

CAPACIT'E
INFRAPROJECTS LIMITED



ANNUAL REPORT 2016 -2017



CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Deepak Mitra	: Chairman (Independent Director)
Mr. Rahul Katyal	: Managing Director
Mr. Rohit Katyal	: Executive Director & Chief Financial Officer
Mr. Subir Malhotra	: Executive Director
Mr. K V Murthy	: Independent Director
Ms. Rupa Rajul Vora	: Independent Director
Mr. Sumeet Singh Nindrajog	: Nominee Director
Mr. Siddharth Parekh	: Nominee Director

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Sai Kedar Katkar

REGISTERED & CORPORATE OFFICE:

605-607, Shrikant Chambers,
Phase – I, 6th Floor, Adjacent to R K Studios,
Sion-Trombay Road,
Mumbai – 400071, Maharashtra, India
Tel: +91-22- 71733717, Fax: +91-22- 71733733
Website: www.capacite.in
Email: compliance@capacite.in
CIN : U45400MH2012PLC234318

STATUTORY AUDITORS

M/s. SRBC & CO. LLP, Chartered Accountants

LENDERS

Corporation Bank
State Bank of India
Union Bank of India
Dena Bank
Ratnakar Bank Limited
Punjab National Bank

REGISTRAR & TRANSFER AGENT

Karvy Computershare Pvt. Ltd.
Karvy Selenium Tower B, Plot 31-32,
Gachibowli Financial District, Nanakramguda,
Hyderabad 500 032
Telangana, India

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MESSAGE FROM THE MANAGING DIRECTOR



Rahul Katyal
Managing Director

Dear Shareholder,

India's construction industry is expected to log materially faster growth, fuelled by spends in road, irrigation, rail and urban infrastructure projects over 2016-17 to 2020-21. Total spending in the period is expected to be in the range of ₹ 23-24 trillion, translating into a CAGR of 10-12%, way faster than a 2-4% rate observed between 2012-13 and 2014-15, when an economic slowdown and attendant sluggish demand had stalled India's investment cycle. Over the next five years, infrastructure projects will provide the maximum construction opportunity at almost 92% of overall construction spend, owing to the central government's continued focus on roads, urban infrastructure and railways. Conversely, spend on industrial projects is expected to be lower as companies dealing in metals, petrochemicals, and cement slow expansion plans amid low utilisation levels and muted demand. (Source: CRISIL Research)

KEY DRIVERS OF CONSTRUCTION INDUSTRY:

Affordable Housing

While RBI defines the segment based on the overall ticket size and the size of the home loan, MHUPA defines the segment based on the area of apartments. As per the RBI, affordable housing is defined as houses of values up to ₹ 6.5 million located in the six major cities namely Mumbai, New Delhi, Chennai, Kolkata, Bengaluru and Hyderabad and houses of values upto ₹ 5 million located in cities other than the above six major cities. On the other hand, MHUPA defines affordable housing as houses having carpet area of 21-27 sq. m. for EWS or carpet area of 28-60 sq. m. for LIG and having a price range of a maximum of 5 times the annual income of the household.

PRADHAN MANTRI AWAS YOJANA- HOUSING FOR ALL BY 2022

Housing for All by 2022, also known as the Pradhan Mantri Awas Yojana ("PMAY"), was launched on 25th June, 2015 in New Delhi. It envisages the construction of about two crore houses in the country from 2015 to 2022, for the homeless and for people belonging to the economically weaker section ("EWS") and low-income group ("LIG") categories.

The scheme will be implemented in three phases:

Phase 1 – April 2015 to March 2017 to cover 100 cities selected from states/urban territories

Phase 2 – April 2017 to March 2019, to cover additional 200 cities

Phase 3 – April 2019 to March 2022, to cover all other remaining cities

SMART CITIES MISSION

In June 2015, MoUD laid down the operational guidelines for formulation, approval and execution of projects under the Smart Cities Mission. The mission aims at driving economic growth and improving the quality of life of people by enabling local area development and harnessing technology. The core infrastructure elements in a smart city would include adequate water supply, assured electricity, sanitation, efficient public transport, affordable housing, robust IT connectivity and digitisation, etc. The mission will cover 100 cities (distributed 55 among states and union territories) over five years (2015-16 to 2019-20). Central assistance for the mission will be used only for infrastructure projects that have larger public benefit.

As of December 2016, the government has announced 60 cities under the scheme for development of which 13 cities are to be developed on fast track basis. Implementation to start from fiscal 2017, investments worth ₹ 760 billion are lined up in the first 33 smart cities. Construction based activities to consume major share of funding. Projects like real estate development, roads, water supply and sanitation are the major parts of development in these cities.

