-12	1,19,32,79,364												
2012-13	1,67,46,19,735												
2013-14	1,95,17,21,555												
Average	1,60,65,40,218												
4	Prescribed CSR expenditure (2% of the amount as in item #3 above)	₹3,21,30,804											
5	Details of CSR spent during the financial year 2014-15												
(a)	Total amount to be spent for the financial year	₹4,54,47,097											
(b)	Amount unspent, if any	Nil											
(c)	Manner in which the amount spent during the financial year is detailed below												

Details of expenditure on CSR & Sustainability during the financial year 2014-15

No.	CSR Project or Activity identified	Sector in which project is covered	Project or Program local Area, State, District where project was undertaken	Amount Outlay Project or program wise	Amount Spent on project or program - (1) Direct (2) overheads	Cumm Expenditure upto the reporting period	Amount Spent: Director or through Implementing agency
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1	Education & Development of under privileged differently abled children	Education	Backward District of South 24 paragans (West bengal)	3,203,920	3,203,920 (1)	8,171,108	Institute for the Handicapped & Backward People, Kolkata
2	Educational Support to under privileged children & Health support	Education & Health Care	Backward District of South 24 paragans (West bengal)	6,873,878	6,873,878 (1)	14,821,166	Ramkrishna Math, Naora
3	Providing solar home lighting system	Environmental Sustainability	Backward District of South 24 paragans (West bengal)	3,141,825	3,141,825 (1)	3,141,825	TERI, New Delhi & Ramkrishna Math, Naora
4	Providing health support to the under privileged people	Health Care	backward District of Uttarakhand	22,500,000	22,500,000(1)	27,500,000	Ramkrishna Mission Serashrama, Kankhal
5	Providing toilet blocks in school	Swachh Bharat Mission	Backward District of South 24 paragans (West bengal)	3,000,000	3,000,000 (1)	3,000,000	Ramkrishna Math, Naora
6	Balance payment for completed CSR project "Hostel Facilities for Tribal Boys"	Education	Backward district of narayanpur (Chhatisgarh)	4,564,174	4,564,174 (1)	42,277,974	Ramkrishna Mission Ashrama, Narayanpur
7	Balance payment for completed Sustainability Project "Solar Home Lighting"	Environmental Sustainability	Backward District of South 24 paragans (West bengal)	333,300	333,300 (1)	3,933,000	TERI, New Delhi
8	Professional charges to NCSR Hub (TISS)			1830,000	1830,000 (2)		Tata Insitute of Social Science, Mumbai
	Total			45,447,097	45,447,097		

RESPONSIBILITY STATEMENT

The Responsibility Statement of the Corporate Social Responsibility of the Board of Directors of the Company is reproduced below:

"The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and Policy of the Company".

Sd/-
R.S. Sharma
(Chairman, CSR Committee)

Sd/-
S.C. Agnihotri
(Chairman and Managing Director)

Date: 26.03.2015



S.C. Baluja F.C.S.

Company Secretary

S.C Baluja & Associates

(Company Secretaries)

A-105, Tarang Apartment,

Plot 19, I.P. Extension, Delhi - 110092,

Phone : 22725714, Mobile : 9811940854

E-mail : balujasc@rediffmail.com

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014j

To

The Members,

M/s Rail Vikas Nigam Limited.

New Delhi

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Rail Vikas Nigam Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company as made available to us 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, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Rail Vikas Nigam Limited ("the Company") for the financial year ended on March 31, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **Not Applicable**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **Not Applicable**
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):- **Not Applicable**

- (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, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Guidelines on Corporate Governance for Central Public Sector Enterprises;
- (vii) Employee Provident Fund Act, Payment of Gratuity Act, Employee State Insurance Act, Minimum Wages Act, Payment of Wages Act, Payment of Bonus Act, Weekly Holiday Act, Industrial Disputes Act, Workmen Compensation Act, Contract Labour Regulation & Abolition Act and notifications issued by labour department from time to time under above acts **(The Company has provided the certificates from different project units stating that all the compliances in respect of project workers are being made. Thus, the observations have been given on the basis of the certificates)**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. **(Not notified for this audit period, hence, not applicable to the Company during the audit period)**
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable; **Not Applicable**

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 under the provisions of the Acts as stated above:

- (i) ***The composition of the Board, Audit Committee and Nomination and Remuneration Committee of the Company is not in accordance with the provisions of the Companies Act, 2013 as the Company does not have adequate number of independent directors on its Board. On account of having one independent director, a meeting of independent directors has not been convened.***

The company being a government company, the directors are appointed by the Ministry of Railways.

- (ii) ***The Company has formed the CSR committee by circular resolution.***

We further report that

The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as the Company has does not have adequate number of independent directors on its Board. The changes in the composition of the Board of Directors that took place during the ' period under review were carried out in compliance with the provisions of the Act.



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

The decisions in the meetings were passed unanimously hence, no dissenting members' views was required to be recorded as part of the minutes.

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 audit period, there wre no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above but still the Company needs to restructure its management to be in compliance with the provisions of the Companies Act, 2013.

For S.C. Baluja & Associates

Company Secretaries

Sd/-

S.C. Baluja

Company Secretary

FCS - 2721

CP- 7475

Date: 27.08.2015

Place : Delhi

Annexure “E”

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2015
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U74999DL2003GOI118633
ii	Registration Date	24.01.2003
iii	Name of the Company	RAIL VIKAS NIGAM LIMITED
iv	Category/Sub-category of the Company	GOVERNMENT COMPANY
v	Address of the Registered office & contact details	1st Floor, August Kranti Bhawan, Bhikaji Cama Place, R.K. Puram, New Delhi-110066.
vi	Whether listed company	Unlisted
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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

S. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	To create vital rail infrastructure and provide vital port linkage including the corridors connecting the port of Hinterlands	501	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

S. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD(OF PAID UP CAPITAL)	APPLICABLE SECTION
1	Kutch Railway Company Limited	U45202DL2004PLC124267	Associate	50%	Section 2(6)
2	Bharuch Dahej Railway Company Ltd.	U45203DL2006PLC155511	Associate	35.46%	Section 2(6)
3	Krishnapatnam Railway Company Ltd.	U45200TG2006PLC051378	Associate	30%	Section 2(6)
4	Haridaspur Paradip Railway Company Ltd.	U45203OR2006PLC008959	Associate	35.23%	Section 2(6)
5	Angul Sukinda Railway Limited	U45203OR2009PLC010620	Associate	34.42%	Section 2(6)
6	High Speed Rail Corporation of India Ltd.	U45204DL2012GOI239289	Subsidiary	100%	Section 2(87)



(i) Category-wise Shareholding

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF										
b) Central Govt. or State Govt.		2085020100	2085020100	100%		2085020100	2085020100	100%	N.A.	N.A.
c) Bodies Corporates										
d) Bank/Fl										
e) Any other										
SUB TOTAL:(A) (1)		2085020100	2085020100	100%		2085020100	2085020100	100%	N.A.	N.A.
(2) Foreign										
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/Fl										
e) Any other...										
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)		2085020100	2085020100	100%		2085020100	2085020100	100%	N.A.	N.A.
B. Public Shareholding										
(1) Institutions										
a) Mutual Funds										
b) Banks/Fl										
c) Cenntal govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0	0
(2) Non Institutions										
a) Bodies corporates										
i) Indian										
ii) Overseas										
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs										
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs										
c) Others (specify)										
SUB TOTAL (B)(2):	0	0	0	0	0	0	0	0	0	0
Total Public Shareholding(B) = (B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)		2085020100	2085020100	100%		2085020100	2085020100	100%	N.A.	N.A.

(ii) SHARE HOLDING OF PROMOTERS

S. No.	Shareholders Name	Shareholding at the beginning of the year (As on 01.04.2014)			Shareholding at the end of the year (As on 31.03.2015)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	President of India through Chairman Railway Board	2085020100	100	0	2085020100	100	0	0
	Total	2085020100	100	0	2085020100	100	0	0

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

S. No.		Share holding at the beginning of the Year (As on 01.04.2014)		Cumulative Share holding during the year (2014-15)	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year (As on 01.04.2014)	2085020100	100	2085020100	100
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (As on 31.03.2015)	2085020100	100	2085020100	100

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

S. No.	For Each of the Top 10 Shareholders	Shareholding at the end of the year (As on 01.04.2014)		Cumulative Share holding during the year (2014-15)	
		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 (As on 01.04.2014)	0	0	0	0
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
3	At the end of the year (or on the date of separation, if separated during the year)	0	0	0	0



(v) Shareholding of Directors & KMP

S. No.	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Share holding 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 (As on 01.04.2014)	0	0	0	0
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
3	At the end of the year (As on 31.03.2015)	0	0	0	0

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year (As on 01.04.2014)				
i) Principal Amount	0	21,174,000,002.00	-	21,174,000,002.00
ii) Interest due but not paid	0		-	
iii) Interest accrued but not due	0	6,547,141,203.00	-	6,547,141,203.00
	0			
Total (i + ii + iii)	0	27,721,141,205.00	-	27,721,141,205.00
	0			
Change in Indebtedness during the financial year				
Additions	0	5,169,524,574.00	-	5,169,524,574.00
Reduction	0	-3,882,290,141.00	-	-3,882,290,141.00
Net Change	0	1,287,234,433.00	-	1,287,234,433.00
Indebtedness at the end of the financial year (As on 31.03.2015)				
i) Principal Amount	0	22,261,500,002.00	-	22,261,500,002.00
ii) Interest due but not paid	0	-	-	-
iii) Interest accrued but not due	0	6,746,875,636.00	-	6,746,875,636.00
Total (i + ii + iii)	0	29,008,375,638.00	-	29,008,375,638.00

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

S. No	Particulars of Remuneration			Name of the MD/WTD/Manager		Total Amount	
		S C Agnihotri (Chairman and Managing Director)	Ashok K Ganju (Director Finance/CFO)	Gita Mishra (Director Personnel)	Mukul Jain (Director Operations)		Vijay Anand (Director Projects)
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	5,969,994.00	4,781,497.00	4,380,444.00	4,768,875.00	4,056,965.00	23,957,775.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	136,018.00	105,251.00	130,295.00	144,401.00	108,505.00	624,470.00
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-	-	-
2	Stock option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	as % of profit	-	-	-	-	-	-
	others (specify)	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-
	Total (A)	6,106,012.00	4,886,748.00	4,510,739.00	4,913,276.00	4,165,470.00	24,582,245.00

B. Remuneration to other directors:

S. No	Particulars of Remuneration	Name of the Directors		Total Amount
		S S Chatterji	R S Sharma	
1	Independent Directors			
	(a) Fee for attending board committee meetings	36000	120000	156000
	(b) Commission	0	0	0
	(c) Others, please specify	0	0	0
	Total (1)	0	00	
2	Other Non Executive Directors			
	(a) Fee for attending board committee meetings"	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify.	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	0	0	0
	Total Managerial Remuneration	36000	120000	156000



C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0	862,795	0	862,795.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	862,795	0	862,795.00

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Balance Sheet as at 31st March 2015

Particulars	Notes	Balances As at 31.03.2015		Balances As at 31.03.2014	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	3	2085,02,01,000		2085,02,01,000	
(b) Reserves and Surplus	4	593,84,26,907	2678,86,27,907	452,94,46,169	2537,96,47,169
(2) Share Application Money Pending Allotment					
(3) Non-Current Liabilities					
(a) Long-Term Borrowings	5	2052,90,83,335		1953,15,00,002	
(b) Other Long Term Liabilities		461,06,25,063		437,47,77,714	
(c) Long-Term Provisions		5,08,10,375	2519,05,18,774	3,55,87,891	2394,18,65,607
(4) Current Liabilities					
(a) Short Term Borrowings	6	9571,12,66,477		7099,28,96,801	
(b) Trade Payables		44,96,65,543		52,83,96,938	
(c) Other Current Liabilities		929,04,14,975		866,94,66,825	
(d) Short-Term Provisions		75,48,97,616	10620,62,44,610	59,70,05,065	8078,77,65,629
TOTAL			<u>15818,53,91,291</u>		<u>13010,92,78,405</u>
II. ASSETS					
(1) Non-Current Assets					
(a) Fixed Assets					
(i) Tangible Assets	7	57,622,668		6,93,67,843	
(ii) Intangible Assets		259,820		81,896	
(iii) Capital Work in Progress		14,244,837		1,28,52,369	
(iv) Intangible Assets under development		16,575,496		75,27,894	
(b) Non-Current Investments	8	595,10,74,110		486,76,73,250	
(c) Long-Term Loans and Advances	9	465,38,74,527		444,64,79,216	
(d) Other Non-Current Assets	10	498,46,38,611	1567,82,90,069	478,43,69,903	1418,83,52,371
(2) Current Assets					
(a) Project-Work-in-Progress	11	11564,75,73,252		9276,90,40,121	
(b) Trade Receivables	12	190,92,06,553		62,52,44,095	
(c) Cash and Bank Balances	13	1290,98,55,316		1228,84,93,300	
(d) Short-Term Loans and Advances	14	264,67,25,107		258,04,26,951	
(e) Advances for Project Work	15	864,15,69,683		709,61,38,411	
(f) Other Current Assets	16	752,171,313	14250,71,01,223	561,583,156	11592,09,26,034
TOTAL			<u>15818,53,91,291</u>		<u>13010,92,78,405</u>
General Information	1				
Summary of Significant Accounting Policies	2				

The notes 1 to 38 form an integral part of the Financial Statements

This is the Balance Sheet referred to in our report of even date

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

Sd/-

R.K. Aggarwal

Partner

M. No. 081510

Place: New Delhi

Date: 11.08.2015

Sd/-

S.C. Agnihotri

Chairman and Managing Director

DIN : 01637856

Sd/-

Ashok K. Ganju

Director Finance

DIN : 01970462

Sd/-

Kalpana Dubey

Company Secretary



Statement of Profit and Loss for the year ended 31st March 2015

Particulars	Notes	Figures for the Year Ended 31.03.2015		Figures for the Year Ended 31.03.2014	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
I. Revenue from Operations (Turnover)	17		3141,96,94,938		2492,36,61,338
II. Other Income	18		96,05,10,638		105,10,76,409
III. Total Revenue (I + II)			<u>3238,02,05,576</u>		<u>2597,47,37,747</u>
IV. Expenses:					
Expenses on Operations	19		2890,81,14,305		2310,22,61,029
Employee Benefits Expenses	20		74,85,88,571		57,40,64,470
Other Expenses	21		26,21,15,433		22,98,29,785
CSR and R&D Expenses	22		4,66,87,497		5,75,39,436
Total Expenses			<u>2996,55,05,806</u>		<u>2396,36,94,720</u>
V. Profit Before Depreciation and Tax (III-IV)			241,46,99,770		201,10,43,027
VI. Depreciation and Amortisation Expense	7		5,12,07,942		5,93,21,473
VII. Profit Before Tax (V - VI)			236,34,91,828		195,17,21,554
VIII. Tax Expense:					
(1) Income Tax					
(a) Current Tax		48,97,51,974		37,56,26,969	
(b) Earlier Years		1,65,93,232		18,84,713	
(2) Deferred Tax		-	50,63,45,206	-	37,75,11,682
IX Profit (Loss) for the Year (VII - VIII)			<u>185,71,46,622</u>		<u>157,42,09,873</u>
X Earnings Per Equity Share:					
Basic			0.89		0.76

This is the Statement of Profit & Loss
referred to in our report of even date

The notes 1 to 38 form an integral part of the Financial Statements

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-

R.K. Aggarwal

Partner

M. No. 081510

Place: New Delhi

Date: 11.08.2015

Sd/-

S.C. Agnihotri

Chairman and Managing Director

DIN : 01637856

Sd/-

Ashok K. Ganju

Director Finance

DIN : 01970462

Sd/-

Kalpna Dubey

Company Secretary

Cash Flow Statement for the Year Ended 31st March 2015

S. No.	Particulars	Figures for the period ended 31.03.2015		Figures for the period ended 31.03.2014	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
1	(a) Cash Flow from Operating Activities				
	Net Profit Before Taxation, and Extraordinary Items	236,34,91,828		195,17,21,554	
	Add: Adjustment for :				
	Depreciation	5,12,07,942		5,93,21,473	
	Other Income	(893,320,296)		(868,645,186)	
	Dividend Received	<u>(50,000,000)</u>		<u>(175,000,000)</u>	
	Preliminary expenses written off	-		-	
	Operating Profit Before Working Capital Changes	147,13,79,474		96,73,97,841	
	(b) Adjustments for Changes in Working Capital:				
	Adjustments for (Increase)/Decrease in Operating Assets:				
	Trade Receivables	(1,283,962,458)		1,972,019,028	
	Short-Term Loans and Advances	(66,298,156)		(1,235,945,748)	
	Long-Term Loans and Advances	(207,395,311)		84,588,518	
	Other Current Assets	(24,614,552,560)		(5,335,579,799)	
	Other Non- Current Assets	<u>(200,268,708)</u>		<u>(4,784,369,903)</u>	
		(26,372,477,193)		(9,299,287,904)	
	(c) Adjustments for (Increase)/Decrease in Operating Liabilities:				
	Trade Payables	(78,731,395)		(1,045,219,225)	
	Other Current Liabilities	598,316,516		3,968,482,924	
	Other Long -Term Liabilities	235,847,349		(90,528,318)	
	Short Term Provisions	(87,452,655)		(223,477,130)	
	Long Term Provisions	<u>15,222,484</u>		<u>12,165,813</u>	
		683,202,300		2,621,424,064	
	Cash Generated from Operations	(24,217,895,419)		(5,710,465,999)	
	Direct Taxes Paid/Received (Net of TDS)	<u>(318,000,000)</u>		<u>(250,084,713)</u>	
	Cash Flow from Operating Activities (A)	(24,535,895,419)	(24,535,895,419)	(5,960,550,712)	(5,960,550,712)
2	Cash from Investment Activities :-				
	Capital Expenditure on Fixed Assets, Including Capital Advances	(51,491,634)		(72,328,619)	
	Proceeds from Sale of Fixed Assets	1,410,873		748,000	
	Bank Balances not Considered as Cash and Cash Equivalents	-		-	
	Current Investments not Considered as Cash and Cash Equivalents:				
	- Purchased	-		-	
	Purchase of Long Term Investments:				
	- Joint Venture	(1,083,400,860)		(725,218,750)	
	Interest Income (Revenue)				
	- Others	89,33,20,296		86,86,45,186	
	Dividend Received				
	- Joint Venture	<u>5,00,00,000</u>		<u>17,50,00,000</u>	
	Net Cash Generated from / (used in) Investing Activities (B)	(190,161,325)	(190,161,325)	246,845,817	246,845,817



Cash Flow Statement for the Year Ended 31st March 2015

S. No.	Particulars	Figures for the period ended 31.03.2015		Figures for the period ended 31.03.2014	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
3	Cash Flow from Financing Activities :-				
	Proceeds from issuance of share capital (including share application money)				
	Proceeds from Long Term Borrowings	273,00,00,000		440,00,00,000	
	Repayment of Long -Term Borrowings	(1,732,416,667)		(1,642,500,000)	
	Proceeds from Short Term Borrowings	31,195,016,667		24,615,266,668	
	Repayment of Short -Term Borrowings	(6,476,646,991)		(15,341,025,913)	
	Dividend and Tax thereon	(368,534,250)		(315,886,500)	
	Utilisation of Reserve				
	Net Cash Generated from / (used in) Financing Activities (C)	2534,74,18,759	2534,74,18,759	1171,58,54,255	1171,58,54,255
	Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)		621,362,015		6,002,149,360
	Cash & Cash Equivalent at the beginning of the Year		1228,84,93,300		628,63,43,939
	Cash & Cash Equivalent at the March 31, 2015		1290,98,55,316		1228,84,93,300
	Cash and Cash Equivalents				
	Cash and Cheques in Hand	9,92,932		68,59,17,140	
	Balance with Scheduled Banks				
	On Current Account	101,88,62,384		158,25,76,160	
	On term Deposit Account	1189,00,00,000		1002,00,00,000	

Notes :

The above Cash flow statement has been prepared under the indirect method set out in AS-3 issued by The Institute of Chartered Accountants of India.

- Previous year's figures have been regrouped and rearranged, wherever necessary.

This is the Cash Flow Statement referred to in our report of even date

Kumar Chopra & Associates
Chartered Accountants
Firm Registration Number.:000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-
R.K. Aggarwal
Partner
M. No. 081510

Sd/-
S.C. Agnihotri
Chairman and Managing Director
DIN : 01637856

Sd/-
Ashok K. Ganju
Director Finance
DIN : 01970462

Sd/-
Kalpna Dubey
Company Secretary

Place: New Delhi
Date: 11.08.2015

1. GENERAL INFORMATION

Rail Vikas Nigam Limited (RVNL), a fully owned Public Sector Undertaking under the Ministry of Railways (MoR), Government of India was incorporated under the Companies Act, 1956 on 24th January, 2003 with an authorised share capital of ₹3000 crore. The objectives of the Company include: (i) Fast track implementation of rail infrastructure projects (ii) Raising extra budgetary resources for project execution.

The Company is implementing various types of Rail infrastructure projects assigned by MoR including doubling (including 3rd/4th lines), gauge conversion, new lines, railway electrification, major bridges, workshops, Production Units and extension of the Kolkata Metro Rail System.

The Company has cumulatively borrowed funds aggregating to ₹2895,90,00,001 from Indian Railway Finance Corporation (IRFC). After cumulative repayment of Principal of ₹669,74,99,999 the net borrowing is ₹ 2226,15,00,002. The total cost of projects executed for MoR by the Company is ₹16026,59,73,745 out of this ₹ 1974,80,62,020 worth of projects has been executed by Zonal Railways on behalf of the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The financial statements of Rail Vikas Nigam Limited (RVNL) have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounts) Rules, 2014 (as amended) and the relevant provisions of the Companies Act, 2013. These financial statements have been drawn up in accordance with the going-concern principle, on accrual basis and on a historical cost basis. However, certain escalation and other claims by customers, which are not ascertainable / acknowledged, are not taken into account. The significant accounting policies adopted by the Company are given below.

2.2 Use of Estimates

Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

2.3. Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard "3" on "Cash Flow Statements " and presents the cash flows by operating, investing and financing activities of the Company. Cash and bank balance that have insignificant risk of change in value, which have durations up to three months, are included in the Company's cash and cash equivalents in the cash flow statement.

2.4 Extraordinary and Exceptional Items

Income or Expenses that arise from events or transactions, that are clearly distinct from the ordinary activities of the Company, are classified as Extraordinary items. Specific disclosure of such events/transactions is made in the financial statements. Similarly, any external event beyond the control of the company, significantly impacting income or expense, is also treated as an extraordinary item and disclosed as such.

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the Notes to Accounts.

2.5 Tangible Fixed Assets

Tangible Fixed Assets are stated at cost less accumulated depreciation and accumulated impairment in value. Such cost includes acquisition cost inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. The expenses also include borrowing cost attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.



2.6 Intangible Assets

Intangible assets comprise of license fees, other implementation costs for system software and other application software acquired for in-house use. The costs are capitalized in the year in which the relevant software is implemented for use. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes, and any directly attributable expenditure on making the asset ready for its intended use.

2.7 Depreciation

Depreciation on individual assets acquired for ₹5000/- or less is depreciated at the rate of 100% taking in to consideration the commercial life in the year of purchase itself. Depreciation is provided on pro-rata basis on straight-line method over the estimated useful lives of the assets determined as follows:

Furniture and Fixture	4 Years
Computers	3 Years
Office Equipments (Excluding Mobile Phones)	5 Years
Mobile Phones	2 Years

Leasehold improvements are amortized 'over the period of lease' from the year in which such improvements are capitalized or 'over useful life' as computed under schedule II, whichever is less. Capitalized software costs are amortized @ 33.33% on pro-rata basis except where the estimated useful life is less than three years.

Depreciation on SLM method is in consonance with the useful specified in Schedule II of the Companies Act, 2013, except in the case of (i) Furniture & Fixtures and (ii) Mobiles Phones & Tablets. In both the categories of these assets, Management has estimated the useful life after taking into consideration the economic benefits embodied in these assets and other factors such as technical obsolescence and wear and tear etc.

"In accordance with the provisions of the Companies Act 2013, effective from 1st April, 2014, the Company has reassessed the remaining useful lives of its fixed assets. As a consequence of such reassessment, the rate of charge for

depreciation for the period is equal to the previously applied rate of charges and additional impact is NIL."

2.8 Impairment of Assets

All assets other than inventories, investments other than interest in Jointly Controlled Entities (JCEs) are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets, whose carrying amount value exceeds their recoverable amount, are written down to the recoverable amount.

2.9 Investments

Long-term investments, including interests in incorporated Jointly Controlled Entities (JCEs), are carried at cost, after providing for any diminution, other than temporary, in value of such investments. Short-term investments are carried at lower of cost or market value. The determination of carrying amount of such investments is done on the basis of specific identification.

2.10 Inventories

- Project Work-in-Progress is valued at the contract rates and construction material at site is stated at cost. Payments made to Zonal Railways for acquiring land included in project Work-in-Progress is stated at cost.
- Projects completed and handed over to Railways for operations are being transferred from Project Work in Progress to the Railways. IRFC funded projects are shown as "Lease Receivable" under the heads Non-current/ Current assets in Compliance with AS 19. (c) Projects are treated as completed where at least 95% of the latest anticipated cost has been incurred till the end of year."

2.11 Revenue Recognition

Revenue is recognized based on the nature of activity, when consideration can be reasonably measured and there exists reasonable certainty of its recovery. Revenue from construction/project related activity is recognized as follows:

- Projects executed for Ministry of Railways (MOR):

Revenue from project execution is determined by adding aggregate cost plus margin agreed with MOR and any subsequent clarifications received in this respect.

- (b) Deposit works (cost plus contract) related to JCEs (Jointly Controlled Entities) in the form of Special Purpose Vehicles and others): Contract revenue is determined by adding the aggregate cost plus proportionate margin (Direction & General Charges) based on fixed percentage as agreed with the customer.
- (c) In case of IRFC funded projects, interest component on installments received from Ministry of Railway's in netted against the interest payable on IRFC borrowings.
- (d) Claims are accounted as income in the year of acceptance by client or evidence of acceptance received.
- (e) Interest on investment is accounted on accrual basis, inclusive of related tax deducted at source.
- (f) Other items of income are accounted as and when the right to receive arises.

2.12 Employee Benefits

a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, and short- term compensated absences, etc. are recognized in the period in which the employee renders the related service.

b) Long Term Employee Benefits

The obligation for long-term employee benefits such as long-term compensated absences, is recognized in the same manner as in the case of defined benefit plans as mentioned in (c) (ii) below

c) Post Employment Benefits

- i. Defined contribution plans: The Company makes defined contribution to the Regional Provident Fund

Commissioner in respect of provident fund scheme, CGIS and employee state insurance scheme. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.

- ii. Defined contribution plans: The Company makes defined contribution to the RVNL Medical and Welfare Trust in respect of RVNL Medical and Welfare Scheme. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.
- ii. Defined benefit plans: Gratuity is a post employment defined benefit plan. The liability recognized in the balance sheet is the present value of the defined benefit obligation at the balance sheet date less fair value of plan assets. The defined benefit obligation is calculated by an independent actuary using Projected Unit Credit (PUC) method. Actuarial gains and losses are recognised immediately in the Profit & Loss Account.
- d) **Retirement benefits** of the 'staff on deputation' have been accounted for on the basis of the guidelines of the Ministry of Railways.

2.13 Foreign Currency Transactions

Transactions in foreign currency are accounted for at the exchange rate prevailing on the date of transactions. Gains / Losses arising out of settlement are charged / credited to the profit and loss account.

2.14 Borrowing Cost

Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time as the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

2.15 Taxes on Income

Tax on income for the current year is determined on the



basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on the expected outcome of the assessment/appeals.

Minimum Alternative Tax is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the company.

Deferred tax is recognized annually on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws substantially enacted as on the Balance Sheet date.

2.16 Lease Rentals

Lease rental in respect of operating lease is charged to project work in progress under Statement of the Profit and Loss.

2.17 Financial Lease

In case of financial lease substantially all the risks and rewards incidental to legal ownership are transferred and assets given on finance lease are capitalised at the normal sale price/contracted price and treated as sales.

2.18 Provisions and Contingencies

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of a contingent liability is made where there is a possible obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent assets are not recognised. Provisions,

contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.19 Earnings Per Share

In determining earnings per share, the Company considers the Net Profit after Tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year. The dilutive earnings per share is not computed as there is no dilution involved during the year.

2.20 Liquidated Damages and Penalties

"Credit items arising on account of Liquidated Damages and Penalties during execution of contract or due to termination of contract etc. are carried as " Retention Money" under " other Current Liabilities" until the final Closure of the Project. Thereafter,i.e. on financial closure of the Project, such leftover balances of liquidity Damages and Penalties are credited to the total cost of the concerned project."

2.21 Prior Period Policy

"Income/expenditure relating to prior period and prepaid expenses not exceeding ₹50,000/- in each case when treated as income/expenditure of the current year".

2.22 Stale Cheques Policy

Cheques which have not been cleared within the validiy period of 3 months are credited to the stale cheque account. Items which are more than 3 yrs old and could not be cleared in stale cheque account are credited to the head which was earlier debited while making payments except deductions made from salary of staff which are credited to misc income.

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

Sd/-

R.K. Aggarwal

Partner

M. No. 081510

Place: New Delhi

Date: 11.08.2015

Sd/-

S.C. Agnihotri

Chairman and Managing Director

DIN : 01637856

Sd/-

Ashok K. Ganju

Director Finance

DIN : 01970462

Sd/-

Kalpna Dubey

Company Secretary

FOR AND ON BEHALF OF THE BOARD

S. No.	Particulars	as at March 31, 2015 Amount (₹)	as at March 31, 2014 Amount (₹)
3	Share Capital:		
(a)	Authorised:		
	3,00,00,00,000 Equity Shares of ₹10 Each	3000,00,00,000	3000,00,00,000
(b)	Issued:		
	2,08,50,20,100 Equity Shares of ₹10 Each fully paid up	2085,02,01,000	2085,02,01,000
(c)	Subscribed & Fully paid up		
	2,08,50,20,100 Equity shares of ₹10 Each fully paid up (100% Shareholding with MoR)	2085,02,01,000	2085,02,01,000
	Total	2085,02,01,000	2085,02,01,000

	As at March 31, 2015		As at March 31, 2014	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the Year	2,085,020,100	20,850,201,000	208,50,20,100	2085,02,01,000
Addition during the Year	-	-	-	-
Balance at the End of the Year	2,085,020,100	20,850,201,000	208,50,20,100	2085,02,01,000

	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% holding	No. of Shares held	% holding
Ministry of Railways (MoR)	208,50,20,100	100	208,50,20,100	100

1. Rights, Preferences and Restrictions attaching to shares

Equity Shares: The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

4 Reserves and Surplus

	As at March 31, 2015 Amount (₹)	As at March 31, 2014 Amount (₹)
(a) General Reserve		
As per last Balance Sheet	610,000,000	51,00,00,000
Addition during the Year	100,000,000	100,000,000
	710,000,000	61,00,00,000
(b) Statement of Profit & Loss:		
As per last Balance Sheet	3,900,535,434	278,33,25,677
Addition during the Year		
Profit after Tax	1,857,146,622	157,42,09,873
Add: Transfer from CSR Fund	18,910,735	5,27,12,644
	-	-
Less: Provision for CSR Expenses	-	(40,665,385)
Add: Research & Development Expenses	7,871,049	83,50,189
Less: Provision for R&D Expenses	(7,871,049)	(6,777,564)
Less: Transfer to General Reserve	(100,000,000)	(100,000,000)
Less: Proposed Dividend (Rs. 0.18 Per Equity Share)	(372,000,000)	(315,000,000)
Less: Additional Tax on Dividend	(76,165,884)	(55,620,000)
Net Addition during the Year	1,327,891,474	5,228,426,908
		111,72,09,757
		390,05,35,434



S. Particulars No.	as at March 31, 2015		as at March 31, 2014	
	Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
(c) Corporate Social Responsibility and Sustainability Fund				
As per last Balance Sheet	18,910,735		3,09,57,994	
Add: Provision for CSR Expenses	-		4,06,65,385	
Less: Transfer to Retained earnings	(18,910,735)		(52,712,644)	
				1,89,10,735
(d) Research & Development Fund				
As per last Balance sheet	(0)		15,72,625	
Add: Provision for R&D Expenses	7,871,049		67,77,564	
Less: Research & Development Expenses	(7,871,049)	(0)	(8,350,189)	(0)
		5,938,426,907		452,94,46,169
<p>(1) As per the Companies Act, 2013, Corporate Social Responsibility Fund has been created @ 2% of Average PBT of immediately 3 Financial Year (However, as per DPE's guidelines, Corporate Social Responsibility Fund was created @ 3% of Average PAT of immediately 3 Financial Year). The expenditure of ₹4,54,47,097/- has been incurred on CSR activities during the year 2014-15 in comparison 2% of average PBT i.e. ₹3,21,29,340/- as required by the companies act 2013.</p> <p>(2) As per DPE's guidelines Research & Development Fund has been created @ 0.5% of PAT of previous year. The rationale behind it is the changed business environment, highly competitive markets, the rapid pace of change in technology, stringent quality control criteria, heightened expectations and demands of customers, lack of transfer of technology and know- how from competitors, etc.</p>				
5 Non-Current Liabilities				
(a) Long term borrowings				
(i) Indian Railway Finance Corporation (ongoing projects)				
Unsecured:				
Opening Balance	1953,15,00,002		1677,40,00,002	
Addition during the Year	273,00,00,000		440,00,00,000	
Less: Repayment to be made within 12 months	(1,732,416,667)		(1,642,500,000)	
less: Transfer on Completed Projects	-	2052,90,83,335	-	1953,15,00,002
		2052,90,83,335		1953,15,00,002
Terms of Repayment:				
<p>(1) There is a moratorium period of 3 years for each year's loan. During the said moratorium period no amount on account of interest and principal shall be payable. The interest shall be charged on yearly basis and repayment of loan shall be once in a year (for a period of 12 years) after the completion of moratorium period. Ministry of Railways would make available to RVNL the required funds thereafter, to enable them to do the debt servicing. The debt servicing will pass through RVNL books.</p> <p>(2) Company has borrowed funds ₹273,00,00,000 (Previous year ₹440,00,00,000) during the year from Indian Railway Finance Corporation (IRFC). The outstanding borrowing is ₹2226,15,00,002 (Previous Year ₹2117,40,00,002), which includes current liability i.e. repayable in next twelve months ₹173,24,16,667 (Previous Year ₹164,25,00,000).</p>				
(b) Other Non- Current Liabilities				
Interest accrued but not due (IRFC-Ongoing Projects)				
Opening Balance	437,47,77,714		446,53,06,032	
Add: Interest Accrued during the Year	188,51,00,471		215,06,01,514	
Less: Repayment to be made within 12 months	(165,81,77,853)	460,17,00,332	(224,11,29,832)	437,47,77,714
Interest accrued but not due (IRFC-Completed Projects)				
Opening Balance	-			
Add: Interest Accrued during the Period	55,44,24,103			
Less: Repayment to be made within 12 months	(54,54,99,372)	89,24,731		
Total		461,06,25,063		437,47,77,714

S. No.	Particulars	as at March 31, 2015		as at March 31, 2014	
		Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
	The interest liability has been assessed on the amount disbursed in financial year 2014-15 at the rate of 9.56% (rates applicable for the amount disbursed in the year 2013-14 is 9.60%) The interest accrued but not due on the IRFC loan amount has been shown in the Balance Sheet as recoverable from MOR under Current Assets & Non-Current assets (for the interest non recoverable in next 12 Months) and the interest payable but not due under the Current Liabilities and Non-Current Liabilities (for the interest not payable in next 12 Months) payable to IRFC .				
	Long-term and Short-term Interest accrued but not due from IRFC have been separately shown for 'ongoing projects' and 'completed projects transferred to MOR'				
(c)	Long term Provisions				
	Provision for Retirement Benefits				
	Opening Balance	3,55,87,891		2,34,22,078	
	Add: Addition during the Year	1,99,07,612		1,52,64,441	
	Add: Transfer from due within 12 months	-		-	
	Less: Transfer to due within next twelve months	(4,685,128)	5,08,10,375	(3,098,628)	3,55,87,891
	Total		5,08,10,375		3,55,87,891

1. Employee Benefits
" For RVNL Employees"

The disclosure required under Accounting Standard-15 "Employees Benefit" in respect of defined benefit plan is:

Reconciliation of opening and closing balances of the present value of the defined benefit obligation

Particulars	Leave Encashment		Gratuity	
	(₹)		(₹)	
	2014-15	2013-14	2014-15	2013-14
Opening Balance	2,23,59,168	1,45,85,880	1,28,21,672	99,32,796
Interest Cost	17,44,015	13,12,729	10,00,090	8,93,952
Current Service Cost	55,56,298	34,62,767	52,20,055	38,14,291
Benefit Paid	(10,19,450)	(2,66,645)	(7,69,537)	(262,505)
Actuarial (Gain/ Loss) on Obligation	48,10,597	32,64,437	9,81,193	(15,56,862)
Closing Balance	3,34,50,628	2,23,59,168	1,92,53,473	1,28,21,672

Particulars	Half pay Leave	
	(₹)	
	2014-15	2013-14
Opening Balance	40,73,127	-
Current Service Cost	5,95,364	40,73,127
Closing Balance	46,68,491	40,73,127

Gratuity Benefit is payable to employees on retirement or resignation or death. The amount of gratuity payable is based on past service and salary at time of exit as per Payment of Gratuity Act, 1972.

"Company allows Half Pay Leave for every year of service and unutilized portion can be carried forward subject to restrictions on maximum accumulation. This benefit is available only in the event of employee falling sick during the tenure of his service. No encashment is allowed on accumulated Half Pay Leave on exit (retirement, withdrawal, death)from the company."

Leave Encashment including Half pay Leave is payable to employees on retirement. The amount of Leave Encashment payable is based on past service and salary at time of retirement.

There are no Investment held against the provision for gratuity and leave encashment.



ACTUARIAL ASSUMPTIONS:	2014-15	2013-14
Method Of Valuation :	Project Unit Credit Method	Project Unit Credit Method
Discount Rate :	7.80%	7.80%
Salary Escalation Rate:	6.50%	6.50%
Retirement Age:	60 Years	60 Years
Withdrawal Rate:	3% at younger ages and reducing to 1% at older ages according to graduated scale.	3% at younger ages and reducing to 1% at older ages according to graduated scale.
Mortality Rate	India Assured Lives Mortality (2006-08) Ult.	India Assured Lives Mortality (2006-08) Ult.

S. Particulars No.	as at March 31, 2015		as at March 31, 2014	
	Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
6 Current Liabilities				
(a) Short Term Borrowings				
(i) Indian Railways Finance Corporation (On Going Projects)				
Unsecured:				
Opening Balance	1,64,25,00,000		1,55,91,66,667	
Add: Addition during the Year	1,73,24,16,667		1,64,25,00,000	
Less: Repayment during the Year	(1,64,25,00,000)	1,73,24,16,667	(1,55,91,66,667)	1,64,25,00,000
		1,73,24,16,667		1,64,25,00,000
(ii) Project Advance Capital				
Ministry of Railways				
Unsecured:				
Opening Balance	41,60,48,02,809		31,87,86,46,389	
Addition during the Year	22,83,12,00,000		17,53,92,00,000	
Less: Projects Transferred during the Year	34,241,80,562	61,01,18,22,247	7,81,30,43,580	41,60,48,02,809
(iii) Project Advance (Capital Fund)				
Ministry of Railways				
Unsecured:				
Opening Balance	8,58,76,47,064		12,90,11,09,659	
Addition during the Year	-		-	
Less: Projects Transferred during the Year	44,687,653	8,54,29,59,411	4,31,34,62,595	8,58,76,47,064
(iv) Advance from MoR IRFC loan Repayment				
Unsecured:				
Opening Balance	3,39,96,46,928		3,49,58,33,331	
Addition during the Year	1,64,25,00,000		1,55,91,66,668	
Less: Projects Transferred during the Year	1,36,52,78,775	3,67,68,68,153	1,65,53,53,071	3,39,96,46,928
(v) Misc. Advance Capital (Metro project)				
Unsecured:				
Opening Balance	11,65,50,00,000		8,25,50,00,000	
Addition during the Year	3,98,00,00,000		3,40,00,00,000	
Less: Projects transferred during the Year		15,63,50,00,000		11,65,50,00,000

S. Particulars No.	as at March 31, 2015		as at March 31, 2014	
	Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
(vi) Project Advance Capital Bonds				
Opening Balance	321,79,00,000		321,79,00,000	
Addition during the Year	-		-	
Less: Projects Transferred during the Year		321,79,00,000		321,79,00,000
(vii) Project Advance Safety Fund				
Opening Balance	40,54,00,000		39,00,00,000	
Addition during the Year	32,01,00,000		1,54,00,000	
Less: Projects Transferred during the Year	-	72,55,00,000	-	40,54,00,000
(viii) Development Fund-3				
Opening Balance	48,00,00,000		2,10,00,000	
Addition during the Year	63,88,00,000		45,90,00,000	
Less: Projects Transferred during the Year	-	111,88,00,000	-	48,00,00,000
(ix) HSR Studies under Demand-2				
Opening Balance	-		-	
Addition during the Year	5,00,00,000		-	
Less: Projects Transferred during the Year	-	5,00,00,000	-	-
		95,71,12,66,477		70,99,28,96,801
1. Funds received by the Company from MoR are utilized for executing projects assigned by MoR. After physical completion of a project, the assets are to be transferred to the concerned Zonal Railway who would add the value of assets in their Block Account.				
(b) Trade Payable				
Micro ,Small & Medium Enterprises		-		-
Others		44,96,65,543		52,83,96,938
		44,96,65,543		52,83,96,938
(c) Other current liabilities				
Earnest Money		53,97,78,080		53,59,74,175
Performance Security Deposit		226,58,93,488		192,78,84,410
Sundry Creditors Staff		3,83,67,336		3,89,10,261
Sundry Creditors Others		5,36,48,566		3,38,19,130
Misc. Deposit		13,60,84,904		15,55,67,209
Retention money		55,64,47,879		45,63,71,682
Duties & Taxes		15,76,63,827		13,67,17,660
Cheque issued but not cleared		1,09,81,624		5,42,05,095
Advance received from Customers against Deposit Works		331,69,05,986		307,12,52,775
Interest Accrued but not due on Loan: (IRFC)				
Opening Balance	217,23,63,489		98,99,06,181	
Add: Addition during the Year	165,81,77,853		224,11,29,832	
Less: Payment during the Year	(2,239,790,141)	1,590,751,201	(1,058,672,524)	217,23,63,489
Interest Accrued but not due on Loan: (IRFC-Completed)				
Opening Balance				
Add: Addition during the Period		545,499,372		545,499,372
Less: Payment during the Period				
Other Liabilities		7,53,13,087		8,16,14,092
Expenses Payable		30,79,626		47,86,847
		929,04,14,975		866,94,66,825



S. No.	Particulars	as at March 31, 2015		as at March 31, 2014	
		Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
(d) Short-term provision					
(i) Provision for Taxation					
	Opening Balance	12,74,26,969		11,02,17,718	
	Add: Addition during the Year	18,83,45,206		12,74,26,969	
	Less: Adjustment during the Year	(1,27,26,969)	18,83,45,206	(1,102,17,718)	12,74,26,969
(ii) Dividend Payable					
	Opening Balance	31,50,00,000		27,00,00,000	
	Add: Addition during the Year	3,720,00,000		31,50,00,000	
	Less: Adjustment during the Year	(31,50,00,000)	3,72,000,000	(27,00,00,000)	31,50,00,000
(iii) Provision for Foreign Service Contribution					
	Opening Balance	6,09,82,875		5,61,12,699	
	Add: Addition during the Year	2,62,43,755		2,00,00,000	
	Less: Adjustment during the Year	(2,40,10,940)	6,32,15,690	(1,51,29,824)	6,09,82,875
(iv) Provision for PRP/PLI					
	Opening Balance	7,51,29,145		13,28,28,211	
	Add: Addition during the Year	7,00,00,000		6,15,00,000	
	Less: Adjustment during the Year	(7,19,78,519)	7,31,50,626	(1,191,99,066)	7,51,29,145
(v) Provision for Retirement Benefit					
	Opening Balance	36,66,076		10,96,598	
	Less: Transfer from/to long term Provisions	4,685,128		3,098,628	
	Less: Adjustment during the Year	(17,88,987)	6,562,217	(5,29,150)	36,66,076
(vi) Provision for LTC					
	Opening Balance	12,00,000		6,00,000	
	Add: Addition during the Year	5,85,971		12,40,370	
	Less: Adjustment during the Year	(1,62,094)	16,23,877	(6,40,370)	12,00,000
(vii) RVNL Welfare Scheme					
	Opening Balance		-	5,00,00,000	
	Add: Addition during the year	5,00,00,000			
	Less: Adjustment during the Year	-	5,00,00,000	(5,00,00,000)	-
(viii) RVNL Medical Scheme					
	Opening Balance	1,36,00,000		2,72,00,000	
	Add: Addition during the Year	1,56,42,104		1,36,00,000	
	Less: Adjustment during the Year	(2,92,42,104)	-	(2,72,00,000)	1,36,00,000
			75,48,97,616		59,70,05,065

"Foot Note for 6(d) (i) Income Tax :"

1. Provision for Income Tax has been made as Tax computed under the Income Tax Act.

2. In compliance with provisions of Accounting Standards and based on general prudence, the Company has not recognised the Deferred Tax Assets as there is no reasonable certainty of their realisation.

"Foot Note for 6(d) (iii) Foreign Service Contribution :"

The majority of the officers / staff employed in RVNL are on deputation from Indian Railways. RVNL is paying Foreign Service Contribution to the Indian Railways towards retirement benefits.

"Foot Note for 6(d) (vii) & (viii) RVNL Medical and Welfare Scheme"

Company has contributed ₹1,56,42,104 (previous year ₹1,36,00,000) in the RVNL Medical Scheme and ₹5,00,00,000 in Capital Fund of RVNL Medical and Welfare Trust.

7. Fixed Assets

Block of Assets	GROSS BLOCK					DEPRECIATION				NET BLOCK	
	Cost up to March 31, 2014 Rupees (₹)	Additions during the Year Rupees (₹)	Deletions / Adjustments during the Year Rupees (₹)	Cost up to 31st March 2015 Rupees (₹)	Cost up to March 31, 2014 Rupees (₹)	Depreciation during the Year Rupees (₹)	Depreciation on Sale / Adjustments Rupees (₹)	Up to 31st March, 2015 Rupees (₹)	As at March 31, 2015 Rupees (₹)	As at March 31, 2014 Rupees (₹)	
A. Tangible Assets											
Lease Hold Improvements	8,52,79,687	56,31,098	-	9,09,10,785	5,89,61,346	1,27,35,401	-	7,16,96,748	1,92,14,037	2,63,18,341	
Furniture and Fixtures	5,67,32,889	97,24,368	1,472,314	6,49,84,943	4,82,72,916	87,16,664	1,237,150	5,57,52,430	92,32,513	84,59,973	
EDP Assets	8,99,08,683	1,51,27,906	2,799,757	10,22,36,832	6,81,68,884	1,75,84,078	1,764,881	8,39,88,081	1,82,48,750	2,17,39,799	
Office Equipments	5,97,35,238	91,49,150	1,637,283	6,72,47,105	4,68,85,506	1,09,30,682	1,496,450	5,63,19,738	1,09,27,367	1,28,49,732	
TOTAL	29,16,56,497	3,96,32,522	59,09,354	32,53,79,665	22,22,88,652	4,99,66,826	44,98,481	26,77,56,997	5,76,22,668	6,93,67,845	
B. Intangible Assets											
Softwares	88,71,188	14,19,040	1,250	1,02,88,978	87,89,292	12,41,116	1,250	1,00,29,158	2,59,820	81,896	
TOTAL	88,71,188	14,19,040	1,250	1,02,88,978	87,89,292	12,41,116	1,250	1,00,29,158	2,59,820	81,896	
C. Capital Work in Progress											
Multi Functional Complex*	12,852,369	13,92,468	-	1,42,44,837	-	-	-	-	1,42,44,837	12,852,369	
TOTAL	12,852,369	1,392,468	-	14,244,837	-	-	-	-	14,244,837	12,852,369	
D. Intangible Assets under Development											
Enterprise Resource Planning	7,527,894	90,47,602	-	1,65,75,496	-	-	-	-	1,65,75,496	7,527,894	
TOTAL	7,527,894	9,047,602	-	16,575,496	-	-	-	-	16,575,496	7,527,894	
TOTAL (A+B+C+D)	32,09,07,948	5,14,91,632	59,10,604	36,64,88,976	23,10,77,944	5,12,07,942	44,99,731	27,77,86,155	8,87,02,821	8,98,30,004	
Previous Year	25,43,80,527	7,23,28,619	58,01,197	32,09,07,949	17,68,09,671	5,93,21,473	50,53,197	23,10,77,947	8,98,30,002		

* Company has entered into MOU with RLDA for construction of Multifunctional Complex. Project is funded out of its own sources.

"In accordance with the provisions of the Companies Act 2013, effective from 1st April, 2014, the Company has reassessed the remaining useful lives of its fixed assets. As a consequence of such reassessment, the rate of charge for depreciation for the period is equal to the previously applied rate of charges and additional impact is NIL."



S. No.	Particulars	as at March 31, 2015		as at March 31, 2014	
		Rupees (₹)	Rupees(₹)	Amount (₹)	Amount (₹)
8	Non-current investment				
	Fully paid up Equity Share in Incorporated Joint Ventures (unquoted-at-cost)				
	Kutch Railways Company Limited				
	10,00,00,000 Equity Share of ₹10 Each fully paid up & 2,50,00,000 Bonus Shares of ₹10 Each fully paid up		1,00,00,00,000		1,00,00,00,000
	Haridaspur Paradip Railways Company Limited, 17,00,00,000 Equity Share of ₹10 Each fully paid up		1,70,00,00,000		2,50,000
	Krishnapatnam Railways Company Limited, 8,10,00,000 Equity Share of ₹10 Each fully paid up		81,00,00,000		81,00,00,000
	Bharuch Dahej Railways Company Limited, 5,50,00,000 Equity Share of ₹10 Each fully paid up		55,00,00,000		55,00,00,000
	Angul Sukinda Railways Company Limited, 18,90,00,000 Equity Share of ₹10 Each fully paid up &		1,89,00,00,000		80,71,73,250
	Fully paid up Equity Share in Subsidiary Company (unquoted-at-cost) (Out of Company's Fund)				
	High Speed Rail Corporation of India Limited		10,74,110		5,00,000
	1,07,411 Equity share of ₹10 Each fully paid up				
	Share Application Money pending Allotment				
	Haridaspur Paradip Railway Company Limited				1,69,97,50,000
			-	169,97,50,000	
			5,95,10,74,110		4,86,76,73,250
9	Long Term Loans & Advances				
(a)	Recoverable from Ministry of Railways(For On Going Projects) (Interest Accrued but not due)(Unsecured, considered good)		46,01,7,00,332		4,37,47,77,714
(b)	Recoverable from Ministry of Railways (Completed Projects) (Interest -Completed Projects)(Unsecured, considered good)		8,924,731		
(c)	Employees Loan & Advances		96,12,360		1,30,45,298
(d)	Security Deposits		3,36,37,104		5,86,56,204
			4,65,38,74,527		4,44,64,79,216
10.	Other Non-Current Assets				
	Lease Receivables				
	Opening Balance		4,78,43,69,903		
	Add: Transfer during the Period		1,75,61,35,640		5,34,59,53,059
	Less: Adjustment during the year		(79,25,45,051)		
	Less: Repayment to be made within 12 months		(7,6,33,21,881)		56,15,83,156
			4,98,46,38,611		4,78,43,69,903