SLUM REHABILITATION

The Slum Rehabilitation Act, 1995 was passed by the government of the Indian state Maharashtra to protect the rights of slum dwellers and promote the development of slum areas. Slum rehabilitation projects are classified into (i) in-situ slum redevelopment projects, (ii) in-situ slum upgradation projects and (iii) slum resettlement projects. Slum redevelopment and upgradation projects involve redevelopment or improvement of existing slum areas by providing proper access, dwelling units, open spaces and other basic services to the slum dwellers on land on which the slum exists. Resettlement projects, involve relocation and settlement of slum dwellers from the existing slums to alternative sites with provision of dwelling space, basic civic and infrastructural services.

IMPLEMENTATION OF REAL ESTATE (REGULATION & DEVELOPMENT) ACT, 2016 (“RERD ACT “)

Your Company believes that the implementation of the RERD Act will have far reaching consequences on the construction industry in India, including the Residential building segment. Some of the key impacts that we believe will arise from the implementation of the RERD Act include:

- reduction in risks arising due to delays in obtaining clearances during the construction phase as under the RERD Act, statutory clearances for a project are required to be in place prior to commencement of construction;
- increase in the speed and security of payments due to us on account of the mandatory deposit of 70% of the proceeds of a construction project in an escrow account
- emphasis on timely delivery of construction services;
- emphasis on demand for quality and durability of construction.

HIGHLIGHTS OF FY 2017

During the year, your Company focussed on consolidating business strengths and improving internal efficiencies, your Company delivered yet another year of consistent performance for the period under review. The Company’s Income from Operations for FY 2016-17 stood at ₹ 1157.04 crore against ₹ 851.43 crore recorded in the previous year, recording a growth of 35.90 % as compared to previous Financial Year. The Company’s EBITDA stood at ₹ 166.89 crore in FY 2016-17 compared to ₹ 115.55 crore recorded in FY 2015-16. This constitutes a growth of 44.43%. The increase in EBITDA was driven by optimising the utilisation of resources. The PAT for FY 2016-17 grew to ₹ 696 Million compared to ₹ 434 Million recorded in the previous year, this constitutes a growth of 60.36%.

FUND INFUSION :

A sum of ₹ 60 Crores has been invested in the Company as Private Investment during FY17, to meet the growth capital requirement. This fund infusion has further enabled in strengthening of your Company’s financial position and helped us to end the year with a debt: equity ratio of about 1: 0.51.

DIVIDEND:

The Company declared and paid interim dividend of ₹ 0.50 (5%) per Equity share of Face Value of ₹ 10 each and ₹ 3.50 (5%) per Preference share of Face Value of ₹ 20 each during the year under review

STRONG ORDER BOOK

Our Order book has grown from ₹ 2,896 crore as on March 31, 2016 to ₹ 4,336 crore as on March 31, 2017, with projects spread across major cities in India, including the MMR, NCR, Pune, Hyderabad, Bengaluru, Chennai and Kochi.

GOING PUBLIC:

It gives me pleasure to announce that your Company has filed its Draft Red Herring Prospectus with SEBI. Your Company plans to raise about ₹ 400 crore, through initial public offer of equity. The objects of the issue include utilisation of IPO proceeds for funding working capital to the extent of ₹ 250 crore, purchase of capital assets to the extent of about ₹ 50 crore , and balance for general corporate purposes and issue expenses.

WAY FORWARD:

Looking at the huge potential in Construction Industry, your Company intends to

- Expand in the mass housing segment
- Expand our presence in cities with high growth potential
- Undertake projects on a design – build basis
- Increase our focus on and execute greater number of projects on a lock-and-key basis
- Bid for, and undertake, projects in the public sector
- Capitalise on changes in the construction industry that will arise on account of the implementation of the RERD Act

I am confident that your Company would continue to grow further in the year ahead, with your support and cooperation. I express my gratitude towards customers and business associates for their relentless support. I also take this opportunity to place on record sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. I also place my sincere appreciation for the dedication, commitment and hard-work put in by our employees at all levels and look forward to receive their trust, support and encouragement as we head for another challenging & exciting year. We sincerely thank all our shareholders for their continued belief in us.

Rahul Katyal
Managing Director

NOTICE

NOTICE IS HEREBY GIVEN THAT the fifth Annual General Meeting of CAPACIT'E INFRAPROJECTS LIMITED will be held at registered office of the Company at 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R K Studios, Sion- Trombay Road, Mumbai – 400 071 on 30th day of June 2017 at 10:00 AM. to transact the following business:

ORDINARY BUSINESS:

1) **To receive, consider, approve and adopt:**

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.