S. No.	Particulars	Opening Balance	Addition from	Project Transferred	As at March	As at March
		as at 01.04.2014	01.04.2014 to 31.03.2015	from 1.4.2014 to 31.03.2015	31, 2015	31, 2014
		Rupees(₹)	Rupees(₹)	Rupees(₹)	Rupees(₹)	Rupees(₹)
11	Project Work-in-Progress					
1	Civil Works					
	Bridges	1811,19,56,762	569,03,52,432	49,24,65,948	2330,98,43,246	1811,19,56,762
	Civil Works	184,23,86,092	(184,173,273)	46,37,57,878	119,44,54,941	184,23,86,092
	Preliminary Project Expenditure	72,61,81,059	26,19,70,048	1,20,03,014	97,61,48,093	72,61,81,059
	Equipments Plants and Machinery	17,50,83,196	132,487,618	121,782,070	18,57,88,744	17,50,83,196
	Formation	889,64,30,882	284,03,76,180	458,871,838	1127,79,35,225	889,64,30,882
	Land	134,43,41,491	36,92,68,359	(62,790,560)	177,64,00,410	134,43,41,491
	Permanent Way	2932,50,59,458	869,95,07,728	1,834,131,766	3619,04,35,420	2932,50,59,458
	Detailed Design & Engineering (Civil)	94,058,420.89	3,12,32,111	4,489,434	12,08,01,098	9,40,58,421
	Station Buildings	503,34,00,705	231,84,97,042	743,717,844	660,81,79,903	503,34,00,705
	Total Civil Work (A)	6554,88,98,066	2015,95,18,246	4,068,429,232	8163,99,87,080	6554,88,98,066
2	S & T Work					
	Detailed Design & Engineering	24,77,21,684	5,72,893	3,666,481	24,46,28,096	24,77,21,684
	Signaling Arrangement	261,22,01,279	123,16,69,861	146,981,624	369,68,89,516	261,22,01,279
	Telecommunication Arrangement	8,70,92,387	1,52,69,661	1,217,983	10,11,44,065	8,70,92,387
	Signaling & Telecom Works	495,75,61,272	54,37,77,739	273,833,808	522,75,05,203	495,75,61,272
	Total S & T Work (B)	790,45,76,622	179,12,90,154	425,699,896	927,01,66,880	790,45,76,622
3	Electrical Works					
	General Electrification	362,74,59,927	116,09,82,692	19,71,38,522	459,13,04,097	362,74,59,927
	Detailed Design & Engineering (Electrical)	20,527,512.49	2,86,52,080		4,91,79,593	2,05,27,512
	Overhead Electric Equipment	913,88,47,418	244,67,18,435	11,84,26,559	1146,71,39,295	913,88,47,418
	Total Electrical Work (C)	1278,68,34,857	363,63,53,208	31,55,65,081	1610,76,22,985	1278,68,34,857
4	Incidental Expenditure during Construction Period					
	Opening Balance	141,73,54,454		11,32,81,305	144,15,93,581	141,73,54,454
	Project related Direct Expenditure					0
	Project management Consultancy	366,489,558	67,73,09,948	7,22,83,423	60,50,26,525	36,64,89,558
	Direction & General Charges to Railways	32,936,160	3,79,76,019	2,775,500	3,52,00,519	3,29,36,160
	Total Incidental Expenditure During Construction Period	181,67,80,172	71,52,85,967	18,83,40,228	208,18,20,625	181,67,80,172
	Less: Interest on Mobilisation Advance	261,905,286	44,87,79,272	6,627,055	44,21,52,217	26,19,05,286
	Net Incidental expenditure Apportioned to Projects in the ratio of spending on individual projects to project expenditure (D)	155,48,74,886	26,65,06,695	18,17,13,173	1,639,668,408	155,48,74,886



S. No.	Particulars	Opening Balance as at 01.04.2014	Addition from 01.04.2014 to 31.03.2015	Project Transferred from 1.4.2014 to 31.03.2015	As at March 31, 2015	As at March 31, 2014
5	Others					
	Expenditure Pending Allocation	40,26,73,572	128,163,606	-	53,08,37,178	40,26,73,572
	Management fees	457,21,07,541	218,87,19,861	23,40,08,012	652,68,19,390	457,21,07,541
	Total Others (E)	497,47,81,113	231,68,83,467	23,40,08,012	705,76,56,568	497,47,81,113
	Total Project Work in Progress	9276,99,65,546	2817,05,51,769	522,54,15,394	11571,51,01,921	9276,99,65,546
	Less: Credit from Release Material	7,60,725	1,500	411,539	350,686	7,60,725
	Less: Deposit (LD, Penalty & Misc Deposit)	1,64,700	-	67,013,283	67,177,983	1,64,700
	Net Project Work in Progress for MOR Projects	9276,90,40,121	2817,05,50,269	529,20,17,138	11564,75,73,252	9276,90,40,121

- Land cost included in Project Work in Progress represents payments made through various Zonal Railways/ to concerned authority for the purpose of acquisition of land. The total payment made amounts to ₹177,64,00,410 (Previous year: ₹134,43,41,491). The land so acquired is in the name of the concerned Zonal Railway.
- The Company is executing projects assigned by MOR. In some of the projects, initially transferred to the Company, work was already in progress and some of the Zonal Railways had incurred expenditure on those projects prior to their transfer to the Company. The expenditure made by the concerned Railways prior to the formation of the Company has not been taken into account.
- In the opinion of the Management, the value of current assets, loans and advances on realization in the ordinary course of business, will not be less than the value at which these have been stated in the Balance Sheet.
- Interest on mobilization Advance, recovered from the Contractors as per the terms and conditions of the contract, is being credited to the project.
- In Compliance of para 5.1.1 of joint procedure order of MoR dated 17.12.2013 for transfer of completed projects financial transfers of projects have been carried out in the accounts after handing over / commissioning of the full project to the Zonal Railway and where the expenditure booked against the project at the end of the financial year is at least 95 % of the latest anticipated cost of the work.

S. No.	Particulars	as at March 31, 2015 Rupees(₹)	as at March 31, 2014 Amount (₹)
12	Trade Receivables		
(a)	More than 6 months		
	Unsecured-Considered good	61,87,15,823	37,26,07,957
(b)	Other (less than 6 months)		
	Unsecured-Considered good	129,04,90,730	25,26,36,138
		190,92,06,553	62,52,44,095
13	Cash and Bank Balances		
	Cash and Cash Equivalent		
(i)	Balances with Bank		
	-- Current Account	101,88,62,384	158,25,76,160
	-- Fixed Deposits (Maturity less than 3 Months)	704,00,00,000	646,00,00,000
(ii)	Cheque-in-Hand	-	68,49,38,000
(iii)	Imprest	9,92,932	9,79,140
		805,98,55,316	872,84,93,300

S. Particulars No.	as at March 31, 2015 Rupees(₹)	as at March 31, 2014 Amount (₹)
Other Bank Balances		
(i) Balances with Bank		
Term Deposit in Schedule Bank	485,00,00,000	356,00,00,000
	4,850,000,000	356,00,00,000
	1290,98,55,316	1228,84,93,300
14 Short Term Loan & Advances		
Advance Receivable in Cash or in kind or for value to be Received:(Unsecured, considered good)		
(a) Recoverable from Ministry of Railway (Interest) (On going Projects)	159,07,51,201	217,23,63,489
(b) Recoverable from Ministry of Railway (Completed Projects)	545,499,372	-
(c) Interest accrued on Fixed Deposit	3,68,99,993	10,47,50,408
(d) Interest accrued on Mobilization Advance	6,99,97,065	4,23,63,241
(e) Security Deposit	41,80,678	21,57,375
(f) Advance Tax and Tax Deducted at Source	26,31,88,848	21,36,29,701
(g) Others	13,62,07,950	4,51,62,737
	<u>264,67,25,107</u>	<u>258,04,26,951</u>
15 Advances for Project Work		
(a) Advances to Zonal Railways	92,57,00,507	65,58,51,822
(b) Advances for Sleepers	124,81,36,448	104,61,73,445
(c) Mobilisation Advances	266,68,04,431	336,02,94,756
(d) Other Advances	380,09,28,297	203,38,18,388
	<u>864,15,69,683</u>	<u>709,61,38,411</u>
16 Other Current Assets		
Lease Receivables		
Opening Balance	56,15,83,156	-
Add: Transfer during the Period	76,33,21,881	56,15,83,156
Less: Repayment to be made within 12 months	572,733,724	
	<u>75,21,71,313</u>	<u>56,15,83,156</u>



S. No.	Particulars	Figures for the year ended 31.03.2015		Figures for the year ended 31.03.2014	
		Rupees (₹)	Rupees (₹)	Rupees (₹)	Rupees (₹)
17	Revenue from Operation:				
	(Turnover from Construction Work in Progress (Project Activity))				
	- From MoR Projects	2425,63,45,480		1925,91,77,258	
	- From MoR Metro Projects	351,89,33,068		297,23,75,292	
	- From MoR National Projects	11,60,19,730		2,51,59,007	
	- From MoR Projects (Executed by Zonal Railways)	279,251,991		92,96,25,958	
	- From Deposit Work - Projects (SPV)	273,14,22,238		135,63,46,344	
	- From Deposit Work - Project (Others)	51,77,22,431	3141,96,94,938	38,09,77,480	2492,36,61,338
			<u>3141,96,94,938</u>		<u>2492,36,61,338</u>

In accordance with Railway Board's letter No. 2004/W-1/RVNL/15 dated 04.01.2012 RVNL has accounted Consolidated Management fee @ 9.25% in case of Metro Projects, 8.5% in case of Other Plan Heads and 10% in case of National Projects on the expenditure incurred by RVNL on MoR projects. As per the directions of MoR, all expenditure in the nature of consultancies related to Project Management are being charged directly to project. D&G charges payable to Railway up to 0.25 % of cost of projects are allocated to the projects on actual funds released to the respective Zonal Railway, Expenditure incurred on D&G (Supervision) are being charged to the Profit & Loss account. The miscellaneous receipts from sale proceeds of Tender and other income has been credited to the P&L account.

18 Other income

(a) Interest income

- Banks - Gross	82,37,17,839		75,56,47,315	
- Others - Gross	6,96,02,457	89,33,20,296	11,29,97,871	86,86,45,186

(b) Dividend income:

	5,00,00,000		17,50,00,000	
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(c) Misc Income

	1,71,90,342		74,31,223	
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96,05,10,638

105,10,76,409

Interest from others" includes interest from Special Purpose Vehicles (SPVs) against balances outstanding.

19 Expenses on Operations

(Direct Expenses on Construction and Project related Activity)

- Incurred on MoR Projects	2238,73,90,218		1783,47,71,969	
- Incurred on MoR Metro Projects	320,97,15,718		272,07,09,649	
- Incurred on MoR National Projects	10,54,72,482		2,28,71,824	
- Incurred on Projects (Zonal Railway)	279,251,991		92,96,25,958	
- Incurred on Deposit Work - Projects (SPV)	244,81,99,531		124,39,15,366	
- Incurred on Deposit Work - Projects (Others)	47,80,84,366	2890,81,14,305	35,03,66,263	2310,22,61,029
		<u>2890,81,14,305</u>		<u>2310,22,61,029</u>

- Expenditure on Work in Progress against contracts awarded by the Company is recognized on completion of measurements and testing certified by the Engineer.
- Expenditure of execution of projects done by the Zonal Railways on behalf of the Company on MOR projects is accounted for on the basis of statement of estimated expenditure received from respective Zonal Railways and is adjusted allocation-wise as and when the final expenditure statement is received.
- The value of projects commissioned / completed and put to use by Railways during financial year are ₹522,50,03,855 (Previous year ₹1912,78,12,305). Out of the same, the value of completed projects funded through MOR sources are of ₹346,88,68,216 (previous year ₹1212,65,06,175) and IRFC funded are of ₹175,61,35,640 (previous year ₹700,13,06,130). The financial adjustments for MoR projects have been carried out against Project Advance (Capital) and Project Advance (Capital Fund) respectively in the Balance Sheet leading to a reduction in Loan Funds and Project Work in Progress to the tune of ₹522,50,03,855 (previous year ₹1912,78,12,305). Further with regard to IRFC funded projects, Project Work in Progress has been reduced by the amount of ₹175,61,35,640 (Previous Year 700,13,06,130) and corresponding asset as Lease Receivable has been created in accordance with the procedure order finalized by MoR and in accordance with Accounting Standard for lease. As some minor works may still be required, the expenditure incurred on projects subsequent to the date of financial adjustments will be cleared at the time of drawing the completion reports. "

S. Particulars No.	Figures for the year ended 31.03.2015		Figures for the year ended 31.03.2014	
	Rupees (₹)	Rupees (₹)	Rupees (₹)	Rupees (₹)
4. With the rationalisation of the revenue stream of RVNL, the expenses incurred on supervision and monitoring directly allocable to the projects have been reviewed in terms of Railway Board 's letter no 2004/W-1/RVNL/15 dated 04/01/2012, the pattern of booking of expenditure on Zonal Railways and general accounting practises. The expenditure incurred on this account related to execution of Deposit Works (for SPV and others) have been charged to the Statement of Profit and Loss.				
20 Employee benefits expense				
(a) Salaries and Wages		63,28,86,427		51,65,89,984
(b) Contribution to Provident & Other Funds		3,06,35,654		2,76,47,731
(c) Staff Welfare Expenses.		8,50,66,490		2,98,26,755
		74,85,88,571		57,40,64,470
21 Other Expenses				
(a) Power & Fuel		1,39,19,326		1,37,69,725
(b) Rent		3,46,57,105		2,48,36,180
(c) Rates & Taxes (excluding Income Tax)		10,000		2,000
(d) Miscellaneous Expenditure		47,53,602		1,53,62,625
(e) Payment to Auditors				
(i) As Auditor		505,620		370,788
(ii) For Taxation Matters		196,630		112,360
(iii) For Other Services		140,450		84,270
(iv) For Expenses		78,079		75,600
(f) Advertisement and Business Promotion		3,07,00,566		2,64,16,173
(g) Project Management Consultancy		4,63,16,130		4,10,28,282
(h) Printing and Stationery		1,95,40,309		1,75,01,077
(i) Travelling & Local Conveyance		1,93,68,810		1,84,95,672
(j) Communication		2,15,78,252		2,20,29,202
(k) Books & Periodicals		1,76,221		1,48,680
(l) Prior Period Items		-		57,17,794
(m) Professional Fees Consultancy		-		-
(m) Legal and Professional Charges		1,94,07,305		1,42,25,638
(n) Consultant Fee		2,04,21,109		1,23,24,761
(o) Other expenses		2,74,45,920		1,68,48,958
(p) D & G to Zonal Railway		29,00,000		4,80,000
(q) Interest on Loan from IRFC (Compete Project)	55,44,24,103			
Less: Interest receivable from MoR on loan from IRFC	(55,44,24,103)			
		26,21,15,433		22,98,29,785
Interest/ payable on IRFC Loan for the above mentioned period, recoverable from MOR/ payable to IRFC, for completed/ transferred project - i.e. Ajmer-Phulera-Ringus-Rewari GC, has been disclosed .				
22 Other Expenses as per DPE Guidelines				
(a) CSR Expenses & Sustainability Expenses		4,54,47,097		5,27,12,644
(b) CSR Expenses (Previous Year)		-		-
(c) Research & Development Expenses		1,02,88,002		1,23,54,686
Less: Transferred to Project for R&D		-		-
Less: Transferred to Capital Working Progress		(9,047,602)		(7,527,894)
		4,66,87,497		5,75,39,436



23. Deposit Works (SPVs and others)

23.1 Works being executed for SPVs and others parties are treated as a Deposit Work. The corresponding current assets and liabilities in respect of such projects have been recognized on the basis of expenditure incurred plus supervision charges as agreed. The advance received is disclosed under Current Liabilities and the amount recoverable on account of project execution under Sundry Debtors.

23.2 Costs incurred on Deposit and SPV Works:

Particulars	Year Ended March 31,2015 (₹)	Year Ended March 31,2014 (₹)
Costs incurred for Deposit Works	292,62,83,897	159,42,81,629
Recognized Profit/Loss	32,28,60,772	14,30,42,195
Advance received	331,69,05,986	188,62,13,102
Gross Amount due from Customers	190,92,06,553	62,52,44,095
Cumulative amount of costs incurred	1859,79,93,639	1567,17,09,742
Cumulative amount of recognized Profit/Loss	167,09,27,726	134,80,66,954

24. Micro , Small and Medium Enterprises

The Company has not received any intimation from “Suppliers” regarding their status under the Micro, Small and medium enterprises Development Act, 2005 and hence disclosures, if any, relating to amounts unpaid as at the year-end together with interest paid/payable as required under the said Act is not ascertainable presently.

25. Expenditure in Foreign Currency

Particulars	Year Ended March 31,2015 (₹)	Year Ended March 31,2014 (₹)
Travel expenses	29,86,520	44,22,062
Project Management Consultancy	7,30,70,467	37,47,331

26. Contingent Liabilities

Contingent liability in respect of claims by the contractor on account of Arbitration not acknowledged as debts by the Company is ₹682,33,39,602 (Previous year ₹ 160,07,75,130). A claim if any will be form part of the project cost and reimbursable by respective Clients.

27. Capital Commitment

Capital commitment towards Multifunctional Complex is ₹79,25,729 (Previous year ₹57,00,000).

27.1 Other Commitment

Commitment towards Contractual Payments of Project expenditure is ₹ 11370,03,40,000 (Previous year ₹ 10211,43,00,000).

28. Managerial Remuneration

Particulars	Year Ended March 31,2015 (₹)	Year Ended March 31,2014 (₹)
Salary & allowances	2,33,67,583	2,90,82,159
Provident fund and other fund	12,14,662	14,38,366

29. Earnings per Share:

The numerators and denominators used to calculate Basic Earnings per Share are:

Particulars	Year Ended March 31,2015 (₹)	Year Ended March 31,2014 (₹)
Profit Attributable to the shareholders (₹) (A)	185,71,46,622	157,42,09,873
Basic average number of Equity Shares outstanding at end of Year (Nos.) (B)	208,50,20,100	208,50,20,100
Weighted average number of Equity Shares outstanding at the end of Year (Nos.) (C)	208,50,20,100	208,50,20,100
Nominal value of Equity Shares (₹)	10	10
Basic Earnings per share (₹) (A/C)	0.89	0.76

30. Related Party Disclosures (AS-18) :

30.1 Joint Ventures:

Kutch Railway Company Limited
Haridaspur Paradip Railway Company Limited
Krishnapatnam Railway Company Limited
Bharuch Dahej Railway Company Limited
Angul Sukinda Railway Limited

30.2 Subsidiary company

High Speed Rail Corporation of India Limited

30.3 Key Management Personnel:

Mr. S.C. Agnihotri : Managing Director
Mr. Ashok Krishna Ganju : Director Finance
Ms. Gita Mishra : Director Personnel
Mr. Mukul Jain : Director Operation
Mr. Vijay Anand : Director Projects

30.4 Enterprises in which Directors interest exist:

High Speed Rail Corporation of India Limited

30.5 Disclosure of transactions with related parties:

Particulars	Transactions (in ₹)		Outstanding Amount** (in ₹)	
	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014
Remuneration to Key Personnel (28) above	*	*	*	*
HPRCL				
Investment in Shares	-	36,80,00,000		
Interest paid/payable for the year	33,723,639	87,85,691		
"Interest on Mob. Advance Payable"	20,123,883	62,04,253		
Expenditure towards project	155,50,06,315	72,46,08,993	29,72,64,051	136,446,556
BDRCL				
Investment in Shares	-	12,10,00,000		
Interest paid/payable for the year	56,69,786	2,33,64,500		
Expenditure of Vadodara Office apportioned	402,822			
Expenditure towards project	9,58,04,306	15,30,22,503	(1,82,93,527)	19,81,51,883
KPRCL				
Investment in Shares	-	-		
Interest paid/payable for the year	2,90,53,607	808,47,680		
"Interest on Mob. Advance Payable"	1,17,11,570	3,67,26,126		
Expenditure towards project	84,19,00,532	15,71,38,480	156,74,03,372	28,59,25,678
ASRL				
Investment in Shares	108,28,26,750	23,62,18,750		
Interest paid/payable for the year	11,55,425	-		
"Interest on Mob. Advance Payable"	15,91,397	45,84,391		
Expenditure towards project	23,87,11,085	32,15,76,368	1,41,78,955	(1,50,48,232)
High Speed Rail Corporation of India Limited				
Investment in Shares	5,74,110		-	
Payment towards expenses of company	2,38,88,644	34,83,919	2,80,34,512	47,19,978

* See note No. 28

** These represent amounts recoverable on account of expenditure incurred on various projects of Joint Ventures and Misc Expenses of Subsidiary



31. Disclosure in respect of Joint Venture/Subsidiary:

Name of the Joint Venture	Partner(s), Country of Origin	Proportion of Ownership Interest as at March 31, 2015	Proportion of Ownership Interest as at March 31, 2014
Kutch Railway Company Limited	Rail Vikas Nigam Limited, India Kandla Port Trust, India Mundra Port SEZ Government of Gujarat, India	50% 26% 20% 4%	50% 26% 20% 4%
Haridaspur Paradip Railway Company Limited ((HPRCL)	Rail Vikas Nigam Limited, India IDCO (Govt of Odisha) Essel Mining and Industries Ltd., India Paradeep Port Trust Rungla Mines Ltd Jindal Steel & Power Ltd Steel Authority of India Limited POSCO India Limited MSPL LTD OMC Govt of Odisha	33.33% 0.35% 5.88% 10.00% 5.88% 0.98% 0.98% 5.40% 2.94% 14.70% 19.60%	48.43% 0.66% 10.91% 10.00% 10.91% 1.82% 1.82% 10.00% 5.45% - -
Krishnapatanam Railway Company Limited (KRCL)	Rail Vikas Nigam Limited, India Krishnapatnam Port Corporation Limited, India Bramhany Industries Limited National Mineral Development Corporation Government of Andhra Pradesh	30% 30% 12% 15% 13%	30% 30% 12% 15% 13%
Bharuch Dahej Railway Company Limited (BDRCL)	Rail Vikas Nigam Limited, India Adani Petronet (Dahej) Port Private Limited, India Gujarat Maritime Board, India Dahej SEZ Limited, India GNFC Hindalco Industries Limited, India Jindal Rail Infrastructure Limited, India Guj. Industrial Dev. Corp Ltd Equity Gap	33.33% 10.50% 10.82% 6.06% 8.20% 8.20% 6.06% 10.82% 6.00%	26.00% 10.50% 10.82% 6.06% 8.20% 8.20% 6.06% 10.82% 13.33%
Angul Sukinda Railway Limited (ASRL)	Rail Vikas Nigam Limited, India Jindal Steel and Power Limited, India Bhushan Steel & Power Ltd Govt of Odisha OMC IDCO (Govt of Odisha) CONCOR	31.50% 10.00% - 21.30% 10.50% 0.70% 26.00%	45% 25% 20% - - 10% -
High Speed Rail Corporation of India limited	Rail Vikas Nigam Limited, India	100%	100%

Details of the aggregate amounts of the assets, liabilities, income and expenditure related to the interest in the Jointly Controlled Entities are as under:

a. Kutch Railway Company Limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	703,01,00,000	531,15,00,000
Liabilities	275,55,50,000	219,68,00,000
Income	359,34,00,000	258,87,00,000
Expenditure	225,91,00,000	177,16,00,000

Contingent liabilities : ₹ Nil (Previous year ₹ Nil)
Capital commitment : ₹ Nil (Previous year ₹ 16.055 crore)

b. Haridaspur Paradip Railway Company Limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	171,95,87,742	227,56,27,847
Liabilities	11,16,79,089	7,20,62,847
Income	8,138	1,58,76,972
Expenditure	2,71,984	7,27,68,613

Contingent liabilities : ₹ Nil (Previous year ₹ 0.46 crore)
Capital commitment : ₹ Nil (Previous year ₹ 606.79 crore)

c. Krishnapatnam Railway Company Limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	184,39,45,903	147,54,55,784
Liabilities	109,09,91,808	70,88,88,050
Income	18,79,02,824	11,10,26,782
Expenditure	20,15,16,462	11,43,99,232

Capital commitment : ₹ Nil (Previous year ₹ 255.78 crore)
Contingent liabilities : ₹ 1.12 crore (Previous year ₹ 1.12 crore)

d. Bharuch Dahej Railway Company Limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	147,42,08,135	108,22,50,757
Liabilities	93,67,02,071	68,66,95,183
Income	45,01,39,662	20,38,82,898
Expenditure	31,45,81,928	18,49,85,404

Contingent liabilities : ₹ Nil (Previous year ₹ 9.31 crore)
Capital commitment : ₹ Nil (Previous year ₹ 6.76 crore)



e. Angul Sukinda Railway Limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	177,71,04,072	111,73,89,707
Liabilities	51,75,200	24,90,31,355
Income	4,55,490	1,73,61,993
Expenditure	8,71,590	13,00,225

Contingent liabilities : ₹ Nil (Previous year ₹ Nil)
Capital commitment : ₹ Nil (Previous year ₹ 492.00 crore)

(f) High Speed Rail Corporation of India limited

	As at March 31, 2015 (Provisional) (in ₹)	As at March 31, 2014 (Audited) (in ₹)
Assets excluding preliminary expenditure	6,03,22,697	3,37,75,698
Liabilities	6,20,64,638	3,68,70,945
Income	13,33,004	8,877
Expenditure	5,53,808	28,58,906

Contingent liabilities : ₹ Nil
Capital commitment : ₹ Nil

32. Business Segments

As the business activity of the Company falls within a single segment viz. construction of Railway projects in the domestic market, the disclosure requirement of AS-17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India (ICAI) is not applicable.

33. Lease Rentals

33.1 The company's leasing arrangements in respect of offices and residential premises are in the nature of operating lease. The rent is being charged on rates agreed to between HUDCO and RVNL based on letter of offer received from HUDCO and agreed to by RVNL. The formal lease agreement between the Company and HUDCO for lease of Corporate Office, New Delhi has not been executed and is under approval of Ministry of Urban Development.

33.2 Financial Lease

The value of assets given on lease is reflected against contra liability payable to IRFC towards loan on completed projects as appearing in note 5, which is liquidated progressively through loan repayment to IRFC being arranged by MoR.

Future minimum lease payments of gross investment in the lease are as follow:

	31st March 2015 (in ₹)	31st March 2014 (in ₹)
Not later than one year	752,171,313	572,733,724
Later than one year and not later than five years	3,653,145,750	2,916,901,242
Later than five years	1,331,492,861	1,863,241,173
	5,736,809,924	5,346,953,059

34. Operating Cycle

The operating cycle of the Company is based on the time required from initiation of the project to completion of the project. The period required for completion varies from project to project. However, in general, the duration is more than 12 months and may extend upto 5 to 6 years, and sometimes even beyond this period, depending on the progress of the work upto when the project is fully physically transferred to Railways for operations and financial progress to the extent of 95% of the latest anticipated cost has been achieved.

35. In accordance to procedure order no. 2011/AC-II/1/6/RVNL dated 17/12/2013 for transfer of completed projects, the company transferred projects worth ₹522,50,03,855 (previous year ₹1912,78,12,305/-).

36. Securities released to state Electricity Board /Public Companies

Securities paid to Electricity Boards/ Public Companies towards provision of High Tension Power Lines for electricity connections are booked as project expenditure being part of the project cost.

37. There is change in accounting policy in respect of stale cheque As per Accounting Policy no 2.22 items of ₹2,18,056/- credited to the head which was earlier debited and ₹7,22,112/- has credited to Misc Income during the year.

38. Previous year's figures have been regrouped and rearranged, wherever necessary to make comparable with those of the current year.

**For Kumar Chopra & Associates
Chartered Accountants**

Firm Registration Number.: 000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-

R.K. Aggarwal
Partner

M. No. 081510

Place: New Delhi

Date: 11.08.2015

Sd/-

S.C. Agnihotri
Chairman and Managing Director

DIN : 01637856

Sd/-

Ashok K. Ganju
Director Finance

DIN : 01970462

Sd/-

Kalpna Dubey
Company Secretary



INDEPENDENT AUDITORS' REPORT

To

The Members of

Rail Vikas Nigam Limited.

1. Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Rail Vikas Nigam Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Standalone Financial Statements

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

3. 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 there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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.

4. *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,

- a) In the case of the Balance Sheet, state of affairs of the company as at 31st March 2015;
- b) In the case of Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash flow statement, of the cash flows for the year ended on that date

5. *Report on Other Legal and Regulatory Requirements*

- I. As required by the Companies (Auditor's Report) Order, 2015 ("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 I, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
- II. As required by the directions issued by the Comptroller and Auditor-General of India, in terms of sub section (5) of section 143 of the Act, we give in the compliance in the Annexure II.
- III. As required by sub-section (3) of Section 143 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 Cash flow statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid 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. In terms of Ministry of Company Affairs notification no. GSR 463 (E) dated 5th June 2015, Government Companies are exempt from applicability of provisions of section 164 (2) of Companies Act 2013.
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements-Refer Note No 26 to the financial statement.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Kumar Chopra & Associates
Chartered Accountants
(FRN: 000131N)

Sd/-

(R.K. Aggarwal)

Partner

(M. No 081510)

Place of signature : New Delhi

Date: 11.08.2015



ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT

Annexure to the Independent Auditors' Report referred to in paragraph 5(l) of our report of even date on the standalone financial statements of Rail Vikas Nigam Limited, for the Year ended 31st March, 2015

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
b) The fixed assets have been physically verified by the management during the year at reasonable interval. No material discrepancies were noticed on such verification.
2. a) The company is in business of implementing railway infrastructure projects and the inventory primarily consists of project work in progress. The inventories are physically verified during the year and the same is recorded in the measurement book. Keeping in view the nature of business and inventory, the frequency of physical verification in our opinion is reasonable.
b) The procedures of physical verification of inventories followed by management are reasonable and adequate in relation to the size of the company and nature of its business.
c) The company is maintaining proper records of inventories and no material discrepancies were noticed on physical verification.
3. 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 Act.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and nature of its business with regard to purchases of inventories and fixed assets and for the sale of goods (projects). During the audit, we have not observed any continuing failure to correct major weaknesses in the internal control system of the company.
5. According to the information and explanation given to us the company has not accepted any deposit during the year from the public.
6. 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.
7. a) The company is regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, custom duty, excise duty, value added tax, cess and other statutory dues as applicable to it. According to the information and explanation given to us, no undisputed amount payable in respect of any statutory dues were outstanding as at 31-03-2015 for a period of more than six months from the date they become payable.
b) According to the information and explanation given to us, there are no dues of income tax or sales tax or wealth tax or service tax or custom duty or excise duty or value added tax or cess which have not been deposited on account of any dispute.
c) During the year, no amount was required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 and rules made thereunder.
8. There are no accumulated losses of the company as on 31.03.2015. The company has not incurred cash losses in current financial year and in the immediate preceding financial year.
9. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institutions or bank or debenture holders.

10. As per the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
11. The term loans have been applied for the purpose for which loans were obtained.
12. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of audit.

For Kumar Chopra & Associates

Chartered Accountants

(FRN: 000131N)

Sd/-

(R.K. Aggarwal)

Partner

(M. No 081510)

Place of signature : New Delhi

Date: 11.08.2015



ANNEXURE II TO THE INDEPENDENT AUDITORS' REPORT

Annexure to the Independent Auditors' Report referred to in paragraph 5(II) of our report of even date on the standalone financial statements of Rail Vikas Nigam Limited for the Year ended 31st March, 2015

S. No.	CAG's Directions	Our Report	Action Taken thereon	Impact on accounts and financial statements of the company								
1.	If the Company has been selected for disinvestment, a complete status report in terms of valuation of Assets (including intangible assets and land) and Liabilities (including Committed and General Reserves) may be examined including the mode and present stage of disinvestment process	No disinvestment has been taken place during the year 2014-15 Further as per information provided to us. RVNL has not been selected for disinvestment by Government of India during the year.	No action required.	NIL								
2	Please report whether there are any cases of waiver/write off of debts/loans/interest etc., if any, the reasons there for and the amount involved	As per record and information provided to us, there are no case of waiver/write off of debts/loans/interest etc.	No action required.	NIL								
3	Whether proper records are maintained for inventories lying with third parties & assets received as gifts from Govt. or other authorities	No inventory is lying with third parties and no asset has been received as gifts from Government or any other authorities by RVNL.	No action required.	NIL								
4	A report on age-wise analysis of pending legal/ arbitration cases including the reasons of pendency and existence/effectiveness of monitoring mechanism for expenditure on all legal cases (foreign and local) may be given.	<p>As per record and information provided to us, there are 27 legal/ arbitration cases pending relating to contractors. Age-wise statement of these cases is as follows:</p> <table border="1"> <thead> <tr> <th>Age of cases</th> <th>No. of cases</th> </tr> </thead> <tbody> <tr> <td>Less than 2 years</td> <td>18</td> </tr> <tr> <td>2-3 years</td> <td>1</td> </tr> <tr> <td>More than years</td> <td>8</td> </tr> </tbody> </table> <p>Cases under arbitration are generally pending due to (i)hearing in process or completed but not yet pronounced by the tribunal (ii) arbitration proceedings are in process for want of additional details/documents (iii) argument has not yet started in some cases. Arbitrators are appointed as per the procedure prescribed in the Contract Agreement with the Contractors. Payment to the Arbitrators/lawyers are paid as per the rates prescribed by RVNL or as approved by CMD.</p>	Age of cases	No. of cases	Less than 2 years	18	2-3 years	1	More than years	8	The legal cases have been reviewed and for cases filed against the company. In terms of AS-29, the amount has been disclosed as contingent liability in notes to accounts after adjusting for provision/ liability if any provided in the accounts	Disclosure has been given at note no. 26 to financial statement.
Age of cases	No. of cases											
Less than 2 years	18											
2-3 years	1											
More than years	8											

Place of signature : New Delhi
Date: 11.08.2015

For Kumar Chopra & Associates
Chartered Accountants
(FRN: 000131N)
Sd/-
(R.K. Aggarwal)
Partner
(M. No 081510)

Confidential



भारतीय लेखा परीक्षा एवम् लेखा विभाग
कार्यालय प्रधान निदेशक लेखा परीक्ष, रेलवे-वाणिज्यिक
काफमो, भारतीय रेल, तिलक ब्रिज, नई दिल्ली-110 002
INDIAN AUDIT AND ACCOUNTS DEPARTMENT
OFFICE OF THE PRINCIPAL DIRECTOR AUDIT
(RLY-COMMERCIAL) COFMOW, INDIAN RAILWAYS,
TILAK BRIDGE, NEW DELHI- 110002

No. PDA/RC/PSU/32-13/RVNL/2015-16/404

Dated:21.09.2015

To

The Chairman and Managing Director,
Rail Vikas Nigam Limited,
1st Floor, August Kranti Bhavan,
Bhikaji Cama Place, R.K.Puram, New Delhi - 110066

Subject: Comments of the Comptroller & Auditor General of India under Section 143(6) (b) of the Companies Act, 2013 on the Financial Statements of Rail Vikas Nigam Limited (Standalone), New Delhi for the year ended 31st March 2015.

Sir,

The Nil Comments Certificate under Section 143 (6) (b) of the Companies Act. 2013 on the Financial Statements of **Rail Vikas Nigam Limited (Standalone), New Delhi** for the year 2014-15 is enclosed. The Nil Comments Certificate on the Financial Statements(Standalone) may be placed before the Annual General Meeting along with Financial Statements of the Company in compliance with the provisions of the Companies Act, 2013. Six copies of the printed Annual Reports of the Company may please be sent to this office at the earliest.

Receipt of the letter may please be acknowledged.

Yours faithfully,

Encl: As above

sd/-
(Dinesh Bhargav)
Principal Director of Audit
(Railway Commercial)



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF RAIL VIKAS NIGAM LIMITED, NEW DELHI FOR THE YEAR ENDED 31 MARCH 2015

The preparation of financial statements of **RAIL VIKAS NIGAM LIMITED, NEW DELHI** for the year ended 31 March 2015 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139(5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 11-08-2015.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6)(a) of the Act of the financial statements of **RAIL VIKAS NIGAM LIMITED, NEW DELHI** for the year ended 31 March 2015. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report.

For and on the behalf of the
Comptroller & Auditor General of India

Place: New Delhi
Date: 21.09.2015

Sd/-
(Dinesh Bhargav)
Principal Director of Audit
(Railway Commercial)

RAIL VIKAS NIGAM LIMITED
Consolidated Balance Sheet as at 31st March 2015

Particulars	Note	Balance as at March 31, 2015	
		Amount (₹)	Amount (₹)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	2085,02,01,000	
(b) Reserves and Surplus	3	931,98,25,516	3017,00,26,516
(2) Non-Current Liabilities	4		
(a) Long-Term Borrowings		2186,14,95,398	
(b) Other Long Term Liabilities		712,89,23,094	
(c) Long-Term Provisions		5,57,57,456	
(d) Deferred Tax Liabilities (Net)		37,54,56,617	2942,16,32,565
(3) Current Liabilities	5		
(a) Short Term Borrowings		9576,83,54,994	
(b) Trade Payables		50,09,28,353	
(c) Other Current Liabilities		934,01,52,948	
(d) Short-Term Provisions		82,93,03,027	10643,87,39,322
TOTAL			<u>16603,03,98,403</u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	6		
(i) Tangible Assets		375,22,74,925	
(ii) Intangible Assets		12,41,248	
(iii) Capital Work in Progress		296,21,77,067	
(iv) Intangible Assets under development		1,65,75,496	
(b) Long-Term Loans and Advances	7	503,06,85,882	
(c) Other Non-Current Assets	8	498,46,38,611	1674,75,93,229
(2) Current Assets			
(a) Project-Work-in-Progress	9	11567,38,13,300	
(b) Trade Receivables	10	213,04,23,067	
(c) Cash and Bank Balances	11	1869,26,92,864	
(d) Short-Term Loans and Advances	12	339,21,34,946	
(e) Advances for Project Work	13	864,15,69,683	
(f) Other Current Assets	14	75,21,71,313	14928,28,05,173
TOTAL			<u>16603,03,98,403</u>

See accompanying notes to the financial statements

Summary of Significant Accounting Policies

1

The notes 1 to 35 form an Integral part of the Financial Statements

This is the Consolidated Balance Sheet referred to in our report of even date

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-

R.K. Aggarwal
Partner

M. No. 081510

Place: New Delhi

Date: 31.08.2015

Sd/-

S.C. Agnihotri
Chairman and Managing Director
DIN: 01637856

Sd/-

Ashok K. Ganju
Director Finance
DIN: 01970462

Sd/-

Kalpna Dubey
Company Secretary



RAIL VIKAS NIGAM LIMITED

Consolidated Statement of Profit and Loss for the year ended 31st March 2015

Particulars	Notes	Figures for the Year Ended 31.03.2015	
		Amount (₹)	Amount (₹)
I. Revenue from Operations (Turnover)	15		34,477,306,929
II. Other Income	16		1,204,035,200
III. Total Revenue (I + II)			35,681,342,129
IV. Expenses:			
Expenses on Operations	17		30,256,131,309
Employee Benefits Expenses	18		719,366,606
Other Expenses	19		263,484,868
Finance Cost	20		99,828,611
Other Expenses as per DPE Guidelines	21		46,687,497
Total Expenses			31,385,498,890
V. Profit Before Depreciation and Tax (III-IV)			4,295,843,239
VI. Depreciation and Amortisation Expense	6		376,437,736
VII. Profit Before Tax (V - VI)			3,919,405,503
VIII. Tax Expense:			
(1) Income Tax			
(a) Current Tax		628,469,601	
(b) Earlier Years		24,491,911	
(2) Deferred Tax		39,568,788	69,25,30,299
IX Profit (Loss) for the Year (VII - VIII)			322,68,75,203
X Earnings Per Equity Share:			
Basic			1.55

This is the Consolidated Statement of Profit & Loss referred to in our report of even date

The notes 1 to 35 form an integral part of the Financial Statements

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

Sd/-
R.K. Aggarwal
Partner
M. No. 081510

Sd/-
S.C. Agnihotri
Chairman and Managing Director
DIN: 01637856

Sd/-
Ashok K. Ganju
Director Finance
DIN: 01970462

Sd/-
Kalpna Dubey
Company Secretary

Place: New Delhi

Date: 31.08.2015

Consolidated Cash Flow Statement for the Year Ended 31st March 2015

S. No.	Particulars	Figures for the Year Ended 31.03.2015	
		Amount (₹)	Amount (₹)
1	(a) Cash Flow from Operating Activities		
	Net Profit Before Taxation, and Extraordinary Items	391,94,05,503	
	Add: Adjustment for :		
	Depreciation	37,64,37,736	
	Other Income	(118,65,57,981)	
	Dividend Received	-	
	Preliminary expenses written off	-	
	Operating Profit Before Working Capital Changes	310,92,85,257	
	(b) Adjustments for Changes in Working Capital:		
	Adjustments for (Increase)/Decrease in Operating Assets:		
	Trade Receivables	(1,227,880,761)	
	Short-Term Loans and Advances	(351,316,395)	
	Long-Term Loans and Advances	(371,791,706)	
	Other Current Assets	(24,640,792,607)	
	Other Non- Current Assets	(200,268,708)	
		(26,792,050,177)	
	(c) Adjustments for (Increase)/Decrease in Operating Liabilities:		
	Trade Payables	(62,294,274)	
	Other Current Liabilities	349,892,477	
	Other Long -Term Liabilities	947,610,051	
	Short Term Provisions	173,049,137	
	Long Term Provisions	16,795,692	
		1,425,053,083	
	Cash Generated from Operations	(22,257,711,837)	
	Direct Taxes Paid/Received (Net of TDS)	(692,530,299)	
	Cash Flow from Operating Activities (A)	(22,950,242,137)	(22,950,242,137)
2	Cash from Investment Activities :-		
	Capital Expenditure on Fixed Assets, Including Capital Advances	(557,068,874)	
	Proceeds from Sale of Fixed Assets	10,642,937	(557,068,874)
	Bank Balances not Considered as Cash and Cash Equivalents	-	
	Current Investments not Considered as Cash and Cash Equivalents:		
	- Purchased	-	
	Purchase of Long Term Investments:		
	- Joint Venture	849,875,000	
	Interest Income (Revenue)		
	- Others	118,65,57,981	
	Dividend Received		
	- Joint Venture	-	
	Net Cash Generated from / (used in) Investing Activities (B)	1,490,007,044	1,490,007,044



S. No.	Particulars	Figures for the Year Ended 31.03.2015	
		Amount (₹)	Amount (₹)
3	Cash Flow from Financing Activities :-		
	Proceeds from issuance of share capital (including share application money)		
	Proceeds from Long Term Borrowings	273,00,00,000	
	Repayment of Long -Term Borrowings	(321,10,87,233)	
	Proceeds from Short Term Borrowings	3,123,57,94,179	
	Repayment of Short -Term Borrowings	(647,66,46,991)	
	Proposed Dividend and Tax thereon	(4,291,17,500)	
	Utilisation of Reserve	1,121,14,794	
	Net Cash Generated from / (used in) Financing Activities (C)	2,396,10,57,249	2,396,10,57,249
	Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)		25,00,22,157
	Cash & Cash Equivalent at the beginning of the Year		1,619,18,70,707
	Cash & Cash Equivalent at the March 31, 2015		1,869,26,92,864
	Cash and Cash Equivalents		
	Cash and Cheques in Hand	10,21,089	
	Balance with Scheduled Banks		
	On Current Account	827,90,33,193	
	On term Deposit Account	1041,26,38,582	

Notes :

The above Cash flow statement has been prepared under the indirect method set out in AS-3 issued by The Institute of Chartered Accountants of India. Cash & Cash Equivalent at the beginning of the Year is unaudited.

This is the Cash Flow Statement referred to in our report of even date

Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

Sd/-
R.K. Aggarwal
Partner

M. No. 081510

Place: New Delhi

Date: 31.08.2015

Sd/-
S.C. Agnihotri
Chairman and Managing Director
DIN: 01637856

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ashok K. Ganju
Director Finance
DIN: 01970462

Sd/-
Kalpana Dubey
Company Secretary

1. Summary of Significant Consolidated Accounting Policies

1.1 Basis of Preparation

The Consolidated Financial Statements of Rail Vikas Nigam Limited (RVNL) have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounts) Rules, 2014 (as amended) and the relevant provisions of the Companies Act, 2013. These financial statements have been drawn up in accordance with the going-concern principle, on accrual basis and on a historical cost basis. However, certain escalation and other claims by customers, which are not ascertainable / acknowledged, are not taken into account. The significant accounting policies adopted by are given below.

1.2 Principles of Consolidation

a) The Consolidated Financial Statements of Rail Vikas Nigam Limited and subsidiary have been consolidated line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS)21 - "Consolidated Financial Statements".

b) The Company's Interest in Joint Ventures is consolidated by using the proportionate consolidation method as per the method given by Accounting Standard (AS) 27 - "Financial Reporting of Interest in Joint Ventures".

c) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's (RVNL) separate financial statements

.d) Investments other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on Accounting for Investments".

1.3 Use of Estimates

Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

1.4. Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard "3" on "Cash Flow Statements " and presents the cash flows by operating, investing and financing activities. Cash and bank balance that have insignificant risk of change in value, which have durations up to three months, are included in cash and cash equivalents in the cash flow statement.

1.5 Extraordinary and Exceptional Items

Income or Expenses that arise from events or transactions, that are clearly distinct from the ordinary activities, are classified as Extraordinary items. Specific disclosure of such events/transactions is made in the financial statements. Similarly, any external event beyond the control, significantly impacting income or expense, is also treated as an extraordinary item and disclosed as such.

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities, is such that its disclosure improves an understanding of the performance. Such income or expense is classified as an exceptional item and accordingly disclosed in the Notes to Accounts.



1.6 Tangible Fixed Assets

Tangible Fixed Assets are stated at cost less accumulated depreciation and accumulated impairment in value. Such cost includes acquisition cost inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. The expenses also include borrowing cost attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

1.7 Intangible Assets

Intangible assets comprise of license fees, other implementation costs for system software and other application software acquired for in-house use. The costs are capitalized in the year in which the relevant software is implemented for use. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes, and any directly attributable expenditure on making the asset ready for its intended use.

1.8 Capital Project Work in Progress:

a) Expenditure which can be directly identified with the Project undertaken by the JVs (Angul Sukinda Railway Co. Ltd., Krishnapatanam Railway Co. Ltd.) are debited to "Capital Project Work in Progress". The following amounts are reduced from the Capital Work in Progress: (i) Interest earned on the Mobilization Advances given in respect of the project execution (ii) Amount received on sale of tender.

b) Project under which assets are not ready for their intended use and other capital work in progress are carried at cost comprising direct cost, related incidental expenses and attributable interest. (Haridaspur Paradip Railway Co. Ltd.)

1.9 Depreciation

Depreciation on individual assets acquired for ₹5000/- or less is depreciated at the rate of 100% taking in to consideration the commercial life in the year of purchase itself. Depreciation is provided on pro-rata basis on straight-line method over the estimated useful lives of the assets determined as follows:

Furniture and Fixture	4 Years
Computers	3 Years
Office Equipments (Excluding Mobile Phones)	5 Years
Mobile Phones	2 Years
Station Building	30 Years
P-Way	15 Years
Formation	15 Years
Plant & Machinery (Project)	15 Years
Bridges	30 Years
Vehicles	8 Years

Leasehold improvements are amortized 'over the period of lease' from the year in which such improvements are capitalized or 'over useful life' as computed under schedule II, whichever is less. Capitalized software costs are amortized @ 33.33% on pro-rata basis except where the estimated useful life is less than three years. Capitalized cost of Logo and website are amortized over a period of five years on prorata basis.

Depreciation on SLM method is in consonance with the useful life specified in Schedule II of the Companies Act, 2013, except

in the case of Furniture & Fixtures and Mobiles Phones & Tablets. In both the categories of these assets, Management has estimated the useful life after taking into consideration the economic benefits embodied in these assets and other factors such as technical obsolescence and wear and tear etc.

“In accordance with the provisions of the Companies Act 2013, effective from 1st April, 2014, the Company has reassessed the remaining useful lives of its fixed assets. As a consequence of such reassessment, the rate of charge for depreciation for the period is equal to the previously applied rate of charges and additional impact is NIL.”

Angul Sukinda Railway Ltd. (ASRL) and Krishnapatanam Railway Co. Ltd. (KPRCL) are following WDV method while charging depreciation in their stand alone Balance Sheet, however for the purpose of consolidation depreciation of above mentioned JVs have been recomputed as per Straight Line Method (SLM) and adjustments have been done accordingly.

1.10 Impairment of Assets

All assets other than inventories, investments other than interest in Jointly Controlled Entities (JCEs) are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets, whose carrying amount value exceeds their recoverable amount, are written down to the recoverable amount.

1.11 Inventories

(a) Project Work-in-Progress is valued at the contract rates and construction material at site is stated at cost. Payments made to Zonal Railways for acquiring land included in project Work-in-Progress is stated at cost.

"(b) Projects completed and handed over to Railways for operations are being transferred from Project Work in Progress to the Railways. IRFC funded projects are shown as "Lease Receivable" under the heads Non-current/ Current assets in Compliance with AS 19. Projects are treated as completed where at least 95% of the latest anticipated cost has been incurred till the end of year."

1.12 Revenue Recognition

Revenue is recognized based on the nature of activity, when consideration can be reasonably measured and there exists reasonable certainty of its recovery. Revenue from construction/project related activity is recognized as follows:

- (a) Projects executed for Ministry of Railways (MOR): Revenue from project execution is determined by adding aggregate cost plus margin agreed with MOR and any subsequent clarifications received in this respect.
- (b) Deposit works (cost plus contract) related to JCEs (Jointly Controlled Entities) in the form of Special Purpose Vehicles and others): Contract revenue is determined by adding the aggregate cost plus proportionate margin (Direction & General Charges) based on fixed percentage as agreed with the customer.
- (c) In case of IRFC funded projects, interest component on installments received from railways is netted against the interest payable on IRFC borrowings.
- (d) Claims are accounted as income in the year of acceptance by client or evidence of acceptance received.
- (e) Interest on investment is accounted on accrual basis, inclusive of related tax deducted at source.
- (f) Other items of income are accounted as and when the right to receive arises.
- (g) The operating income of the JVs are recognized on accrual basis upon the information as and when received from Railways for the share of revenue due to the company for the operations. The period for which revenue is not intimated by Railway, same is recognized and accounted for on pro-rata estimated basis.



1.13 Cost Recognition

Operating revenue and Operation & Maintenance Cost are recognised as per provisional figures advised by Zonal Railways. (KPRCL, BDRCL and Kutch Railway Co. Ltd.)

1.14 Employee Benefits

a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, and short-term compensated absences, etc. are recognized in the period in which the employee renders the related service.

b) Long Term Employee Benefits

The obligation for long-term employee benefits such as long-term compensated absences, is recognized in the same manner as in the case of defined benefit plans as mentioned in (c) (ii) below

c) Post Employment Benefits

- i. Defined contribution plans: The Company makes defined contribution to the Regional Provident Fund Commissioner in respect of provident fund scheme, CGIS and employee state insurance scheme. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.
- ii. Defined contribution plans: The Company makes defined contribution to the RVNL Medical and Welfare Trust in respect of RVNL Medical and Welfare Scheme. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.
- ii. Defined benefit plans: Gratuity is a post employment defined benefit plan. The liability recognized in the balance sheet is the present value of the defined benefit obligation at the balance sheet date less fair value of plan assets. The defined benefit obligation is calculated by an independent actuary using projected unit credit (PUC) method. Actuarial gains and losses are recognised immediately in the Profit & Loss Account.

d) Retirement benefits of the 'staff on deputation' have been accounted for on the basis of the guidelines of the Ministry of Railways.

1.15 Foreign Currency Transactions

Transactions in foreign currency are accounted for at the exchange rate prevailing on the date of transactions. Gains / Losses arising out of settlement are charged / credited to the profit and loss account.

1.16 Borrowing Cost

Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time as the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

1.17 Taxes on Income

Tax on income for the current year is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on the expected outcome of the assessment/appeals.

Minimum Alternative Tax is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the company.

Deferred tax is recognized annually on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws substantially enacted as on the balance sheet date. Deferred tax assets in respect of unabsorbed depreciation/brought forward losses are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

1.18 Lease Rentals

Lease rental in respect of operating lease is charged to project work in progress under Statement of the Profit and Loss.

1.19 Financial Lease

In case of financial lease substantially all the risks and rewards incidental to legal ownership are transferred and assets given on finance lease are capitalised at the normal sale price/contracted price and treated as sales.

1.20 Provisions and Contingencies

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of a contingent liability is made where there is a possible obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made. Contingent assets are not recognised. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

1.21 Liquidated Damages and Penalties

"Credit items arising on account of Liquidated Damages and Penalties during execution of contract or due to termination of contract etc. are carried as " Retention Money" under " other Current Liabilities" until the final Closure of the Project. Thereafter, i.e. on financial closure of the Project, such leftover balances of liquidity Damages and Penalties are credited to the total cost of the concerned project."

1.22 Stale Cheques

Cheques which have not been cleared within the validity period of 3 months are credited to the stale cheque account. Items which are more than 3 yrs old and could not be cleared in stale cheque account are credited to the head which was earlier debited while making payments except deductions made from salary of staff which are credited to misc income.

Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-

R.K. Aggarwal

Partner

M. No. 081510

Place: New Delhi

Date: 31.08.2015

Sd/-

S.C. Agnihotri

Chairman and Managing Director

DIN: 01637856

Sd/-

Ashok K. Ganju

Director Finance

DIN: 01970462

Sd/-

Kalpana Dubey

Company Secretary



2 Share Capital:

S. No.	Particulars	As at 31.03.2015 Amount (₹)
	(a) Authorised:	
	3,00,00,00,000 Equity Shares of ₹10 Each	30,000,000,000
	(b) Issued:	
	2,08,50,20,100 Equity Shares of ₹10 Each fully paid up	20,850,201,000
	(c) Subscribed & Fully paid up	
	2,08,50,20,100 Equity shares of ₹10 Each fully paid up (100% Shareholding with MoR)	20,850,201,000
	Total	20,850,201,000

(d) Reconciliation of number of Shares:

Equity Shares:

	As at March 31, 2015	
	No. of Share	Amount (₹)
Balance at the beginning of the Year	2,085,020,100	20,850,201,000
Addition during the Year	-	-
Balance at the End of the Year	2,085,020,100	20,850,201,000

(e) Details of shares held by each Shareholder Holding more than 5% Shares:

	As at March 31, 2015	
	No. of Shares held	% holding
Ministry of Railways (MoR)	2,085,020,100	100

1. Rights, Preferences and Restrictions attaching to shares

Equity Shares: The Company has one class of Equity Shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

3 Reserves and Surplus

	As at March 31, 2015	
	Amount (₹)	Amount (₹)
(a) General Reserve		
As per last Balance Sheet	653,976,095	
Addition during the Year	350,000,000	1,003,976,095
(b) Statement of Profit & Loss:		
As per last Balance Sheet	5,589,984,405	
Addition during the Year		
Profit after Tax	3,226,875,203	
Add: Transfer from CSR and Sustainability Fund	18,910,735	
Less: Depreciation charged to reserve	(1,088,763)	
Add: Transfer from Research & Development Fund	7,871,049	
Less: Transfer to Research & Development Fund	(7,871,049)	
Less: Transfer to General Reserve	(100,000,000)	
Less: Proposed Dividend (Rs. 0.15 Per Equity Share)	(372,000,000)	
Less: Additional Tax on Dividend	(81,255,297)	
Net Addition during the Year	2,691,441,879	8,281,426,284

(c) Corporate Social Responsibility and Sustainability Fund

As per last Balance Sheet	18,910,735	
Less: Transfer to Statement of Profit and Loss	(18,910,735)	-

(d) Research & Development Fund

As per last Balance sheet	-	
Add: Transfer from Statement of Profit and Loss	7,871,049	
Less: Transfer to Statement of Profit and Loss	(7,871,049)	-

e) Capital Reserve

As per last Balance sheet	34,423,137	
Addition during the year	-	34,423,137
		931,825,516

(1) As per the Companies Act, 2013 Corporate Social Responsibility Fund has been created @ 2% of Average PBT of immediately 3 Financial Year (However, as per DPE's guidelines, Corporate Social Responsibility Fund was created @ 3% of Average PAT of immediately 3 Financial Year). The expenditure of ₹4,54,47,097/- has been incurred on CSR activities during the year 2014-15 in comparison 2% of average PBT i.e. ₹3,42,84,340/- as required by the Companies Act 2013.