2) To appoint a Director in place of Mr. Subir Malhotra (DIN: 05190208), who retires by rotation and being eligible offers himself for re-appointment;

3) To ratify the appointment of Statutory Auditor and Fix their remuneration and if thought to fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 139 and Section 142 other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the recommendation of Audit Committee of the Board of Directors and pursuant to resolution passed by members at Annual General Meeting held on September 30, 2016, the appointment of M/s. SRBC & CO. LLP, Chartered Accountants (Firm Regn. No: 324982E) as auditors of the Company, to hold office till the conclusion of the 9th (Ninth) Annual General Meeting to be held in calendar year 2021, be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the Financial Year ending March 31, 2018 as may be determined by the Audit Committee in consultation with the auditors, in connection with statutory audit and charges in respect of services rendered by them, if any, in any other capacity.”

SPECIAL BUSINESS:

4) **Re-appointment of Mr. Rahul Katyal (DIN 00253046), as Managing Director of the Company.**

Consider and if thought fit, to pass with or without modification, the following resolution as SPECIAL RESOLUTION:

“**RESOLVED THAT** pursuant to recommendation of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Article 89(3) of Articles of Association of the Company, approval of the

members of the Company be and is hereby accorded to the re-appointment of Mr. Rahul Katyal (DIN 00253046), as Managing Director of the Company with effect from September 4, 2017 to September 3, 2022, subject to the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as may be approved with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Rahul Katyal.

RESOLVED FURTHER THAT the remuneration payable to Mr. Rahul Katyal., shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.

5) **Revision in remuneration of Mr. Rahul Katyal, Managing Director of the Company**

To consider and if thought fit, to pass with or without modification, the following resolution as a Ordinary Resolution:

“**RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule - V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for increase in remuneration of Mr. Rahul Katyal, Managing Director of the Company, with effect from April 1, 2017 on the terms and conditions as detailed in the letter of appointment, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said increase in remuneration as may be decided by the Board.”

“**RESOLVED FURTHER THAT** the remuneration payable to Mr. Rahul Katyal, Managing Director shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.”

“**RESOLVED FURTHER THAT** no sitting fees will be paid to Mr. Rahul Katyal, Managing Director for attending meetings of the Board of Directors or any committee thereof.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the company(hereinafter referred to as the ‘Board’ which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board by this Resolution) be authorized to do all such

acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

6) **Revision in remuneration of Mr. Rohit Katyal (DIN: 00252944), as Executive Director of the Company.**

To consider and if thought fit, to pass with or without modification, the following resolution as a Ordinary Resolution:

“**RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule - V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for increase in remuneration of Mr. Rohit Katyal (DIN: 00252944), Executive Director and CFO of the Company, with effect from April 1, 2017 on the terms and conditions as detailed in the letter of appointment, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said increase in remuneration as may be decided by the Board.”

“**RESOLVED FURTHER THAT** the remuneration payable to Mr. Rohit Katyal, Executive Director and CFO of the Company shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.”

“**RESOLVED FURTHER THAT** no sitting fees will be paid to Mr. Rohit Katyal, Executive Director and CFO of the Company for attending meetings of the Board of Directors or any committee thereof.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the company(hereinafter referred to as the ‘Board’ which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board by this Resolution) be authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

7) **Revision in remuneration of Mr. Subir Malhotra (DIN: 05190208), as Executive Director of the Company.**

To consider and if thought fit, to pass with or without modification, the following resolution as a Ordinary Resolution:

“**RESOLVED THAT** pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule - V of the Companies Act, 2013, subject to shareholders approval, consent of the Board be and is hereby accorded for increase in remuneration of Mr. Subir Malhotra (DIN: 05190208), Executive Director of the Company, with effect from April 1, 2017 on the terms and conditions as detailed in the letter of appointment, which is hereby approved and sanctioned with authority to the Board of Directors to alter

and vary the terms and conditions of the said increase in remuneration as may be decided by the Board.”

“**RESOLVED FURTHER THAT** the remuneration payable to Mr. Subir Malhotra, Executive Director of the Company shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.”

“**RESOLVED FURTHER THAT** no sitting fees will be paid to Mr. Subir Malhotra, Executive Director of the Company for attending meetings of the Board of Directors or any committee thereof.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the company(hereinafter referred to as the ‘Board’ which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board by this Resolution) be authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

8) **Ratification of Appointment of Cost Auditor**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 148; read with Companies (Cost Audit Records) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or re-enactment of the Act and/ or the Rules for the time being in force) and subject to approval of the shareholders, M/s. Y. R. Doshi & Associates, Cost Accountants, be and are hereby appointed as Cost Auditor for the Financial year 2017-18 to carry out the audit of cost accounts of the Company on such remuneration as may be approved by the Board of Directors.

“**RESOLVED FURTHER THAT**, any of the Executive Directors and/or Company Secretary of the Company be and is hereby severally authorized to sign and submit an application in prescribed Form No. CRA-2 to the Central Government for appointment of M/s Y. R. Doshi & Associates, Cost Accountants, as Cost Auditors by the Company and to do all such acts and things as may be necessary in this regard.”