(2) As per DPE's guidelines Research & Development Fund has been created @ 0.5% of PAT of previous year. The rationale behind it is the changed business environment, highly competitive markets, the rapid pace of change in technology, stringent quality control criteria, heightened expectations and demands of customers, lack of transfer of technology and know-how from competitors, etc.

4 Non-Current Liabilities

As at March 31, 2015

Amount (₹) Amount (₹)

(a) Long term borrowings

(i) Secured:

From Banks

Canara Bank (Bharuch Dahej Railway Co. Ltd.)*	726,635,362	
Consortium of Banks (Krishnapatnam Railway Co. Ltd.)**	605,776,700	1,332,412,062

(ii) Unsecured:

Indian Railway Finance Corporation

Opening Balance	19,531,500,002	
Addition during the Year	2,730,000,000	
Less: Repayment to be made within 12 months	(1,732,416,667)	20,529,083,335

Total

21,861,495,398

A. Terms of Loan from Banks

1. Rate of Interest

*Interest rate is (Bank base rate + 1%), However during the period the interest rate was fixed by the bank @ 10.75% p.a on balance amount due with the bank on term loan from Canara Bank.

**The Applicable Interest rate is applicable base rate of SBI plus spread of 1.5% for loan taken from consortium of bankers.

2. Security

The Secured Obligations shall, to the satisfaction of the Secured Parties, be secured to the extent permitted under the Concession Agreement by:-

- a first mortgage and charge on all the Borrower's immovable properties, both present and future (save and except Project Site);
- a first charge on all the Borrower's tangible moveable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future (save and except the Rolling Stocks);
- a first charge on all bank accounts of the Borrower, including but not limited to the Trust and Retention Account and the Retention Accounts, or any account in substitution thereof established and opened pursuant to the provisions of the TRA Agreement or any of the Project Documents wherein all



revenues, Drawdowns, Receivables and other funds of the Borrower shall be deposited from time to time and all Permitted Investments or other securities representing all amounts credited to the TRA Account;"

- d) a first charge on all Receivables (including profits of the Borrower after provisions for Tax and dividends (if any as permitted under this Agreement)) of the Borrower pertaining to the Project;"
- e) a first charge on all intangibles of the Borrower including but not limited to goodwill, intellectual property rights, undertakings, present and future; f) a first charge on the uncalled capital of the Borrower;"
- g) a first charge/assignment of the security interest
- (i) on all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in, to and under the Project Documents (excluding the Concession Agreement); all as amended, varied or supplemented from time to time; and
- (ii) all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in, to and under any letter of credit, guarantee including contractor guarantees, liquidated damages and performance bonds provided by any party to the Project Documents (excluding the Concession Agreement); Provided that the aforesaid, mortgages, charges, assignments and guarantees shall in all respects rank pari-passu inter-se amongst the Lenders without any preference or priority to one over the other or others."

3 Terms of Repayment

The Facility taken from consortium of banks shall have a door-to-door tenure of 15 (fifteen) years (including a construction period of 4 (four) years and moratorium period of 1 (one) year). The Facility shall be repaid in 40 (forty) equal quarterly instalments starting from June, 2017 and ending on March, 2027."

The annual repayment to be sub-divided into four equal quarterly installments. Interest to be served at monthly rests. Door to door tenor of 13 to 15 years

B. Loan from IRFC

- (1) There is a moratorium period of 3 years for each year's loan. During the said moratorium period no amount on account of interest and principal shall be payable. The interest shall be charged on yearly basis and repayment of loan shall be once in a year (for a period of 12 years) after the completion of moratorium period. Ministry of Railways would make available to RVNL the required funds thereafter, to enable them to do the debt servicing. The debt servicing will pass through RVNL books.
- (2) Company has borrowed funds ₹273,00,00,000 (Previous year ₹440,00,00,000) during the year from Indian Railway Finance Corporation (IRFC). The outstanding borrowing is ₹2226,15,00,002 (Previous Year ₹2117,40,00,002), which includes current liability i.e. repayable in next twelve months ₹173,24,16,667 (Previous Year ₹164,25,00,000).

(b) Other Non- Current Liabilities

	As at March 31, 2015	
	Amount (₹)	Amount (₹)
(i) Interest accrued but not due (IRFC-ongoing projects)*		
Opening Balance	4,374,777,714	
Add: Interest Accrued during the Year	1,885,100,471	
Less: Repayment to be made within 12 months	(1,658,177,853)	4,601,700,332
(ii) Interest accrued but not due (IRFC-Completed Projects)		
Opening Balance	-	
Add: Interest Accrued during the Year	554,424,103	
Less: Repayment to be made within 12 months	(545,499,372)	8,924,731
(iii) Payable to Zonal Railways**		
Deferred Liability for Overhead Charges on Operation & Maintenance Cost	2,417,742,436	
Land Leased Rental Charges	100,555,594	2,518,298,030
Total		7,128,923,094

*The interest liability has been assessed on the amount disbursed in financial year 2014-15 at the rate of 9.56% (rates applicable for the amount disbursed in the year 2013-14 is 9.60%) The interest accrued but not due on the IRFC loan amount has been shown in the Balance Sheet as recoverable from MOR under Current Assets & Non-Current assets (for the interest non recoverable in next 12 Months) and the interest payable but not due under the Current Liabilities and Non-Current Liabilities (for the interest not payable in next 12 Months) payable to IRFC.

Long-term and Short-term Interest accrued but not due from IRFC have been separately shown for 'ongoing projects' and 'completed projects transferred to MOR'

**The Operation & Maintenance cost includes deferred expenses on account of overhead (i.e. salary for RPF, Accounts, Medical & Personnel and corresponding retirement benefits-DCRG, Pension, Leave salary etc.) which are/were not payable to Zonal Railways as it is deferred for the certain years of operation of the line and the same shall be payable by Company over a period of 5 to 20 years commencing from the 6th to 11th year of operation.

(c) Long term Provisions

Provision for Retirement Benefits

	As at March 31, 2015	
	Amount (₹)	Amount (₹)
Opening Balance	38,961,764	
Add: Addition during the year	21,481,995	
Add: Transfer from due within 12 months	-	
Less: Transfer to due within next twelve months	(4,686,303)	55,757,456
Total		<u>55,757,456</u>

Employee Benefits

Gratuity Benefit is payable to employees on retirement or resignation or death. The amount of gratuity payable is based on past service and salary at time of exit as per Payment of Gratuity Act, 1972.

Company allows Half Pay Leave for every year of service and unutilized portion can be carried forward subject to restrictions on maximum accumulation. This benefit is available only in the event of employee falling sick during the tenure of his service. No encashment is allowed on accumulated Half Pay Leave on exit (retirement, withdrawal, death) from the company.

Leave Encashment including Half pay Leave is payable to employees on retirement. The amount of Leave Encashment payable is based on past service and salary at time of retirement.

There are no Investment held against the provision for gratuity and leave encashment.

(d) Deferred Tax Liability (Net)

	As at March 31, 2015
	Amount (₹)
Deferred Tax Liability (Net)	375,456,617
	<u>375,456,617</u>

The Deferred Tax Liability/Asset of the company (BDRCL and Kutch Railway Co. Ltd.), its subsidiaries and joint ventures as at 31st March, 2015 comprises of the major components of Deferred Tax Liabilities and Deferred Tax Assets under Accounting Standard-22 on 'Accounting for Taxes on Income' the details of the same given here under:

i) Deferred Tax Liability on Account of

Depreciation	446,098,466
Total (A)	<u>446,098,466</u>

ii) Deferred Tax Assets on Account of

Provisions	1,695,983
Depreciation and Unabsorbed Business Loss	68,945,866
Total (B)	<u>70,641,849</u>
Net Deferred Tax Liability (A-B)	<u>375,456,617</u>

5 Current Liabilities

As at March 31, 2015

	Amount (₹)	Amount (₹)
(a) Short Term Borrowings		
(i) Indian Railways Finance Corporation		
Unsecured:		
Opening Balance	164,25,00,000	
Add: Addition during the Year	173,24,16,667	
Less: Repayment during the Year	(1,642,500,000)	173,24,16,667

1. Funds received by the Company from MoR are utilized for executing projects assigned by MoR. After physical completion of a project, the assets are to be transferred to the concerned Zonal Railway who would add the value of assets in their Block Account.



2. For IRFC Loan, Please refer to the foot-note under Terms of Repayment in Note No. 5.

(ii) Project Advance Capital

Ministry of Railways

Unsecured:

Opening Balance	4160,48,02,809	
Addition during the Year	2283,12,00,000	
Less: Projects Transferred during the Year	(3,424,180,562)	6101,18,22,247

(iii) Project Advance (Capital Fund)

Ministry of Railways

Unsecured:

Opening Balance	858,76,47,064	
Addition during the Year	-	
Less: Projects Transferred during the Year	(44,687,653)	854,29,59,411

(iv) Advance from MoR for IRFC loan Repayment

Unsecured:

Opening Balance	339,96,46,928	
Addition during the Year	164,25,00,000	
Less: Projects Transferred during the Year	(1,365,278,775)	367,68,68,153

(v) Misc. Advance Capital (Metro project)

Unsecured:

Opening Balance	1165,50,00,000	
Addition during the Year	398,00,00,000	
Less: Projects transferred during the Year	-	1563,50,00,000

(vi) Project Advance Capital Bonds

Opening Balance	321,79,00,000	
Addition during the Year	-	
Less: Projects Transferred during the Year	-	321,79,00,000

(vii) Project Advance Safety Fund

Opening Balance	40,54,00,000	
Addition during the Year	32,01,00,000	
Less: Projects Transferred during the Year	-	72,55,00,000

(viii) Development Fund-3

Opening Balance	48,00,00,000	
Addition during the Year	63,88,00,000	
Less: Projects Transferred during the Year	-	111,88,00,000

(ix) HSR Studies under Demand-2

Opening Balance	-	
Addition during the Year	5,00,00,000	
Less: Projects Transferred during the Year	-	5,00,00,000

(x) Loan from Banks

Secured

Loan from Canara Bank	5,70,88,518	5,70,88,518
Total		<u>9576,83,54,994</u>

Funds received by the Company from MoR are utilized for executing projects assigned by MoR. After physical completion of a project, the assets are to be transferred to the concerned Zonal Railway who would add the value of assets in their Block Account.

		As at March 31, 2015
		Amount (₹)
(b) Trade Payable		
Micro ,Small & Medium Enterprises		-
Others		<u>500,928,353</u>
		<u>50,09,28,353</u>
(c) Other current liabilities		
Earnest Money & Performance Security Deposit		280,56,71,568
Sundry Creditors		9,20,15,901
Misc. Deposit		13,99,54,207
Duties & Taxes		16,76,80,843
Cheque issued but not encashed		1,13,98,728
Retention Money		55,64,47,879
Advance received from Customers against Deposit Works		331,03,43,583
Interest Accrued but not due on Loan: (IRFC-Ongoing)		159,07,51,201
Interest Accrued but not due on Loan: (IRFC-Completed)		54,54,99,372
Advance from Ministry of Railways		3,00,00,000
Interest Accrued but not due on Bank Loans		66,53,895
Other Liabilities		7,82,22,009
Expenses Payable		55,13,762
		<u>934,01,52,948</u>
(d) Short-term provision		
(i) Provision for Taxation		26,26,14,461
(ii) Dividend Payable		37,20,00,000
(iii) Provision for Foreign Service Contribution		6,32,15,690
(iv) Provision for PRP/PLI		7,31,50,626
(v) Provision for Retirement Benefit		66,98,373
(vi) Provision for LTC		16,23,877
(vii) RVNL Welfare Scheme		5,00,00,000
(viii) VNL Medical Scheme		-
		<u>82,93,03,027</u>

"Foot Note for 6(d) (i)

Income Tax :"

Provision for Income Tax has been made as Tax computed under the Income Tax Act.

Foot Note for 6(d) (iii)

Foreign Service Contribution :

The majority of the officers / staff employed in RVNL are on deputation from Indian Railways. RVNL is paying Foreign Service Contribution to the Indian Railways towards retirement benefits.

Foot Note for 6(d) (vii) & (viii)

RVNL Medical and Welfare Scheme

Company has contributed ₹1,56,42,104 (previous year ₹1,36,00,000) in the RVNL Medical Scheme and ₹5,00,00,000 in Capital Fund of RVNL Medical and Welfare Trust.



6. Fixed Assets

Block of Assets	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	As at 1st April 2014	Additions during the Year	Deletions / Adjustments during the Year	Cost up to 31st March 2015	As at 1st April 2014	Depreciation during the Year	Depreciation on Sale / Adjustments	Up to 31st March 2015	As at March 31, 2015
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Tangible Assets									
Project Assets									
Station Building	536,097,498	3,716,262	-	539,813,760	57,381,867	2,698,545	-	60,080,411	479,733,349
Land	79,830,609	-	-	79,830,609	-	-	-	-	79,830,609
Bridges	116,717,282	3,663,652	-	120,380,934	3,401,700	18,983,587	-	22,385,287	97,995,647
P-Way	3,076,765,890	72,882,431	-	3,149,648,321	810,297,199	227,223,769	-	1,037,520,968	2,112,127,353
Formation (Base For Laying Tracks)	287,620,242	2,508,907	-	290,129,149	46,367,416	17,292,574	-	63,659,990	226,469,159
Plant & Machinery (Project)	840,296,191	45,236,458	8,847,989	876,684,659	145,121,559	56,032,740	-	201,154,299	675,530,360
Total (A)	4,937,327,712	128,007,710	8,847,989	5,056,487,432	1,062,569,740	322,231,215	-	1,384,800,955	3,671,686,477
Other Tangible Assets									
Car	4,574,959	-	-	4,574,959	2,185,720	922,537	-	3,108,257	1,466,702
Computer	1,428,137	150,805	932,750	646,192	1,159,353	251,461	1,065,716	345,098	301,094
EDP Assets	90,124,790	15,258,438	2,799,757	102,583,471	68,204,302	17,685,488	1,764,881	84,124,909	18,458,562
Plant & Machinery (Others)	2,034,247	367,129	1,056,270	1,345,106	547,879	309,726	513,915	343,691	1,001,415
Furniture & Fixture	61,506,068	12,034,136	1,684,760	71,855,444	50,306,179	9,384,077	1,487,063	58,203,192	13,652,252
Office Equipment	60,219,625	9,494,723	1,652,185	68,062,163	46,920,331	11,067,734	1,499,199	56,488,866	11,573,298
Lease Hold Improvement	85,694,826	6,244,214	-	91,939,040	59,018,603	12,902,435	-	71,921,038	20,018,001
Office Building	-	14,324,668	-	14,324,668	-	207,544	-	207,544	14,117,124
Total (B)	305,582,651	57,874,114	8,125,721	355,331,043	228,342,368	52,731,001	6,330,773	274,742,596	80,588,447
Total Tangible Assets (A + B)	5,242,910,363	185,881,824	16,973,711	5,411,818,476	1,290,912,108	374,962,216	6,330,773	1,659,543,551	3,752,274,925
Intangible Assets									
Softwares	9,421,706	1,427,407	1,250	10,847,863	9,230,807	1,309,031	1,250	10,538,588	309,275
Other Intangible Assets	1,455,062	-	-	1,455,062	232,077	291,012	-	523,089	931,973
Total Intangible Assets	10,876,768	1,427,407	1,250	12,302,925	9,462,884	1,600,043	1,250	11,061,677	1,241,248
Total Intangible Assets under Development	5,253,787,131	187,309,230	16,974,961	5,424,121,401	1,300,374,992	376,562,260	6,332,023	1,670,605,228	3,753,516,173
Enterprise Resource Planning	7,527,894	9,047,602	-	16,575,496	-	-	-	-	1,65,75,496
Total Intangible Assets under development	7,527,894	9,047,602	-	16,575,496	-	-	-	-	16,575,496

Note:

- (1) In accordance with the provisions of the Companies Act 2013, effective from 1st April, 2014, the Company has reassessed the remaining useful lives of its fixed assets. As a consequence of such reassessment, the rate of charge for depreciation for the period is equal to the previously applied rate of charges and additional impact is NIL.³⁹
- (2) Depreciation of SPVs has been reworked to make them uniform for the purpose of consolidation.

Note 6 (iii): Capital Work In Progress

Capital Work In Progress	As at 1 April 2014	Additions.	Disposal/ Transfer	As at 31st March 2015
A. Direct Project Expenditure				
Civil Work				
Civil Work	18,130,285	239,106	-	18,369,391
Bhildi Running Room	10,737,182	-	-	10,737,182
Development of Multi Functional Complex	12,852,369	1,392,468	-	14,244,837
Intermediate Block Section	23,619,462	16,012,566	-	39,632,028
New Delhi Office	510,253	-	(510,253)	-
PWay	102,986,387	8,492,836	-	111,479,223
Preliminary Project Expenditure	15,589,977	(1,491,616)	-	14,098,361
Expenditure Pending Allocation	-	-	-	-
Shifting Overhead & Under Ground Crossing	760,584	-	-	760,584
Expenditure on Project Line 05	-	314,362	-	314,362
Site Facilities	5,421,377	5,575,585	-	10,996,961
Formation	191,711,856	278,314,024	-	470,025,881
Land*	912,969,678	54,306,227	-	967,275,905
Station & Building	21,360,133	2,824,351	-	24,184,484
Equipment Plant & Machinery	27,739	-	-	27,739
Bridge Work	550,193,407	410,991,116	-	961,184,523
Detail Design Engg. (CIVIL)	584,941	752,097	-	1,337,037
Direction & General Charges**	97,941,496	32,917,933	-	130,859,429
Departmental Charges	-	18,899,417	-	18,899,417
Signaling & Telecom				
Signaling & Telecom	18,195,372	2,353,040	-	20,548,412
Detailed Design Engineering	18,263,430	-	-	18,263,430
Direction & General Charges S&T	3,117,135	113,017	-	3,230,152
Electrical				
Electrical Work	50,123,355	11,048,327	-	61,171,681
Electrification of Building	3,155,240	4,908,000	-	8,063,240
Overhead Electric Equipment	89,942,691	30,114	-	89,972,805
Direction & General Charges	11,791,455	805,617	-	12,597,072
Finance Cost	56,262,050	56,108,645	-	112,370,695
Interest to RVNL	-	-	-	-
Interests During Construction	-	2,795,986	-	2,795,986
Less: Sale of Tender	9,161,180	3,513,471	-	12,674,651
Less: Interest On Mobilization Advance	7,404,600	7,038,709	-	14,443,309
Less: Interest on Bank deposits	-	82,881,313	-	82,881,313
Less: Transfer from Reserve and Surpluses	67,020,803	5,241,204	-	72,262,007
Total	2,132,661,270	809,028,522	(510,253)	2,941,179,539
B. Incidental Expenditure During Construction (IEDC)	13,029,824	7,967,704	-	20,997,528
Total (A + B)	2,145,691,094	816,996,226	(510,253)	2,962,177,067

* Leasehold Land, under the head Capital Work in Progress represents payments made for land acquisition through Zonal Railways. The title of land acquired / to be acquired will, however continue to remain with the Zonal Railway and the Company will hold the leasehold rights on the Land till the period of Concession Agreement i.e., 30 years or on attainment of the Net Present Value (NPV) payback equal to equity investment @14%, whichever is earlier. In case the NPV payback is reached earlier then 30 years, the concession agreement would stand terminated and the project line would be repossessed by railway.

The Leasehold Land so acquired by the Company (through Zonal Railway) will remain the property of Company till the period of Concession Agreement and thereafter will revert to Zonal Railway, upon payment of the value of land from the Zonal Railway. Hence no amortization for land value has been done by the Company.



7. Long Term Loans & Advances

	As at March 31, 2015
	Amount (₹)
(a) Recoverable from Ministry of Railways (on going projects)(Interest Accrued but not due) (Unsecured, considered good)	4,601,700,332
(b) Recoverable from Ministry of Railways (Completed projects)(Interest Accrued but not due)	8,924,731
(c) Employees Loan & Advances	9,612,360
(d) Security Deposits	34,991,601
(e) Advance for Capital Assets	375,456,858
	<u>503,06,85,882</u>

8. Other Non-Current Assets

Lease Receivables	498,46,38,611
	<u>498,46,38,611</u>

9. 9 Project Work-in-Progress

S. No.	Particulars	Opening Balance as at 01.04.2014	Addition from 01.04.2014 to 31.03.2015	Project Transferred from 1.4.2014 to 31.03.2015	As at March 31, 2015
		Rupees (₹)	Rupees (₹)	Rupees (₹)	Rupees (₹)
1	Civil Works				
	Bridges	1811,19,56,762	569,03,52,432	49,24,65,948	2330,98,43,246
	Civil Works	184,23,86,092	(184,173,273)	46,37,57,878	119,44,54,941
	Preliminary Project Expenditure	72,61,81,059	26,19,70,048	1,20,03,014	97,61,48,093
	Equipments Plants and Machinery	17,50,83,196	132,487,618	121,782,070	18,57,88,744
	Formation	889,64,30,882	284,03,76,180	458,871,838	1127,79,35,225
	Land	134,43,41,491	36,92,68,359	(62,790,560)	177,64,00,410
	Permanent Way	2932,50,59,458	869,95,07,728	1,834,131,766	3619,04,35,420
	Detailed Design & Engineering (Civil)	94,058,420.89	3,12,32,111	4,489,434	12,08,01,098
	Station Buildings	503,34,00,705	231,84,97,042	743,717,844	660,81,79,903
	Total Civil Work (A)	6554,88,98,066	2015,95,18,246	4,068,429,232	8163,99,87,080
2	S & T Work				
	Detailed Design & Engineering	24,77,21,684	5,72,893	3,666,481	24,46,28,096
	Signaling Arrangement	261,22,01,279	123,16,69,861	146,981,624	369,68,89,516
	Telecommunication Arrangement	8,70,92,387	1,52,69,661	1,217,983	10,11,44,065
	Signaling & Telecom Works	495,75,61,272	54,37,77,739	273,833,808	522,75,05,203
	Total S & T Work (B)	790,45,76,622	179,12,90,154	425,699,896	927,01,66,880
3	Electrical Works				
	General Electrification	362,74,59,927	116,09,82,692	19,71,38,522	459,13,04,097
	Detailed Design & Engineering (Electrical)	20,527,512.49	2,86,52,080		4,91,79,593
	Overhead Electric Equipment	913,88,47,418	244,67,18,435	11,84,26,559	1146,71,39,295
	Total Electrical Work (C)	1278,68,34,857	363,63,53,208	31,55,65,081	1610,76,22,985
4	Incidental Expenditure during Construction Period				

S. Particulars No.	Opening Balance as at 01.04.2014	Addition from 01.04.2014 to 31.03.2015	Project Transferred from 1.4.2014 to 31.03.2015	As at March 31, 2015
	Rupees (₹)	Rupees (₹)	Rupees (₹)	Rupees (₹)
Opening Balance	141,73,54,454		11,32,81,305	144,15,93,581
Project related Direct Expenditure				
Project management Consultancy	366,489,558	67,73,09,948	7,22,83,423	60,50,26,525
Direction & General Charges to Railways	32,936,160	3,79,76,019	2,775,500	3,52,00,519
Total Incidental Expenditure During Construction Period	181,67,80,172	71,52,85,967	18,83,40,228	208,18,20,625
Less: Interest on Mobilisation Advance Net	261,905,286	44,87,79,272	6,627,055	44,21,52,217
Incidental expenditure Apportioned to Projects in the ratio of spending on individual projects to project expenditure (D)	155,48,74,886	26,65,06,695	18,17,13,173	1,639,668,408
5 Others				
Expenditure Pending Allocation	40,26,73,572	128,163,606	-	53,08,37,178
Management fees	457,21,07,541	218,87,19,861	23,40,08,012	652,68,19,390
Total Others (E)	497,47,81,113	231,68,83,467	23,40,08,012	705,76,56,568
Total Project Work in Progress	9276,99,65,546	2817,05,51,769	522,54,15,394	11571,51,01,921
Less: Credit from Release Material	7,60,725	1,500	411,539	350,686
Less: Deposit (LD, Penalty & Misc Deposit)	1,64,700	-	67,013,283	67,177,983
Net Project Work in Progress for MOR Projects (A)	9276,90,40,121	2817,05,50,269	529,20,17,138	11564,75,73,252
6 Others				
Preliminary Project Expenditure	3,03,447	2,62,16,601	-	2,65,20,048
Less: Sale of Tender	(120,000)	(160,000)	-	(280,000)
Net Project Work in Progress for Others (B)	1,83,447	2,60,56,601	-	2,62,40,048
Grand Total (A+B)	9276,92,23,568	2819,66,06,870	529,20,17,138	11567,38,13,300

- Land cost included in Project Work in Progress represents payments made through various Zonal Railways/ to concerned authority for the purpose of acquisition of land. The total payment made amounts to ₹177,64,00,410 (Previous year: ₹134,43,41,491). The land so acquired is in the name of the concerned Zonal Railway.
- The Company is executing projects assigned by MOR. In some of the projects, initially transferred to the Company, work was already in progress and some of the Zonal Railways had incurred expenditure on those projects prior to their transfer to the Company. The expenditure made by the concerned Railways prior to the formation of the Company has not been taken into account.
- In the opinion of the Management, the value of current assets, loans and advances on realization in the ordinary course of business, will not be less than the value at which these have been stated in the Balance Sheet.
- "Interest on mobilization Advance, recovered from the Contractors as per the terms and conditions of the contract, is being credited to the project."
- In Compliance of para 5.1.1 of joint procedure order of MoR dated 17/12/2013 for transfer of completed projects financial transfers of projects have been carried out in the accounts after handing over / commissioning of the full project to the Zonal Railway and where the expenditure booked against the project at the end of the financial year is at least 95 % of the latest anticipated cost of the work.



10 Trade Receivables

As at March 31, 2015
Amount (₹)

(a) More than 6 months

Unsecured-Considered good

432,898,772

(b) Other (less than 6 months)

Unsecured-Considered good

1,697,524,295

213,04,23,067

11 Cash and Bank Balances

Cash and Cash Equivalent

(i) Balances with Bank

-- Current Account

1,098,097,338

-- Fixed Deposits (Maturity less than 3 Months)

7,180,935,855

(ii) Cheque-in-Hand

23,489

(iii) Cash-in-Hand

-

(iv) Imprest

997,599

828,00,54,282

Other Bank Balances

(i) Balances with Bank

Term Deposit in Schedule Bank

10,412,638,582

10,412,638,582

1869,26,92,864

12 Short Term Loan & Advances

Advance Receivable in Cash or in kind or for value to be Received:

(Unsecured, considered good)

(a) Recoverable from Ministry of Railway (Interest)

2,136,250,573

(b) Interest accrued on Fixed Deposit

204,925,434

(c) Interest accrued on Mobilization Advance

69,997,065

(d) Security Deposit

4,180,678

(e) Advance Tax and Tax Deducted at Source

313,649,108

(f) Others

156,609,644

(g) MAT Credit Entitlement

506,522,444

339,21,34,946

13 Advances for Project Work

(a) Advances to Zonal Railways

925,700,507

(b) Advances for Sleepers

1,248,136,448

(c) Mobilisation Advances

2,666,804,431

(d) Other Advances

3,800,928,297

864,15,69,683

14 Other Current Assets

Lease Receivable

752,171,313

75,21,71,313

Particulars	As at March 31, 2015	
	Amount (₹)	Amount (₹)
15 Revenue from Operation:		
Turnover from Construction Work in Progress		
- From MoR Projects	2425,63,45,480	
- From MoR Metro Projects	351,89,33,068	
- From MoR National Projects	11,60,19,730	
- From MoR Projects (Executed by Zonal Railways)	27,92,51,991	
- From Deposit Work - Projects (SPV)	181,48,31,395	
- From Deposit Work - Project (Others)	51,77,22,431	3050,31,04,095
Turnover from		
Apportioned freight earnings		397,42,02,834
		3447,73,06,929
<p>In accordance with Railway Board's letter No. 2004/W-1/RVNL/15 dated 04.01.2012 RVNL has accounted Consolidated Management fee @ 9.25% in case of Metro Projects, 8.5% in case of Other Plan Heads and 10% in case of National Projects on the expenditure incurred by RVNL on MoR projects. As per the directions of MoR, all expenditure in the nature of consultancies related to Project Management are being charged directly to project. D&G charges payable to Railway up to 0.25 % of cost of projects are allocated to the projects on actual funds released to the respective Zonal Railway, Expenditure incurred on D&G (Supervision) are being charged to the Profit & Loss account. The miscellaneous receipts from sale proceeds of Tender and other income has been credited to the P&L account.</p>		
16 Other income		
(a) Interest income		
- Banks - Gross	1,12,80,66,748	
- Others - Gross	5,84,91,233	1,18,65,57,981
(b) Dividend income:	-	-
(c) Misc Income		1,74,77,219
		1,20,40,35,200
17 Expenses on Operations		
(Direct Expenses on Construction and Project related Activity)		
- Incurred on MoR Projects	2238,73,90,218	
- Incurred on MoR Metro Projects	320,97,15,718	
- Incurred on MoR National Projects	10,54,72,482	
- Incurred on Projects (Zonal Railway)	27,92,51,991	
- Incurred on Deposit Work - Projects (SPV)	162,70,77,256	
- Incurred on Deposit Work - Projects (Others)	47,80,84,366	2808,69,92,030
(Direct Expenses on Freight apportioned earnings)		
Operation & Maintenance Expenses	155,65,69,838	
Overhead Costs	61,25,69,440	216,91,39,278
		3025,61,31,309

1. Expenditure on Work in Progress against contracts awarded by the Company is recognized on completion of measurements and testing certified by the Engineer.
2. Expenditure of execution of projects done by the Zonal Railways on behalf of the Company on MOR projects is accounted for on the basis of statement of estimated expenditure received from respective Zonal Railways and is adjusted allocation-wise as and when the final expenditure statement is received.



3. The value of projects commissioned / completed and put to use by Railways during financial year are ₹522,50,03,855 (Previous year ₹1912,78,12,305). Out of the same, the value of completed projects funded through MOR sources are of ₹346,88,68,216 (previous year ₹1212,65,06,175) and IRFC funded are of ₹175,61,35,640 (previous year ₹700,13,06,130). The financial adjustments for MoR projects have been carried out against Project Advance (Capital) and Project Advance (Capital Fund) respectively in the Balance Sheet leading to a reduction in Loan Funds and Project Work in Progress to the tune of ₹522,50,03,855 (previous year ₹1912,78,12,305). Further with regard to IRFC funded projects, Project Work in Progress has been reduced by the amount of ₹175,61,35,640 (Previous Year ₹700,13,06,130) and corresponding asset as Lease Receivable has been created in accordance with the procedure order finalized by MoR and in accordance with Accounting Standard for lease. As some minor works may still be required, the expenditure incurred on projects subsequent to the date of financial adjustments will be cleared at the time of drawing the completion reports. "
4. With the rationalisation of the revenue stream of RVNL, the expenses incurred on supervision and monitoring directly allocable to the projects have been reviewed in terms of Railway Board's letter no 2004/W-1/RVNL/15 dated 04/01/2012, the pattern of booking of expenditure on Zonal Railways and general accounting practises. The expenditure incurred on this account related to execution of Deposit Works (for SPV and others) have been charged to the Statement of Profit and Loss.

Particulars	As at March 31, 2015	
	Amount (₹)	Amount (₹)
18 Employee benefits expense		
(a) Salaries and Wages		607,897,267
(b) Contribution to Provident & Other Funds		30,081,490
(c) Staff Welfare Expenses.		81,387,849
		719,366,606
19 Other Expenses		
(a) Power & Fuel		13,281,695
(b) Rent		36,166,493
(c) Rates & Taxes (excluding Income Tax)		38,073
(d) Miscellaneous Expenditure		6,691,000
(e) Payment to Auditors		
(i) As Auditor		793,216
(ii) For Taxation Matters		220,173
(iii) For Other Services		132,312
(iv) For Expenses		79,423
(f) Advertisement and Business Promotion		29,128,013
(f) Advertisement and Business Promotion		29,128,013
(g) Project Management Consultancy		44,537,252
(h) Printing and Stationery		18,658,048
(i) Travelling & Local Conveyance		19,700,598
(j) Communication		20,656,241
(k) Books & Periodicals		185,934
(l) Prior Period Items		(857,789)
(m) Professional Fees Consultancy		-
(m) Legal and Professional Charges		22,989,249
(n) Consultant Fee		20,421,109
(o) Other expenses		27,763,828
(p) D & G to Zonal Railway		2,900,000
(q) Interest on loan from IRFC (Completed Project)	554,424,103	
Less: Interest receivable from MoR on loan from IRFC	(554,424,103.00)	-
		263,484,868

20 Finance Cost

(a) Interest Cost 99,828,611

9,98,28,611

21 Other Expenses as per DPE Guidelines

(a) CSR Expenses & Sustainability Expenses 45,447,097

(b) Research & Development Expenses 10,288,002

Less: Transferred to Capital Working Progress (9,047,602)

4,66,87,497

22. Deposit Works (SPVs and others)

22.1 Works being executed for SPVs and others parties are treated as a Deposit Work. The corresponding current assets and liabilities in respect of such projects have been recognized on the basis of expenditure incurred plus supervision charges as agreed. The advance received is disclosed under Current Liabilities and the amount recoverable on account of project execution under Sundry Debtors.

23. Contingent Liabilities

23.1 In respect of claims by the contractor on account of Arbitration not acknowledged as debts by the Company is ₹682,33,39,602/- and ₹11,33,26,027/- for claim of Lease rental fees. A claim if any will be form part of the project cost and reimbursable by respective Clients.

23.2 In respect of demand of Service Tax of is ₹ 116,64,14,068/- and Income Tax of is ₹2,00,57,787/-.

24. Capital Commitment

Capital commitment is ₹404,49,97,842/-

24.1 Other Commitment

Commitment towards Contractual Payments of Project expenditure is ₹1138,77,63,353/-.

25. Managerial Remuneration

	Year Ended March 31,2015 (₹)
Salary & Allowances	2,33,67,583
Provident fund and other Fund	12,14,662

26. Earnings per Share:

The numerators and denominators used to calculate Basic Earnings per Share are:

	Year Ended March 31,2015 (₹)
Profit Attributable to the shareholders (₹) (A)	322,68,75,203
Basic average number of Equity Shares	208,50,20,100
Weighted average number of Equity Shares outstanding at the end of Year (Nos.) (C)	208,50,20,100
Nominal value of Equity Shares (₹)	10
Basic Earnings per share (₹) (A/C)	1.55



27. Related Party Disclosures (AS-18) :

27.1 Joint Ventures:

Kutch Railway Company Limited
Haridaspur Paradip Railway Company Limited
Krishnapatnam Railway Company Limited
Bharuch Dahej Railway Company Limited
Angul Sukinda Railway Limited

27.2 Subsidiary company

High Speed Rail Corporation of India Limited

27.3 Key Management Personnel:

Mr. S.C. Agnihotri : Managing Director
Mr. Ashok Krishna Ganju: Director Finance
Ms. Gita Mishra : Director Personnel
Mr. Mukul Jain : Director Operation
Mr. Vijay Anand : Director Projects

27.4 Enterprises in which Directors interest exist:

High Speed Rail Corporation of India Limited

27.5 Disclosure of transactions with related parties:

Particulars	Transactions	Outstanding Amount**
	Year ended March 31, 2015	Year ended March 31, 2015
Remuneration to Key Personnel (27.3) above	2,45,82,245	
HPRCL		
Interest paid/payable for the year	2,18,41,735	
"Interest on Mob. AdvancePayable"	1,30,33,603	
Expenditure towards project	1,00,71,28,442	20,38,11,054
BDRCL		
Interest paid/payable for the year	36,59,353	
Expenditure of Vadodara Office apportioned	2,59,987	
Expenditure towards project	6,18,33,33,811	(1,17,31,124)
KPRCL		
Interest paid/payable for the year	2,03,37,525	
" Interest on Mob. AdvancePayable "	81,98,099	
Expenditure towards project	58,93,30,372	1,09,71,84,561
ASRL		
Interest paid/payable for the year	7,57,692	
" Interest on Mob. AdvancePayable "	10,43,588	
Expenditure towards project	15,65,39,242	92,98,114
High Speed Rail Corporation of India Limited		
Payment towards expenses of company	2,38,88,644	-

** These represent amounts recoverable on account of expenditure incurred on various projects of Joint Ventures and Misc Expenses of Subsidiary

28. Disclosure in respect of Joint Venture/Subsidiary:

Name of the Joint Venture	Partner(s), country of origin	Proportion of ownership interest as at March 31, 2015
Kutch Railway Company Limited	Rail Vikas Nigam Limited, India	50%
	Kandla Port Trust, India	26%
	Mundra Port SEZ, India	20%
	Government of Gujarat, India	4%
Haridaspur Paradip Railway Company Limited ((HPRCL)	Rail Vikas Nigam Limited, India	33.33%
	IDCO (Govt of Odisha), India	0.35%
	Essel Mining and Industries Ltd., India	5.88%
	Paradeep Port Trust, India	10.00%
	Rungla Mines Ltd, India	5.88%
	Jindal Steel & Power Ltd, India	0.98%
	Steel Authority of India Limited, India	0.98%
	POSCO India Limited, India	5.40%
	MSPL LTD, India	2.94%
	OMC, India	14.70%
	Govt of Odisha, India	19.60%
Krishnapatanam Railway Company Limited (KRCL)	Rail Vikas Nigam Limited, India	30%
	Krishnapatnam Port Corporation Limited, India	30%
	Bramhany Industries Limited, India	12%
	National Mineral Development Corporation, India	15%
	Government of Andhra Pradesh, India	13%
Bharuch Dahej Railway Company Limited (BDRCL)	Rail Vikas Nigam Limited, India	33.33%
	Adani Petronet (Dahej) Port Private Limited, India	10.50%
	Gujarat Maritime Board, India	10.82%
	Dahej SEZ Limited, India	6.06%
	GNFC, India	8.20%
	Hindalco Industries Limited, India	8.20%
	Jindal Rail Infrastructure Limited, India	6.06%
	Guj. Industrial Dev. Corp Ltd, India	10.82%
Equity Gap	6.00%	
Angul Sukinda Railway Limited (ASRL)	Rail Vikas Nigam Limited, India	31.50%
	Jindal Steel and Power Limited, India	10.00%
	Govt of Odisha, India	21.30%
	OMC, India	10.50%
	IDCO (Govt of Odisha), India	0.70%
	CONCOR, India	26.00%
High Speed Rail Corporation of India limited	Rail Vikas Nigam Limited, India	100%



29. Business Segments

As the business activity falls within a single segment viz. construction of Railway projects in the domestic market, the disclosure requirement of AS-17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India (ICAI) is not applicable.

30. Lease Rentals

30.1 The company's leasing arrangements in respect of offices and residential premises are in the nature of operating lease. The rent is being charged on rates agreed to between HUDCO and RVNL based on letter of offer received from HUDCO and agreed to by RVNL. The formal lease agreement between the Company and HUDCO for lease of Corporate Office, New Delhi has not been executed and is under approval of Ministry of Urban Development.

30.2 Financial Lease

The value of assets given on lease is reflected against contra liability payable to IRFC towards loan on completed projects as appearing in note 5, which is liquidated progressively through loan repayment to IRFC being arranged by MoR.

Future minimum lease payments of gross investment in the lease are as follow:

	31st March 2015 (in ₹)
Not later than one year	752,691,157
Later than one year and not later than five years	3,653,145,750
Later than five years	1,331,492,861
	5,737,329,768

30.3 Operating Lease (Kutch Railway)

Gross lease Rent	2,860,466
Less: Recovered	28,085
Net Lease Rent	2,832,381
Not later than one year	1,039,688

31. Operating Cycle

The operating cycle of the Company is based on the time required from initiation of the project to completion of the project. The period required for completion varies from project to project. However, in general, the duration is more than 12 months and may extend upto 5 to 6 years, and sometimes even beyond this period, depending on the progress of the work upto when the project is fully physically transferred to Railways for operations and financial progress to the extent of 95% of the latest anticipated cost has been achieved.

32. Securities released to state Electricity Board /Public Companies

Securities paid to Electricity Boards/ Public Companies towards provision of High Tension Power Lines for electricity connections are booked as project expenditure being part of the project cost.

33. There is change in accounting policy in respect of stale cheque As per Accounting Policy no 2.24 items of ₹2,18,056/- credited to the head which was earlier debited and ₹7,22,112/- has been credited to Misc Income during the year.

34. Previous year's figures have not been provided being the first year of the Consolidated Financial Statement in terms of para 30 of AS-21.

35. Disclosure in respect of Joint Venture/Subsidiary:

Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount (in Rs.)	As % of consolidated net assets	Amount (in Rs.)
1	2	3	4	5
1) Parent	69%	20,711,619,329	57.55%	1,857,146,622
2) Subsidiary Indian				
(i) High Speed Rail Corporation Ltd.	-0.01%	(1,846,195)	0.02%	674,943
3) Joint Ventures (as per proportionate consolidation)				
(i) Krishnapatanam Railway Co. Ltd.	2%	746,070,619	0.52%	16,817,510
(ii) Angul Sukinda Railway Co. Ltd.	6%	1,936,360,316	-0.14%	(4,379,958)
(iii) Bharuch Dahej Railway Company Limited	2%	591,619,452	1.66%	53,436,770
(iv) Haridaspur Paradip Railway Company Limited	6%	1,700,000,000	-0.76%	(24,490,141)
(v) Kutch Railway Company Limited	15%	4,486,202,993	41.14%	1,327,669,458
Total	100%	30,170,026,515	100%	3,226,875,204

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

FOR AND ON BEHALF OF THE BOARD

Sd/-
R.K. Aggarwal
Partner
M. No. 081510
Place: New Delhi
Date: 31.08.2015

Sd/-
S.C. Agnihotri
Chairman and Managing Director
DIN: 01637856

Sd/-
Ashok K. Ganju
Director Finance
DIN: 01970462

Sd/-
Kalpana Dubey
Company Secretary



(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of
Subsidiaries/Associate Companies/Joint Ventures**

Part "A": Subsidiaries

S. No.	Name of the Subsidiary	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign	Share capital	Reserves & surplus	Total assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of shareholding
1.	HIGH SPEED RAIL CORPORATION OF INDIA LIMITED	Not Applicable	10,74,110	(29,20305)	6,00,24,583	6,00,24,583	0	0	7,79,196	1,04,254	6,74,942	0	100

Part "B": Associates and Joint Ventures
Statement pursuant to Section 129 (3) of the companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/ Joint Ventures	Angul Sukinda Railway Limited	Bharuch Dahej Railway Company Limited	Haridaspur Paradip Railway Company Limited	Kutch Railway Company Limited	Krishnapatnam Railway Company Limited
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate/Joint Ventures held by the company on the year end					
Number	18,90,00,000 Equity Shares of ₹10 each	5,50,00,000 Equity Shares of ₹10 each	16,99,99,995 Equity Shares of ₹10 each	12,49,99,994 Equity Shares of ₹10 each	8,10,00,000 equity Shares of ₹10 each
Amount of Investment in Associates/Joint Venture	₹189 Crore	₹55 Crore	₹170 Crore	₹125 Crore	₹81 crore
Extent of Holding % of the Paid up capital	34.42%	35.46%	35.23%	50%	30%
3. Description of how there is significant influence	Note 2	Note 2	Note 2	Note 2	Note 2
4. Reason why the associate/joint venture is not consolidated	-	-	-	-	-
5. Networth attributable to Shareholding as per latest audited Balance Sheet	₹193.61 Crore	₹59 Crore	₹170 Crore	₹446.12 Crore	₹74.61 Crore
6. Profit / Loss for the year					
i. Considered in Consolidation	₹4.54 Lakhs (Loss)	₹5.22 Crore	-----	₹137.76 Crore	₹2.05 Crore (Loss)
ii. Not Considered in Consolidation					

Note

- No Joint Ventures or Associate Companies were formed or ceased during the year.
- There is significant influence due to percentage (%) holding in the Share Capital
- The above statement also indicates performance and financial position of each of the Associates.

For Kumar Chopra & Associates

Chartered Accountants

Firm Registration Number.: 000131N

Sd/-
R.K. Aggarwal
Partner
M. No. 081510

Place: New Delhi
Date: 31.08.2015

Sd/-
S.C. Agnihotri
Chairman and Managing Director
DIN: 01637856

Sd/-
Ashok K. Ganju
Director Finance
DIN: 01970462

Sd/-
Kalpana Dubey
Company Secretary

FOR AND ON BEHALF OF THE BOARD



INDEPENDENT AUDITORS' REPORT

To

The Members of **Rail Vikas Nigam Limited**.

1. **Report on the Consolidated Financial Statements**

We have audited the accompanying Consolidated financial statements of **Rail Vikas Nigam Limited** (hereinafter referred to as "the Holding Company") and its subsidiary (the holding Company and its subsidiary together referred to as "the group") and its jointly controlled entities, (Refer Note No 35 of the attached consolidated financial statements) comprising of the Consolidated Balance sheet as at 31st March, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information(hereinafter referred to as "the Consolidated financial statements").

2. **Management's Responsibility for the Consolidated Financial Statements**

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

3. **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated 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 there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated financial statements that give a true and fair view in order to design audit procedures that

are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Holding Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

4. **Basis for Qualified Opinion**

I. **BHARUCH DAHEJ RAILWAY COMPANY LIMITED (BDRCL)**

- a) Western Railway has raised a demand for lease rental amounting to ₹65.31 Crore. As per the information available and explanation provided, Rs. 31.96 Crore out of the above demand pertaining to the period June, 2008 to March, 2015 is clearly not payable as per the concession agreement and related policies.

The company has accrued for land lease rental amount to ₹33.35 Crore commencing from the date of commencement of commercial activities till balance sheet date. Accordingly, the company has disclosed contingent liability of Rs 31.96 Crore.

Management has currently requested for deferral of the amount due as provided by the company and is contesting the claim raised for prior period as explained above.

As per the management, no further provision is currently required and, additional amount payable, if any, shall be accounted for at that point of time, when such additional liability is crystallized.

However, based on constant reminders from Western Railway and no concrete settlement or negotiation in place till date of signing of this report, we are unable to ascertain the additional liability, if any that may eventually crystallize.

Consequently the impact, if any, of the above on the financial statements of the company could not be ascertained.

- b) Reference is invited to a clarification issued by Institute of Chartered Accountants of India (ICAI) to another Rail SPV through Ministry of Corporate Affairs (MCA), suggesting that assets of the SPV should be accounted for in accordance with "Accounting Standard 26-Intangible Assets", treating the same as intangible assets. Since in the Management's perception, this clarification did not take into account several relevant factors that apply to BDRCL, the company has made a reference to MCA and ICAI explaining the nature of project assets, seeking a review and the Management is confident that its views will be upheld. Pending clarity in this matter, SPV has continued to account for the project assets as Fixed Assets in accordance with its accounting policy and has followed useful life as prescribed in the Schedule II Part C of the Companies Act, 2013 for those assets as against accounting for of these assets as "Intangible assets" and amortising the same as per Schedule II Part A and amendment therein vide Circular no. (GSR No. 237 E).

This being a significant matter, with various points of view, SPV'S management strongly believes that the accounting policy followed by them in this regard is appropriate and reflects fairly the nature of the assets etc. As explained by management since the outcome of the above mentioned disparity of points of view is currently un-ascertainable and since management is awaiting the conclusion on this matter, the impact, if any, of the above on the financial statements of the company could not be ascertained.

II. **KRISHNAPATNAM RAILWAY COMPANY LIMITED (KRCL)**

The Revenue and Operation & Maintenance (O&M) Expenses by the SPV have been booked based on the basis of advices/calculation sheets provided by South Central Railway (SCR) and not making available the detailed substantiating collateral records and procedures for verification of the same.



The KRCL is anticipating earnings on Length of about 10 Km section from Krishnapatnam Railway Station to the Buffer of Port from South Central Railway. Hence, the revenue reported is subject to the same.

The income pertaining to Phase 1 and Phase 3 cannot be segregated due to non availability of any information from SCR pertaining to same.

Further, all supporting evidences related to revenue bookings controlled and managed by SCR only and not made available for verification.

Further in view of non-receipt of the confirmation of South Central Railways regarding apportionment of revenue, O & M expenses, service tax claims, overhead provisional expenses and the outstanding balance, final figures could vary.

5. Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its jointly controlled entities as at 31st March 2015; and their consolidated profit and their consolidated cash flows for the year ended on that date.

6. Emphasis of Matter

We draw attention to the following matters mentioned in the auditor's reports of the respective subsidiaries and jointly controlled entities:

I. ANGUL SUKINDA RAILWAY LTD.

There is a change in the policy for Interest earned on deposits with banks, earlier Interest earned on deposits with bank had been taken to the profit and loss account. From current financial year the interest earned during year on deposits with bank has been taken to the capital work in progress. Had the company continued to apply the earlier policy, capital work in progress would have been higher by ₹13.83 crores and profit of the company would have been higher to that extent. (Proportionate impact on consolidated Financial statements ₹4.35 Crores being 31.5% ownership interest)

II. HARIDASPUR PARADIP RAILWAY COMPANY LTD.

During the year, the company has changed its policy and routed the receipts and expenditure directly to Capital Work in Progress as against the earlier practice of routing it through statement of Profit and Loss since the interest income earned on fixed deposits/flexi accounts out of the funds infused as share capital for meeting. This change of accounting policy has net impact of decrease in profit of the year Rs. 8.96 Crores with a consequential decrease in capital work in Progress to that extent. (Proportionate impact on consolidated Financial statements ₹2.99 Crores being 33.33% ownership interest)

III. KUTCH RAILWAY CO. LTD.

Since the previous financial year i.e. 2013-14, Western Railway has computed Company's share of apportioned earnings on the basis of "carried route" instead of "booked route". Accordingly, apportioned earnings has been reduced by ₹41.09 crores for the current financial year. Further, a total amount of ₹31.02 crores has been deducted on this account for the financial years 2011-12 & 2012-13. The company has contested against this method of calculation of apportioned earnings at various levels in Railways. The approximate amount of ₹53.5 crores may be deducted on this account for earlier financial years (from 2006-07 to 2010-11). The average amount of both of above methods works out to be Rs. 53.5 crores (approx.). The impact of the same will be reduction in Reserves and Sundry Debtors by ₹53.5 crores (approx.) in the subsequent years as and when advised by the Western Railway. (Proportionate impact on consolidated Financial statements ₹26.75 Crores being 50% ownership interest)

IV. BHARUCH DAHEJ RAILWAY COMPANY LTD.

The Operation and Maintenance Agreement with the Western Railway that defines among others, right & obligations, the share of Income & Expenses to be apportioned to the Company arising out of the operation of the Bharuch Dahej Samni Railway Line by the Company has not yet been signed although an in-principal approval has been received from the Ministry of Railways. The Company has however recognized the operating income and expenses arising out of this arrangement which is yet to be formalized. The Operating Income & Operating Expenses accounted for by the Company are based on provisional figures made available by the Western Railway and the final figures could vary.

Our Opinion is not qualified in respect of above matters.

7. Other Matters

We did not audit the financial statements/financial information of one subsidiary and five jointly controlled entities, whose financial statements/ financial information reflect total assets of ₹784.50 Crore as at 31st March, 2015, total revenue of ₹330.11 Crore. and net cash flows amounting to 250.08 Crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and jointly controlled entities, and our report in terms of sub-section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiary and jointly controlled entities, is based solely on the reports of such other auditors.

Our opinion on the consolidated financial statements, and our report on the legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certified by the Management.

8. Report on Other Legal and Regulatory Requirements

- I. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, based on the comments in the auditors' reports of the holding company, subsidiary company, and jointly controlled companies incorporated in India, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
- II. As required by the directions issued by the Comptroller and Auditor-General of India, in terms of sub section (5) of section 143 of the Act, based on the comments in the auditors' reports of the holding company, subsidiary company, and jointly controlled companies incorporated in India, we give in the compliance in the Annexure II.
- III. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept so far as it appears from our examination of those books and the reports to other auditors.
 - c. The consolidated Balance Sheet, the consolidated Statement of Profit and Loss and consolidated Cash flow statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. In terms of Ministry of Company Affairs notification no. GSR 463 (E) dated 5th June 2015, Government Companies are exempt from applicability of provisions of section 164 (2) of Companies Act 2013 and on the basis of the reports of the statutory auditors of its subsidiary company and its jointly controlled companies incorporated in India, none of the



directors of the subsidiary company and its jointly controlled companies incorporated in India is disqualified as on 31st March, 2015 from being appointed as a director in terms of section 164(2) of the act.

- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the group and jointly controlled entities- Refer Note No 23 to the consolidated financial statements.
 - ii. The group and its jointly controlled entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary and jointly controlled companies, incorporated in India.

For Kumar Chopra & Associates
Chartered Accountants
(FRN: 000131N)

Place of signature : New Delhi
Date: 31.08.2015

Sd/-
(R.K. Aggarwal)
Partner
(M. No 081510)

ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT

Annexure to the Independent Auditors' Report referred to in paragraph 8(l) of our report of even date on the consolidated financial statements of **Rail Vikas Nigam Limited** for the Year ended 31st March, 2015

1. a) The Group and its Jointly controlled entities have maintained proper records showing full particulars including quantitative details and situation of fixed assets except for Kutch Railway Company, a jointly controlled entity, where auditor has reported that details for the financial year 2014-15 have not been updated.
b) The fixed assets have been physically verified by the management during the year at reasonable interval and no material discrepancies were noticed on such verification except for Kutch Railway Company, a jointly controlled entity, where auditor has reported that there is no approved regular program of verification for all assets and major fixed assets have not been physically verified by the management at reasonable intervals during the year.
2. a) Where applicable in the group and its jointly controlled entities, inventories have been physically verified by the management at reasonable intervals during the year. Keeping in view the nature of business and inventory, the frequency of physical verification in our opinion is reasonable.
b) The procedures of physical verification of inventories followed by management are reasonable and adequate in relation to the size of the Group and its Jointly controlled entities and nature of its business.
c) Where applicable in the Group and its Jointly controlled entities, proper records of inventories are maintained and no material discrepancies were noticed on physical verification.
3. The Group and its Jointly controlled entities have not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the respective companies in the Group and its Jointly controlled entities and nature of their business with regard to purchases of inventories and fixed assets and for the sale of goods and services except for Kutch Railway Company, a jointly controlled entity, where auditor has reported that internal control system needs improvement to commensurate with the size of company and nature of its business, for purchase of fixed assets and for sale of service. Also Joint Procedure Order has not been formed till date in terms of Operation & Maintenance agreement and the provisional figures of income from traffic and respective costs are accounted as advised by WR based on calculation as detailed in the said agreement without approval of Joint Procedure Order. During the audit, we have not observed any continuing failure to correct major weaknesses in the internal control systems.
5. According to the information and explanation given to us the Group and its Jointly controlled entities have not accepted any deposit during the year from the public.
6. 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 Group and its Jointly controlled entities.
7. a) According to the information and explanation given and as per the audit reports of respective companies in the Group and its Jointly controlled entities, the Group and its Jointly controlled entities are generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, custom duty, excise duty, value added tax, cess and other statutory dues as applicable to it. According to the information and explanation given to us, no undisputed amount payable in respect of any statutory dues were outstanding as at 31-03-2015 for a period of more than six months from the date they become payable.



- b) According to the information and explanation given to us, and the audit reports of the respective companies in the Group and its Jointly controlled entities, the particulars of income tax or sales tax or wealth tax or service tax or custom duty or excise duty or value added tax or cess as at 31st March, 2015, which have not been deposited on account of any dispute are as under:

Jointly controlled company	Name of statute	Nature of disputed dues	Amount (Rs .in lakhs)	Period to which amount relates	Forum where dispute is pending
Haridaspur Paradip. Railway Co. Ltd	Income Tax Act, 1961	Income Tax demand	32.67 (proportionate)	A.Y. 2010-11	CIT (Appeals)
Kutch Railway Co. Ltd.	Income Tax Act, 1961	Income Tax demand	53.87 (proportionate)	A.Y. 2012-13	Rectification u/s 154
Kutch Railway Co. Ltd.	Service Tax Law	Service Tax demand	10679.50 (proportionate)	-	Reply of non acceptance filed on 06.01.2015

- c) During the year, no amount was required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 and rules made thereunder.
8. In the consolidated Financial statements there are no accumulated losses as on 31.03.2015 and have not incurred cash losses in current financial year and in the immediate preceding financial year.
9. According to the audit reports of respective companies in the Group and its Jointly controlled entities and the information and explanations given to us, none of the companies in the Group and its Jointly controlled entities has defaulted in repayment of dues to a financial institutions or bank or debenture holders.
10. According to the audit reports of respective companies in the Group and its Jointly controlled entities and the information and explanations given to us, none of the companies in the Group and its Jointly controlled entities has given any guarantee for loans taken by others from bank or financial institutions.
11. In our opinion and according to the information and explanations given to us, on an overall basis, we are of the opinion that the respective companies in the Group and its Jointly controlled entities have applied term loans for the purpose for which loans were obtained.
12. According to the information and explanation given to us, no fraud on or by the respective companies in the Group and its Jointly controlled entities has been noticed or reported during the course of audit.

For Kumar Chopra & Associates
Chartered Accountants
(FRN: 000131N)

Sd/-
(R.K. Aggarwal)
Partner
(M. No 081510)

Place of signature : New Delhi
Date: 31.08.2015

ANNEXURE II TO THE INDEPENDENT AUDITORS' REPORT

Annexure to the Independent Auditors' Report referred to in paragraph 8(l) of our report of even date on the consolidated financial statements of **Rail Vikas Nigam Limited** for the Year ended 31st March, 2015

S. No.	CAG's Directions	Our Report	Action Taken thereon	Impact on accounts and financial statements of the company								
1.	If the Company has been selected for disinvestment, a complete status report in terms of valuation of Assets (including intangible assets and land) and Liabilities (including Committed and General Reserves) may be examined including the mode and present stage of disinvestment process	No disinvestment has been taken place during the year 2014-15 Further as per information provided to us. RVNL has not been selected for disinvestment by Government of India during the year.	No action required.	NIL								
2	Please report whether there are any cases of waiver/write off of debts/loans/interest etc., if any, the reasons there for and the amount involved	As per record and information provided to us, there are no case of waiver/write off of debts/loans/interest etc.	No action required.	NIL								
3	Whether proper records are maintained for inventories lying with third parties & assets received as gifts from Govt. or other authorities	No inventory is lying with third parties and no asset has been received as gifts from Government or any other authorities by RVNL.	No action required.	NIL								
4	A report on age-wise analysis of pending legal/ arbitration cases including the reasons of pendency and existence/effectiveness of monitoring mechanism for expenditure on all legal cases (foreign and local) may be given.	<p>As per record and information provided to us, there are 27 legal/ arbitration cases pending relating to contractors. Age-wise statement of these cases is as follows:</p> <table border="1"> <thead> <tr> <th>Age of cases</th> <th>No. of cases</th> </tr> </thead> <tbody> <tr> <td>Less than 2 years</td> <td>20</td> </tr> <tr> <td>2-3 years</td> <td>1</td> </tr> <tr> <td>More than years</td> <td>9</td> </tr> </tbody> </table> <p>Cases under arbitration are generally pending due to (i)hearing in process or completed but not yet pronounced by the tribunal (ii) arbitration proceedings are in process for want of additional details/documents (iii) argument has not yet started in some cases. Arbitrators are appointed as per the procedure prescribed in the Contract Agreement with the Contractors. Payment to the Arbitrators/lawyers are paid as per the rates prescribed by RVNL or as approved by CMD.</p>	Age of cases	No. of cases	Less than 2 years	20	2-3 years	1	More than years	9	The legal cases have been reviewed and for cases filed against the company. In terms of AS-29, the amount has been disclosed as contingent liability in notes to accounts after adjusting for provision/ liability if any provided in the accounts	Disclosure has been given at note no. 26 to financial statement.
Age of cases	No. of cases											
Less than 2 years	20											
2-3 years	1											
More than years	9											

For Kumar Chopra & Associates
Chartered Accountants
(FRN: 000131N)
Sd/-
(R.K. Aggarwal)
Partner
(M. No 081510)

Place of signature : New Delhi
Date: 31.08.2015



Confidential



भारतीय लेखा परीक्षा एवम् लेखा विभाग
कार्यालय प्रधान निदेशक लेखा परीक्षा, रेलवे-वाणिज्यिक
काफमो, भारतीय रेल, तिलक ब्रिज, नई दिल्ली-110 002

INDIAN AUDIT AND ACCOUNTS DEPARTMENT
OFFICE OF THE PRINCIPAL DIRECTOR AUDIT
(RLY-COMMERCIAL) COFMOW, INDIAN RAILWAYS,
TILAK BRIDGE, NEW DELHI- 110002

No. PDA/RC/PSU/32-13/RVNL/2015-16/405

Dated: 21.09.2015

To

The Chairman and Managing Director,
Rail Vikas Nigam Limited,
1st Floor, August Kranti Bhavan,
Bhikaji Cama Place, R.K.Puram, New Delhi - 110066

Subject: Comments of the Comptroller & Auditor General of India under Section 143(6) (b) of the Companies Act, 2013 on the Consolidated Financial Statements of Rail Vikas Nigam Limited, New Delhi for the year ended 31st March 2015.

Sir,

The Nil Comments Certificate under Section 143 (6) (b) of the Companies Act, 2013 on the Consolidated Financial Statements of **Rail Vikas Nigam Limited, New Delhi** for the year 2014-15 is enclosed. The Nil Comments Certificate on the Consolidated Financial Statements may be placed before the Annual General Meeting along with Financial Statements of the Company in compliance with the provisions of the Companies Act, 2013. Six copies of the printed Annual Reports of the Company may please be sent to this office at the earliest.

Receipt of the letter may please be acknowledged.

Yours faithfully,

Encl: As above

sd/-
(Dinesh Bhargav)
Principal Director of Audit
(Railway Commercial)

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) READ WITH SECTION 129(4) OF THE COMPANIES ACT, 2013 ON THE CONSOLIDATED FINANCIAL STATEMENTS OF RAIL VIKAS NIGAM LIMITED, NEW DELHI FOR THE YEAR ENDED 31 MARCH, 2015

The preparation of financial statements of **Rail Vikas Nigam LIMITED, New Delhi** for the year ended 31 March 2015 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139(5) read with section 129(4) of the Act are responsible for expressing opinion on the financial statements under section 143 read with section 129(4) of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 31-08-2015.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section

143(6) (a) read with section 129(4) of the Act of the consolidated financial statements of Rail Vikas Nigam Limited for the year ended 31 March 2015. We did not conduct supplementary audit of the financial statements of Subsidiaries, Associate Companies and Jointly Controlled Entities (as per list enclosed) for the year ended on that date. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report.

For and on the behalf of the
Comptroller & Auditor General of India

Sd/-

(Dinesh Bhargav)

Principal Director of Audit
(Railway Commercial)

Place: New Delhi

Date: 11.09.2015

Annexure

List of subsidiaries and jointly controlled entities of RAIL VIKAS NIGAM LIMITED, NEW DELHI for which Supplementary audit was not conducted under section 143(6)(a) read with section 129(4) of the Companies Act, 2013 for the year 2014-15.

Jointly Controlled Entities

1. Bharuch Dahej Railway Company Limited
2. Angul Sukinda Railway Limited



HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

(A Wholly owned Subsidiary of Rail Vikas Nigam Limited)

DIRECTORS' REPORT

Distinguished Shareholders,

The Directors of your Company are privileged in presenting the 3rd Annual Report of the Company together with the Audited Statements of Accounts and Auditors' Report for the year ended 31st March, 2015.

President of India (Ministry of Railways) issued directions to Rail Vikas Nigam Ltd. (RVNL) for incorporating an SPV for development of High Speed Rail Corridors in the country. Subsequently, RVNL incorporated High Speed Rail Corporation of India Limited (HSRC) on 25th July 2012 as its Wholly owned Subsidiary and the Certificate of Commencement of Business was received on 18th August, 2012. The Company has its registered office in New Delhi.

The main objects of the Company are to enter into and carry on all business related to planning, designing, development, construction, manufacturing, assembling, fabricating, processing, installing, maintenance, operation and financing of Railway infrastructure and related logistic support systems, including rolling stock, of all types in India and abroad of High Speed Rail Projects and any other Rail-based traffic, as may be approved by the Government of India or Rail Vikas Nigam Limited (RVNL) or any other Authority specifically created for this purpose from time to time, and to undertake any or all activities connected thereto, on PPP, EPC or any other scheme or model basis.

Business Performance

1. Pre-feasibility study of dedicated High Speed corridor of Delhi-Chandigarh-Amritsar.

Ministry of Railways had assigned the work of conducting the pre-feasibility study for Delhi-Chandigarh-Amritsar dedicated High Speed corridor with a speed potential of 350 kmph.

M/s SYSTRA S.A in a consortium with M/s RITES has been engaged by HSRC/RVNL for pre-feasibility study for High Speed Rail Corridor between Delhi-Chandigarh-Amritsar. The Inception Report and Interim Report-I of this study on 31.1.2015. The study is likely to be completed by June 2015.

2. Signing of MoU between MoR and Administrator of National Railway Administration & Vice-Minister of Transport of China:

A Memorandum of Understanding (MoU) between the Government of the Republic of India and the Government of the People's Republic of China on enhancing technical cooperation in railway sector, was signed on 18th September, 2014 with Chairman, Railway Board, Ministry of Railways of India and Mr. LU Dongfu, Administrator of National Railway Administration & Vice-Minister of Transport of China as signatories. Under this MoU, an Action Plan for enhancing cooperation was signed on 18th September, 2014, within which the following two projects have been taken up in railways. A subsequent Action Plan was also agreed to between NRA, China and MoR on 15.05.2015 which refers to progress made since the signing of first Action Plan in September, 2014.

A. Upgrading of Chennai-Bangalore-Mysore section

A delegation of RVNL/HSRC visited China from 26th October to 1st November, 2014 to sign the TERMS OF AGREEMENT AND WORK PLAN between HSRC and CREEC (China Railway Eryuan Engineering Group Company Limited) in Chengdu on 27.10.2014 for a feasibility study for Speed Raising up to 160 kmph on Chennai-Bangalore-Mysore Section. Thereafter,

sixteen experts from CREEC visited India and carried out an on-the-spot survey from 23rd November to 30th November, 2014 and had extensive meetings and site visits. The Inception Report has been submitted on 12th February, 2015 and Interim Report on 09.06.2015. The feasibility study is in progress.

B. Delhi-Chennai High Speed Corridor Feasibility Study Report (Detailed Project Report)

China Railway Siyuan Survey and Design Group (CRSSDG) & HSRC signed TERMS OF AGREEMENT AND WORK PLAN at SIYUAN Headquarter, Wuhan, China on 28.11.2014 for preparation of a Project Feasibility Study Report (Detailed Project Report) for a high speed rail corridor between Delhi and Chennai. It has been agreed that the Project Feasibility Study Report will be taken up with financing by the Chinese side. Ministry of Railways has approved on 31.03.2015 that the Study will be done for only Delhi-Nagpur section instead of the complete Delhi-Chennai section, as it is a very long corridor and not only will the construction cost of the project be high but the Feasibility Study will be at a considerable cost and time as well.

CRSSDG carried out an on-the-spot survey in India in March 2015 and visited Agra, Bhopal, Nagpur, Hyderabad, Vijayawada and Chennai, and has submitted the Planning Report on 17.7.2015. The report has been examined by Indian counter parts and discussions are planned in September, 2015. After the funding is committed by NRA to Siyuan, CRSSDG & HSRC will discuss further modalities.

3. Development of Mumbai-Ahmedabad High Speed Rail Corridor viz. fixing of the milestones, exploring funding options etc:

Ministry of Railways (MoR) has authorized RVNL/HSRC, to take further steps for development of Mumbai-Ahmedabad High Speed Rail Corridor viz.

fixing of milestones, exploring funding options etc. HSRC has made significant contribution in rationalizing the alignment prepared by Consultants to ensure feasibility and constructability of HSR project. JICA has submitted the final report in July, 2015. Further action will be taken after the report has been studied.

4. Feasibility Study for Diamond Quadrilateral Network of High Speed Rail Corridors connecting four major metros i.e. New Delhi-Mumbai-Chennai-Kolkata-New Delhi:

Ministry of Railways (MoR) has entrusted RVNL/HSRC the work of carrying out the Feasibility Study for Diamond Quadrilateral Network of High Speed Rail Corridors connecting four major metros i.e. New Delhi-Mumbai-Chennai-Kolkata-New Delhi through an open global tender. Technical bids were opened on 18.3.2015 and finalized on 2.7.2015. Financial bid are under evaluation.

Financial Performance

During the year the Paid-up Share Capital of HSRC has increased from ₹5,00,000/- to ₹10,74,110/- due to allotment of shares to RVNL in lieu of preliminary expenditure incurred by RVNL for incorporation of the Company. There is an increase in the current liabilities of the Company to ₹6,18,70,778/- as at 31.3.2015 due to expenditure incurred by RVNL on behalf of HSRC. The total expenditure incurred on the project upto 31.3.2015 is ₹2.62 crore which has been incurred mainly on salary, travel, etc.

There is an increase in other income to ₹13,33,004/- during 2014-15 on account of interest income. After offsetting an expenditure of ₹7,79,196/- and meeting tax liability there is a small surplus of ₹6,74,642/-.

The significant indicators of financial performance of the Company for the financial year 2014-15 and 2013-14 are mentioned below:



(Amount in ₹)

S.No	Particulars	FY 2014-15	FY 2013-14
1	Authorized Share Capital	5,00,00,000	5,00,00,000
2.	Paid-up share Capital	10,74,110	5,00,000
3.	Capital work in progress	2,62,40,048	Nil
4.	Total Income	13,33,004	8,877
5.	Operating Income	Nil	Nil
6.	Profit before Tax	7,79,196	(28,50,029)
7.	Net Worth	(18,46,195)	(30,95,247)
8.	Earnings Per Share	9	(57)

Capital Structure

The Paid-up Share Capital of the Company is ₹10,74,110/- against the Authorized Share Capital of ₹5 crore.

Dividend

Since the company has not yet started its commercial activities, and the limited financial transaction, the Company has not declared any dividend for the year 2014-15.

Fixed Deposits

The Company has not accepted any fixed deposits from public during the year under review.

Reserves

As the Company is yet to commence its operational activities the Company has not transferred any amount to General Reserves.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

The provisions of conservation of energy, technology absorption are not applicable to the Company. During the year under review, there is no foreign exchange earnings there is an outgo of ₹71,00,000/- (approx) on account of travel.

Presidential Directive

No Presidential Directive was received during the year.

Integral Reports

“Management Discussion and Analysis Report” and “Corporate Governance Report” form an integral part of this Director’s Report, which are placed at **Annexure-I & II.**

Board of Directors

The Board of Directors consists of four (4) part- time Director nominated by the Holding Company, Rail Vikas Nigam Limited.

The following Directors held office during the year:

Mr. S. C .Agnihotri	Chairman
Mr. Mukul Jain	Director
Mr. Ashok K. Ganju	Director
Mr. Vijay Anand	Director

Number of Board Meetings

The Board met five (5) times on 30th May, 2014, 7th July, 2014, 15th July, 2014, 21st October, 2014 and 13th January, 2015 during the year for transacting business.

Directors’ Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm that -

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b) 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 of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis.
- e) 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.

Extract of Annual return

Extract of the Annual Return of the Company is annexed herewith as **Annexure-III** to this report.

Place: New Delhi
Dated:10.08.2015

Auditors

The Comptroller & Auditor General of India appointed M/s ASAP & Associates, Chartered Accountants as Company's Statutory Auditors for the year 2014-15. The Board would like to place on record their sincere thanks for the valuable services rendered by Statutory Auditors.

Comments Comptroller & Auditor General of India

The Comptroller & Auditor General of India has undertaken supplementary audit on the accounts of the Company for the year ended 31st March, 2015 under Section 139 (5) of the Companies Act, 2013. The comments of the C & AG on the Annual Accounts of the Company for the year ended 31st March, 2015 shall also form part of this report.

Acknowledgements

We record our appreciation and thanks to the Ministry of Railways and Holding company, RVNL for their continued support to the Company, and also the employees of the Holding company for their efforts to take the company forward.

For and on behalf of Board of Directors

sd/-
Mukul Jain
Director

sd/-
Ashok K. Ganju
Director



MANAGEMENT DISCUSSION AND ANALYSIS

An Overview

The company was incorporated on 25th July, 2012 as a Wholly owned Subsidiary (WoS) of Rail Vikas Nigam Limited, a schedule 'A' CPSE under Ministry of Railways.

Mission

Creation and operation of state-of-the-art High Speed Rail Systems in India and Abroad.

Vision

To emerge as project developer for implementation of high speed rail projects with a sound financial base and to build a pool of expertise in global construction, maintenance and operational practices.

Objectives

- To develop human resources for project implementation by skill development training and developing expertise for specific areas of rail infrastructure in general and high speed rail in particular.
- To develop and improve existing knowledge base in-house to provide consulting services.
- To develop expertise and a knowledge base for optimum utilization of existing assets and up-grading them for higher speed potential.
- To maintain a cost effective organizational set up.
- To undertake the project development and implementation of identified High Speed projects.
- To be a rail infrastructure Project Management Company committed to sustainable development and environment friendly construction of high speed rail related projects in the country and abroad.
- To ensure efficient and timely execution of projects as per International norms.

- To mobilize financial resources for project implementation.
- To encourage public private participation in rail related projects.

Financial Performance

The company has not recorded any operating turnover during the year, as the Company is yet to start its commercial activities. The Company, however, earned an interest on deposits amounting to ₹13,33,004/-

Strengths

- The organization is developing expertise in undertaking all stages of project development - from concept to commissioning – including feasibility/bankability studies, DPR (Detailed Project Report), financing/structuring of project specific SPVs, tendering for EPC contractors, project supervision, commissioning etc.
- HSRC is working with multiple study teams consisting of international experts involved in conducting Feasibility studies of various High Speed Rail corridors of Diamond Quadrilateral.
- HSRC can develop Private Public Partnership (PPP) models for implementation and financing of High Speed Rail infrastructure projects
- HSRC is working and learning with international teams having the requisite skills and experience to implement projects following ADB procedures and ensuring Resettlement and Rehabilitation of Project Affected Persons displaced by land acquisition and implementing socio-economic safeguards.
- It has a sound and robust financial management system, which allows for effective monitoring and control of expenditure.

Weaknesses

- HSRC has a very small team and has to depend on the parent organization for manpower.
- HSR is a new subject for officers and staff of even Indian Railways. Trained People are not available in the market. Officers/staff deployed need to be trained on the job which is a time consuming process.
- HSRC has not been empowered to take decisions on all issues relevant to implementation of the High Speed rail projects.
- HSR projects are highly capital intensive and have long gestation period and are not favoured by private equity. Thus, such projects will be few in number and predominantly funded by public money.

Opportunities

- High speed rail project is a niche area and position of HSRC is unique.
- HSR projects are priority projects for the Government of India.
- Feasibility study of Mumbai-Ahmedabad corridor is nearing completion and project can be taken up for execution at a short notice.
- Feasibility studies for six more corridors of Diamond Quadrilateral have been taken up and expected to be completed by December 2016.
- HSRC has recently been entrusted with the work of conducting feasibility studies for six corridors of Diamond Quadrilateral of High Speed Rail network.
- HSRC has been working as Project Integrator for up-gradation of identified existing rail sections to 160 kmph.
- Implementation of projects for Kolkata Metro. This will give HSRC an opportunity to develop expertise for implementation of metro projects in new cities across the country.

Threats

- Projects are yet to be sanctioned by the Ministry of Railways.
- The shortage of technical manpower with required experience will be a major constraint in the delivery of projects.
- Availability of funds is a critical requirement for implementation of projects.
- This over-dependence for sourcing of funds for implementation of projects may create a financial crisis at any time which may prove detrimental in the long term for the company.
- Land acquisition issues require to be resolved expeditiously so that the progress of projects is not hampered.
- Delays in clearances for project execution, such as forest clearance, tree cutting permission, approvals of various departments for diversion of utilities etc.
- Delays in project delivery may have an adverse impact on the image of HSRC.

Risks and Concerns

High Speed Rail projects are highly capital intensive. The implementation of these projects will depend on specific policy directives of the Government of India.

Internal Control Systems

The internal control system of the Company will be established with the taking up of operational activities.

Human Resources

The Company has no personnel on its rolls. At present, all activities of the Company are being managed by personnel of RVNL as additional responsibilities/duties and based on utilization their part salary is paid by the Company.



REPORT ON CORPORATE GOVERNANCE

1. Company’s Philosophy on Corporate Governance

Initiatives are being taken to implement Corporate Governance principles and measures as contained in the Guidelines on Corporate Governance for Central Public Sector Enterprises May 2010 issued by the Department of Public Enterprises.

2. Incorporation

The Company was incorporated on 25th July, 2012 as a Wholly owned Subsidiary of RVNL Ltd. with an Authorized Share Capital of ₹5 crore and paid up share capital of ₹10,74,110. The Holding Company, RVNL, holds the entire paid-up share capital of the Company.

3. Board of Directors

The Board of the Company comprises of four directors namely Mr. S. C. Agnihotri, Chairman and Managing Director, RVNL, Mr. Mukul Jain, Director (Operations), RVNL, Mr. Ashok K. Ganju, Director (Finance), RVNL and Mr. Vijay Anand, Director (Projects), RVNL.

The names and categories of Directors on the Board, number of Directorships and Committee Chairmanship/ Membership held by them in other companies are as under:

S. No.	Name and Designation	Category of Directors Whole Time / Part Time	No. of Directorships/ Chairmanships held in public limited companies excluding HSRC*	No. of Committee Membership**	
				As Chairman	As Member
1.	S. C .Agnihotri	Part Time Chairman	1	-	-
2.	Mukul Jain	Part Time Director	1	-	1
3.	Ashok K. Ganju	Part Time Director	1	-	-
4.	Vijay Anand	Part Time Director	1	-	-

* Does not include Directorship in Private Companies, Section 8 Companies and Foreign Companies.

** Does not include Chairmanship / Membership in the Board of Committees other than the Audit Committee and Shareholders’/Grievance Committees.

3.1 Board Meetings with date and attendance at the Board meetings and Annual General Meeting.

The Board of Directors met 5 times during the year to discuss the operational activities of the Company.

S. No.	Name and Designation	Board Meetings During the Year		Attendance at AGM
		Held During tenure	Attended	
		8th Board meeting - 30.05.2014 9th Board Meeting - 07.07.2014 10th Board Meeting - 15.07.2014 11th Board Meeting - 21.10.2014 12th Board Meeting - 13.01.2015		
1.	Mr. S. C .Agnihotri	5	5	Yes
2.	Mr. Mukul Jain	5	5	Yes
3.	Mr. Ashok K. Ganju	5	5	Yes
4.	Mr. Vijay Anand	5	5	Yes

4. Remuneration of Directors

No sitting fee is paid to the part – time Directors.

5. Code of Conduct

All Directors of the company are whole-time Directors of the holding company, RVNL. They have been following the Code of Conduct laid down by RVNL.

6. Committees of the Board of Directors

Audit committee, Remuneration committee etc will be constituted as and when the need arises.

7. Annual General Meeting

The Company will hold its third Annual General meeting in accordance with the provisions of section 96 of the Companies Act, 2013.

8. Means of Communication

All important information pertaining to the Company has been mentioned in the Annual Report of the Company containing inter-alia Audited Financial Statement, Directors' Report, Report on Corporate Governance which is being circulated to the members and others entitled thereto.



FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2015
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U45204DL2012GOI239289
ii	Registration Date	24.01.2003
iii	Name of the Company	HIGH SPEED RAIL CORPORATION OF INDIA LIMITED
iv	Category/Sub-category of the Company	GOVERNMENT COMPANY
v	Address of the Registered office & contact details	Room No.260,1st Floor, August Kranti Bhawan, Bhikaji Cama Place, R.K. Puram, New Delhi-110066.
vi	Whether listed company	Unlisted
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	To enter into & carry on all Business related to High speed Rail systems & other rail based traffic as approved by Government of India	501	100%

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

S. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	RAIL VIKAS NIGAM LIMITED	U74999DL2003GOI118633	HOLDING COMPANY	100%	2(46)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(i) Category-wise shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian		0	0	0	0	0	0	0		
a) Individual/HUF										
b) Central Govt. or State Govt.										
c) Bodies Corporates		50,000		100		107,411		100	114	
d) Bank/FI										
e) Any other										
SUB TOTAL: (A) (1)										
(2) Foreign										
a) NRI- Individuals		0	0	0	0	0	0	0		
b) Other Individuals		0	0	0	0	0	0	0		
c) Bodies Corp.		0	0	0	0	0	0	0		
d) Banks/FI		0	0	0	0	0	0	0		
e) Any other...		0	0	0	0	0	0	0		
SUB TOTAL (A) (2)		0	0	0	0	0	0	0		
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)		50,000.00	-	100.00	-	107,411.00	-	100.00		
B. Public Shareholding										
(1) Institutions		0	0	0	0	0	0	0		
a) Mutual Funds		0	0	0	0	0	0	0		
b) Banks/FI		0	0	0	0	0	0	0		
c) Central govt		0	0	0	0	0	0	0		
d) State Govt.		0	0	0	0	0	0	0		
e) Venture Capital Fund		0	0	0	0	0	0	0		
f) Insurance Companies		0	0	0	0	0	0	0		
g) FIIS		0	0	0	0	0	0	0		
h) Foreign Venture Capital Funds		0	0	0	0	0	0	0		
i) Others (specify)		0	0	0	0	0	0	0		
SUB TOTAL (B)(1):		0	0	0	0	0	0	0		
(2) Non Institutions										
a) Bodies corporates		0	0	0	0	0	0	0		
i) Indian		0								
ii) Overseas		0								
b) Individuals		0								
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs		0								
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs		0								
c) Others (specify)		0								
SUB TOTAL (B)(2):		0	0	0	0	0	0	0		
Total Public Shareholding (B) = (B)(1) + (B)(2)		0	0	0	0	0	0	0		
C. Shares held by Custodian for GDRs & ADRs		0	0	0	0	0	0	0		
Grand Total (A + B + C)		50,000.00	-	100.00	-	107,411.00	-	100.00	114	



(ii) SHARE HOLDING OF PROMOTERS

S. No.	Shareholders Name	Shareholding at the beginning of the year (As on 01.04.2014)			Shareholding at the end of the year (As on 31.03.2015)			% change in share holding 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	RAIL VIKAS NIGAM LIMITED	50000	100	0	107411	100	0	114
	Total	50000	100	0	107411	100	0	114

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

S. No.		Share holding at the beginning of the Year (As on 01.04.2014)		Cumulative Share holding during the year (2014-15)	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year (As on 01.04.2014)	50000	100	107411	100
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase due to allotment	57411	100	0	0
	At the end of the year (As on 31.03.2015)	107411	0	107411	100

(IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRS & ADRS)

S. No.	For Each of the Top 10 Shareholders	Shareholding at the end of the year (As on 01.04.2014)		Cumulative Share holding during the year (2014-15)	
		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 (As on 01.04.2014)	0	0	0	0
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc)	0	0	0	0
3	At the end of the year (As on 31.03.2015)	0	0	0	0

(V) SHAREHOLDING OF DIRECTORS & KMP

S. No.	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Share holding 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 (As on 01.04.2014)	0	0	0	0
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
3	At the end of the year (As on 31.03.2015)	0	0	0	0

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year (As on 01.04.2014)				
i) Principal Amount	0	-	-	-
ii) Interest due but not paid	0	-	-	-
iii) Interest accrued but not due	0	-	-	-
	0			
Total (i + ii + iii)	0	-	-	-
	0			
Change in Indebtedness during the financial year				
Additions	0	-	-	-
Reduction	0	-	-	-
Net Change	0	-	-	-
Indebtedness at the end of the financial year (As on 31.03.2015)				
i) Principal Amount	0	-	-	-
ii) Interest due but not paid	0	-	-	-
iii) Interest accrued but not due	0	-	-	-
Total (i + ii + iii)	0	-	-	-



VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

S. No	Particulars of Remuneration	Name of the MD/WTD/Manager
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-
2	Stock option	-
3	Sweat Equity	-
4	Commission as % of profit others (specify)	-
5	Others, please specify	-
	Total (A)	-

B. Remuneration to other directors:

S.No	Particulars of Remuneration	Name of the Directors	
1	Independent Directors		
	(a) Fee for attending board committee meetings	0	0
	(b) Commission	0	0
	(c) Others, please specify	0	0
	Total (1)	0	0
2	Other Non Executive Directors		
	(a) Fee for attending board committee meetings"	0	0
	(b) Commission	0	0
	(c) Others, please specify.	0	0
	Total (2)	0	0
	Total (B)=(1 + 2)	0	0
	Total Managerial Remuneration	0	0

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0	0	0	0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	0	0	0

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL



HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

BALANCE SHEET AS AT 31.03.2015

Amount in ₹

Particulars	Note	Figures as at	
		31.03.2015	31.03.2014
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	1,074,110	500,000
(b) Reserves and surplus	4	(2,920,305)	(3,595,247)
2 Non Current liabilities			
(a) Other Long Term liabilities	5	-	574,110
3 Current liabilities			
(a) Other current liabilities	6	61,870,778	36,296,835
Total		60,024,583	33,775,698
II. ASSETS			
1 Non Current Assets			
(a) Fixed assets	7		
(i) Intangible assets		931,972	1,222,985
2 Current assets			
(a) Cash and Bank Balances	8	32,813,516	32,369,266
(b) Short-Term Loans and Advances	9	39,047	-
(c) Project work in Progress	10	26,240,048	183,447
Total		60,024,583	33,775,698

III. Notes Forming Part of Financial Statements

1 to 16

This is the Balance Sheet referred to in our report of even date.

For ASAP & Associates
Chartered Accountants
FRN: 005713N

FOR AND ON BEHALF OF THE BOARD

Sd/-
Anil Kumar Jain
Partner
M.No. 084559

Sd/-
Ashok K Ganju
Director
DIN:01970462

Sd/-
Mukul Jain
Director
DIN : 03121180

Place: New Delhi

Date: 10.08.2015

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

Statement of Profit & Loss for the year ended March 31st March 2015

Amount in ₹

Particulars	Note	Amount in ₹	
		For The year Ended March 2015	For The year Ended March 2014
I. Other income	11	1,333,004	8,877
Total Revenue		1,333,004	8,877
II Expenses:			
(a) Depreciation and amortization	7	291,012	232,077
(b) Other Expenses	12	262,795	2,626,829
Total expenses		553,808	2,858,906
III. Profit before exceptional and extraordinary items and tax (I-II)		779,196	(2,850,029)
IV. Exceptional items		-	-
V Profit before extraordinary items and tax (III - IV)		779,196	(2,850,029)
VI Extraordinary Items		-	-
VII. Profit before tax (V- VI)		779,196	(2,850,029)
VIII Tax expense:			
(1) Current tax		104,254	-
(2) Deferred tax		-	-
IX Profit (Loss) for the period from continuing operations (VII-VIII)		674,942	(2,850,029)
X Profit/(loss) from discontinuing operations		-	-
XI Tax expense of discontinuing operations		-	-
XII Profit/(loss) from Discontinuing operations (after tax) (X-XI)		-	-
XIII Profit (Loss) for the period (XI + XIV)		674,942	(2,850,029)
XIV Earnings per equity share:			
(1) Basic		8.94	(57.00)
(2) Diluted		6.28	(26.53)

XV. Notes Forming Part of Financial Statements

1 to 16

This is the Balance Sheet referred to in our report of even date.

For ASAP & Associates
Chartered Accountants
FRN: 005713N

FOR AND ON BEHALF OF THE BOARD

Sd/-
Anil Kumar Jain
Partner
M.No. 084559

Sd/-
Ashok K Ganju
Director
DIN:01970462

Sd/-
Mukul Jain
Director
DIN : 03121180

Place: New Delhi
Date: 10.08.2015



HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

Cash Flow Statement for the year ending March 31st ,2015

Amount in ₹

Particulars	Note	As at 31 March 2015	As at 31 March 2014
		Rupees (₹)	Rupees (₹)
A Cash Flow From Operating Activities			
Net profit/(Loss) before Tax &		779,196	(2,850,029)
Interest Income		(1,333,004)	(8,877)
Add: Depreciation		291,012	232,077
Operating Profit before Working		<u>(262,795)</u>	<u>(2,626,829)</u>
Capital Changes			
Adjustments for :			
Add: Increase(Decrease) in Current Liabilities		25,573,943	35,443,432
Less: Decrease in Non Current Liabilities		(574,110)	-
Less: Increase in Non Current Assets		-	674,160
Less: Increase in Project Work in Progress		(26,056,601)	(183,447)
Less: Increase in Other Current Assets		(10,000)	-
Less: Income Tax Paid (Net of Refunds)		(133,301)	-
NET CASH FLOW FROM OPERATING ACTIVITIES		<u>(1,462,864)</u>	<u>33,307,316</u>
B Cash Flow From Investing Activities			
Purchase of Fixed Assets/Investments		-	(1,455,062)
Interest Received		1,333,004	8,877
NET CASH FLOW FROM INVESTING ACTIVITIES		<u>1,333,004</u>	<u>(1,446,185)</u>
C Cash Flow From Financing Activities			
Proceeds from Issue of Equity Share Capital		574,110	-
NET CASH FLOW FROM FINANCING ACTIVITIES		<u>574,110</u>	<u>-</u>
Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)		444,250	31,861,131
Cash & Cash Equivalents at the beginning of the year	8	<u>32,369,266</u>	<u>508,135</u>
Cash and Cash Equivalents at the end of the Period		<u>32,813,516</u>	<u>32,369,266</u>
Cash and Cash Equivalents comprises			
Cheques in Hand			
Current Accounts	2,13,516		
Flexi Deposits	3,26,00,000		
		<u>32,813,516</u>	<u>32,369,266</u>

- The above Cash flow statement has been prepared under the indirect method set out in AS-3 issued by The Institute of Chartered Accountants of India.
- This is the Cash Flow Statement referred to in our report of even date.

For ASAP & Associates

Chartered Accountants

FRN: 005713N

Sd/-
Anil Kumar Jain
Partner

M.No. 084559

Place: New Delhi

Date: 10.08.2015

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ashok K Ganju
Director

DIN:01970462

Sd/-
Mukul Jain
Director

DIN : 03121180

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

Notes to the financial statements

1 General Information

High Speed Rail Corporation of India Limited is a 100% Wholly Owned Subsidiary of Rail Vikas Nigam Limited. The Company was incorporated under the Provisions of the Company Act, 1956 on July 25, 2012 with the Object of carrying out Business related to Planning, designing, development, construction, manufacturing, assembling, fabricating, processing, installing, maintenance, operation, and financing of Railway Infrastructure and related logistic support systems, including rolling stock, of all types in India and abroad of High Speed Rail Projects and other rail based traffic, as may be approved by Government of India or Rail Vikas Nigam limited or any other such Competent Authority.

2 Summary of significant accounting policies

2.1 Basis of preparation

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its

operating cycle as 5 years for purpose of current – non-current classification of assets and liabilities related to project work. Company has selected cycle of 12 months for classification of other items.

2.2 Use of Estimate

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses for the years presented. Actual results could differ from those estimates.

2.3 Fixed Assets & Depreciation

A) Tangible Fixed assets

Tangible Fixed Assets are stated at acquisition cost, inclusive of inward freight, duties, taxes and incidental expenses related to acquisition. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value or net realizable value and are shown separately in the financial statements. Any expected loss is recognized immediately in the Statement of Profit and Loss. Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

B) Intangible Assets

Intangible assets are recognized as per the criteria specified in Accounting Standard (AS) 26 "Intangible



assets" issued by the Institute of Chartered Accountant of India

C) Depreciation

Depreciation is provided on prorata basis on the SLM method over the estimated useful lives of the assets at the rates prescribed under Schedule II of the Companies Act, 2013

D) Amortization of intangible Assets.

Intangible Assets are amortised as follow:

- (a) Company Logo : Over a period of Five Years on prorata basis
- (b) Website Cost : Over a period of Five Years on prorata basis

2.4 Impairment

In accordance with Accounting Standard-28 Impairment of Assets (AS-28), the carrying amounts of Company's assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated as the higher of the net selling price and the value in use. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. On the basis of review, the management is of the opinion that the economic performance of Fixed Assets of the Company is not worse than expected and therefore there is no impairment of any assets as on the Balance Sheet date.

2.5 Revenue Recognition

- i. Interest: Interest income on Fixed Deposits with bank's is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

- ii. Other items of income are accounted for as and when the right to receive is established.

2.6 Provisions and contingencies

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of a contingent liability is made where there is a possible obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

2.7 Cash Flow Statement

The Cash Flow Statement is prepared by the Indirect Method set out in "Accounting Standard 3" on "Cash Flow Statements" and presents the Cash Flows from Operating, Investing and Financing activities of the Company.

2.8 Earning Per Share

Basic earning per share is computed by dividing the profit/loss after tax by the number of weighted average shares outstanding during the year. Diluted earning per share is calculated by dividing the net profit for the year attributable to equity shareholder by the weighted average number of equity shares outstanding during the period adjusted for all potential equity shares.

2.9 Preliminary / Share issue expenses

Preliminary expenses and Share issue Expenses are fully written off in the year in which they are incurred.

2.10 Project Work in Progress

Expenditure which can be directly identified with the Project undertaken by the company is debited to "Project Work in Progress" Under Note 10 'Incidental expenditure'. Receipt from sale of tender is credited to cost of projects.

NOTE 3 Share Capital

Particulars	As at 31 March 2015 (Amount in ₹)	As at 31 March 2014 (Amount in ₹)
Authorized		
50,00,000 Equity Shares of ₹10 each	50,000,000	50,000,000
Issued		
107411 Equity Shares of ₹10 each (Previous Year 50000 Equity Shares of ₹10 each)	1,074,110	500,000
Subscribed & Paid up		
Equity Shares fully paid 107411 at ₹10 per equity share (Previous Year 50000 Equity Shares of ₹10 each)	1,074,110	500,000
Total	1,074,110	500,000

NOTE 3.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Equity Shares	
	Number	(Amount in ₹)
Shares outstanding at the beginning of the year	50,000	500,000
Shares Issued during the year	57,411	574,110
Shares bought back during the year		-
Shares outstanding at the end of the year	107,411	1,074,110

NOTE 3.2

The Company is a 100% Wholly Owned Subsidiary of Rail Vikas Nigam Limited (along with 6 Nominees of Holding Company). Rail Vikas Nigam Limited holds 107405 shares & its Nominee holds 6 shares, Face value of share is ₹10 each.

NOTE 3.3

The Company has only one class of equity shares referred to as equity shares having at par value of ₹10/-. Each holder of one equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares shall be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts.

NOTE 3.4 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31 March 2015	
	No. of Shares held	% of Holding
Rail Vikas Nigam Limited (along with 6 Nominees) -Holding Company (107411 shares fully paid up @ ₹10/- per share)	107,411	100%
Total	107,411	100%



NOTE 3.5 Aggregate number of shares issued for consideration other than cash

Particulars	As at 31 March 2015	As at 31 March 2014
	Numbers	Numbers
Equity shares allotted as fully paid-up for consideration other than cash	57,411	-
Total	57,411	-

NOTE 4 Reserves & Surplus

Particulars	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Profit & Loss		
Opening balance	-3,595,247	-745,218
Add : Profit/ (Loss) For the Period	674,942	-2,850,029
Closing Balance	-2,920,305	-3,595,247

NOTE 5 Other Long Term Liabilities

Particulars	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Others	-	574,110
Total	-	574,110

5.1 Above Liabilities of Rs. 5,74,110 appearing in previous represent Preliminary Expenses incurred by Rail Vikas Nigam Limited (Holding Company). The same has been converted into share capital instrument during the year.

NOTE 6 Other Current Liabilities

Particulars	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Statutory Liabilities	48,073	12,000
Advance from Ministry of Railways for Project feasibility study	30,000,000	30,000,000
Other Payables	28,306,536	4,284,835
Earnest Money Deposit & Security Deposits	3,516,169	2,000,000
Total	61,870,778	36,296,835

HIGH SPEED RAIL CORPORATION OF INDIA LIMITED

NOTE 7 Fixed Assets

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April 2014 Rupees (₹)	Additions Rupees (₹)	(Disposals) Rupees (₹)	As at 31st March 2015 Rupees (₹)	As at 1st April 2014 Rupees (₹)	Depreciation charge during the Year Rupees (₹)	On Disposals Rupees (₹)	As at 31st March, 2015 Rupees (₹)	As at 31st March 2015 Rupees (₹)	As at 31st March 2014 Rupees (₹)
Intangible Assets										
Logo	1,348,320	-	-	1,348,320	226,813	269,664	-	496,477	851,843	1,121,507
Website	106,742	-	-	106,742	5,264	21,348		26,612	80,130	101,478
Total (A)	1,455,062	-	-	1,455,062	232,077	291,012	-	523,089	931,972	1,222,985
Previous Year	-	1,455,062	-	1,455,062	-	232,077	-	232,077	1,222,985	-



NOTE 8 Cash and Bank Balances

Particulars	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Cash and cash equivalents		
Balances with banks:		
Current Account	213,516	219,266
Flexi Deposits	32,600,000	2,150,000
Cheques In Hands	-	30,000,000
Total	32,813,516	32,369,266

Note 9 : Short-term loans and advances

Particulars	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Other loans and advances Unsecured, considered good		
Advance Tax & TDS (Net)	29,047	-
Other Advances	10,000	-
Total	39,047	-

NOTE 10

Particulars	As at 1st April 2015	Additions	As at 1st April 2014
	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)
Project work In progress			
PPE(Incidental Expenses)	303,447	583,428	886,875
Preliminary Project Expenditure	-	813,183	813,183
Incidental Expenditure		24,819,990	24,819,990
Less: Sale of Tender	-120,000	-160,000	-280,000
Total	183,447	26,056,601	26,240,048

NOTE 11 Other Income

Particulars	For The year Ended March 2015	For The year Ended March 2014
	(Amount in ₹)	(Amount in ₹)
Interest on Flexi Account	1,333,004	8,877
Total	1,333,004	8,877

NOTE 12 Other expenses

Particulars	For The year Ended March 2015	For The year Ended March 2014
	(Amount in ₹)	(Amount in ₹)
Legal & Professional Fees	90,188	109,016
Business Promotion	-	2,391,543
Office Expenses	93,871	42,833
Payment to Auditors:	-	-
As Auditors - Statutory Audit	78,652	67,416
Repair & Maintenance Expenses	-	14,960
Miscellaneous Expenses	-	1,061
Bank charges	84	-
Total	262,795	2,626,829

NOTE 12.1: As on balance sheet date High Speed Rail Corporation of India Limited does not have any staff, premises or other administrative resources for day to day operations of company. All day to day operations of company are being carried by RVNL accordingly RVNL has charged proportionate cost towards administrative expenses to HSRC

NOTE 13: There are no reported Micro, Small and Medium enterprises as defined in the "The Micro, Small & Medium Enterprises Development Act 2006" to whom the company owes dues.

NOTE 14: Other Disclosures

Expenditure in Foreign Currency ₹78,78,548/- (Previous Year Nil)

NOTE 15 Related Party Disclosures

15.1 Related Parties & Nature of Relationship

Name of Related Party	Nature of Relationship
Rail Vikas Nigam Limited (RVNL)	Holding Company
Satish Chandra Agnihotri	Director
Vijay Anand	Director
Ashok Krishna Ganju	Director
Mukul Jain	Director

Note 9 : Short-term loans and advances

Name of the related Party	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Rail Vikas Nigam Limited (RVNL)		
Conversion of outstanding liabilities into share capital	574,110	-
Expenditure Incurred by RVNL on behalf of HSRC	28,091,772	3,483,919

15.3 Outstanding balances of related parties

Name of the related Party	As at 31 March 2015	As at 31 March 2014
	(Amount in ₹)	(Amount in ₹)
Rail Vikas Nigam Limited (RVNL)	28,034,512	4,719,978



16. Previous year's figures have been regrouped and rearranged, wherever necessary to make comparable with those of the current year.

These are the notes referred to in Balance Sheet, Statement of Profit & Loss and our report of even date.

For ASAP & Associates
Chartered Accountants
FRN: 005713N

Sd/-
Anil Kumar Jain
Partner
M.No. 084559

Place: New Delhi
Date: 10.08.2015

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ashok K Ganju
Director
DIN:01970462

Sd/-
Mukul Jain
Director
DIN : 03121180



ASAP & ASSOCIATES
Chartered Accountants

1. Temple Complex, Shiv Mandir,
Tilak Bridge, New Delhi - 110001
OFFICE PHONE : 011-2337 1637, 2337 1937
Email : info@asap.net.in
Website : www.asap.net.in

INDEPENDENT AUDITORS' REPORT

To
The Members of
High Speed Rail Corporation of India Limited
Report on the Financial Statements

We have audited the accompanying financial statements of High Speed Rail Corporation of India Limited ("the Company"), which comprise the Balance Sheet as at 31 March, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2015, 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, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 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, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For ASAP & Associates
Chartered Accountants
(Firm's Registration No. 005713N)

Anil Jain
Partner
(M No.84559)

Place:- New Delhi,
Date:- 10.08.2015

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has an efficient program of verification of fixed assets to cover all the items, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.
- ii. The Company does not have any inventory. Accordingly, the provisions of Clause 3 (ii) of the Order are not applicable to the Company.
- 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.
- iv. In our opinion and according to the information and explanations given to us there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets. The Company's operations did not give rise to purchase of inventory and sale of goods during the current year. During the course of our audit, we have not observed any major weakness in such internal control system.
- v. According to the information and explanations given to us, the Company has not accepted any deposit during the year. The Company does not have any unclaimed deposits and accordingly, the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 is not applicable to the Company.
- vi. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 for the Company.
- vii. According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Income-tax, Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Service Tax, Cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.

We are informed that the operations of the Company during the year did not give rise to any liability for Employees State Insurance, Sales Tax, Wealth Tax, Custom Duty, Excise Duty and Value Added Tax.
 - (c) We are informed that there are no dues in respect of Income Tax, Service Tax and Cess which have not been deposited on account of any dispute
 - (d) There are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder.
- viii. The Company does not have accumulated losses at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.



- ix. According to the information and explanations given to us and the records examined by us, the Company has not taken any loans from financial institutions and banks nor has it issued any debentures. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company.
- x. According to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks and financial institutions.
- xi. Based on the examination of the books of account and related records and according to the information and explanations provided to us, no term loans were obtained by the Company.
- xii. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For ASAP & Associates
Chartered Accountants
(Firm's Registration No. 005713N)

Place:- New Delhi,
Date:- 10.08.2015

Anil Jain
Partner
(M No.84559)

Confidential



भारतीय लेखा परीक्षा एवम् लेखा विभाग
प्रधान निदेशक लेखा परीक्षक, रेलवे-वाणिज्यिक का कार्यालय
काफमो, भारतीय रेल, तिलक ब्रिज, नई दिल्ली-110 002

INDIAN AUDIT AND ACCOUNTS DEPARTMENT
OFFICE OF THE PRINCIPAL DIRECTOR OF AUDIT,
RLY-COMMERCIAL, COFMOW, INDIAN RAILWAYS,
TILAK BRIDGE, NEW DELHI- 110002

No. PDA/RC/PSU/32-21/HSRC/2015-16/390

Dated: 11.09.2015

To

The Chief Financial Officer,
High Speed Rail Corporation of India Limited,
Room No. 260, 1st Floor, August Kranti Bhavan,
Bikaji Cama Place, R.K.Puram, New Delhi — 110 066

Subject: Comments of the Comptroller & Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the Financial Statements of High Speed Rail Corporation of India Limited, New Delhi for the year ended 31st March 2015.

Sir,

The Nil Comments Certificate under Section 143(6)(b) of the Companies Act, 2013 on the Financial Statements of High Speed Rail Corporation of India Limited, New Delhi for the year 2014-15 is enclosed. The Nil Comments Certificate on the Financial Statements may be placed before the Annual General Meeting along with Financial Statements of the Company in compliance with the provisions of the Companies Act, 2013. Six copies of the printed Annual Report of the Company may please be sent to this office the earliest.

Receipt of the letter may please be acknowledged.

Yours faithfully,

Encl: As above

sd/-
(Dinesh Bhargav)
Principal Director of Audit
(Railway Commercial)



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF HIGH SPEED RAIL CORPORATION OF INDIA LIMITED FOR THE YEAR ENDED 31 MARCH, 2015

The preparation of financial statements of **HIGH SPEED RAIL CORPORATION OF INDIA LIMITED**, New Delhi for the year ended 31 March 2015 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139(5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 10-08-2015.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6)(a) of the Act of the financial statements of **HIGH SPEED RAIL CORPORATION OF INDIA LIMITED** for the year ended 31 March 2015. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors is limited primarily to inquires of the statutory auditors and company personnel and a selective examination of some of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report.

For and on the behalf of the
Comptroller & Auditor General of India

Place: New Delhi
Date: 11.09.2015

Sd/-
(Dinesh Bhargav)
Principal Director of Audit
(Railway Commercial)



रेल विकास निगम लिमिटेड
Rail Vikas Nigam Limited

(A Government of India Enterprise)

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