By order of Board of Directors

Sai Kedar Katkar
Company Secretary

June 13, 2017

Mumbai

Registered Office:

605-607, Shrikant Chambers,
Phase – I, 6th Floor, Adjacent to R K Studios,
Sion-Trombay Road, Mumbai – 400071,
Maharashtra, India

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL, TO VOTE ON HIS/HER BEHALF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM SHOULD BE DEPOSITED AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM. A PERSON SHALL NOT ACT AS A PROXY FOR MORE THAN 50 MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY. HOWEVER, A SINGLE PERSON MAY ACT AS A PROXY FOR A MEMBER HOLDING MORE THAN 10% OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY PROVIDED THAT SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON.**
3. For the convenience of the Members, attendance slip is enclosed elsewhere in the Annual Report. Members/Proxy Holders/Authorized Representatives are requested to fill in and affix their signatures at the space provided therein and surrender the same at the venue of the AGM. Proxy/ Authorized Representatives of a member should state on the attendance slip as 'Proxy or Authorized Representative' as the case may be.
4. Proxy-holders are requested to carry an Identity Proof at the time of attending the meeting.
5. Members are requested to bring their copy of the Annual Report to the AGM.
6. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
8. The Members desirous of appointing their nominees for the shares held by them may apply in the Nomination Form (Form SH.13).
9. In case of joint holders attending the Meeting, only such a joint holder who is higher in the order of names will be entitled to vote.
10. Members are requested to send in their queries at least a week in advance to the Chief Financial Officer &/ or Company Secretary at the Registered Office of the Company to facilitate clarifications during the meeting.
11. The route map for the venue of the meeting has been given in the attendance slip.
12. Members are requested to note that as per Section 124 of the Companies Act, 2013, dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund of the Government. Unclaimed Dividends, if any will be transferred to the 'Investor Education and Protection Fund' if not claimed within seven years.
13. Dividend Period: Please note that Section 124(6) of Companies Act, 2013 also provides that all shares in respect of the unclaimed dividend shall also be transferred to the IEPF. Hence, it is in the shareholders' interest to claim any uncashed dividends and for future, opt for Electronic Credit of dividend, so that dividends paid by the Company are credited to the investor's account on time.
14. Shareholders are requested to intimate immediately the change in address, if any, to the Company's Registrar and Share Transfer Agent (RTA) at Karvy Selenium Tower, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, 500 032 (e-mail:subrahmanyam.mrv@karvy.com) Those who are holding their Shares in dematerialized form may notify to their Depository participants, Change / correction in their address / Bank Account particulars etc.
15. All documents referred in the notice are open for inspection at the Registered Office of the company between 11.00 a.m. to 1.00 p.m. on any working day prior to the date of the Annual General Meeting.

Statement in respect of the Special Business pursuant to Section 102 of the Companies Act, 2013

Item No.4

Mr. Rahul Katyal had been appointed as Managing Director of the Company w.e.f September 4, 2012 for a period of 5 years. The term of office of Mr. Rahul Katyal as Managing Director of the Company is due to expire on September 3, 2017. The present proposal is to seek the Shareholders' approval for the re-appointment of Mr. Rahul Katyal as the Managing Director in terms of the applicable provisions of the Companies Act, 2013. The Board of Directors of the Company (the 'Board'), at its meeting held on June 13, 2017 has, subject to the approval of the Shareholders, reappointed Mr. Rahul Katyal for a further period of 5 years from September 4, 2017.

The payment of remuneration has already been recommended by the Nomination and Remuneration Committee and Board of Directors which forms part of Item No. 5 for the proposed remuneration of Mr. Rahul Katyal.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Shareholders.

Except Mr. Rahul Katyal and Mr. Rohit Katyal, who is brother of Mr. Rahul Katyal, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

Item No.5

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on June 13, 2017, subject to approval of the shareholders, effective April 1, 2017 recommend the remuneration payable to Mr. Rahul Katyal.

The proposed terms of remuneration payable to Mr. Rahul Katyal, Managing Director are set out below:

Sr. No.	Particulars	Linked to	% / Fixed	Amount	
				Per Month	Per Annum
1	Salary & Allowances				
1.1	Basic, HRA & Management Allowance	N.A.	Fixed	6,00,000	72,00,000
	Gross Salary ----- (A)			6,00,000	72,00,000
2	Reimbursements				
2.1	Attire Reimbursement	N.A.	Fixed	10,000	1,20,000
2.2	Children Education Allowance	N.A.	Fixed	1,00,000	12,00,000
2.3	Leave Travel Allowance	N.A.	Fixed	75,000	9,00,000
	Reimbursements Total ----- (B)			1,85,000	22,20,000
3	Cost To The Company (CTC) {A+B}			7,85,000	94,20,000

All other existing terms and conditions for appointment other than remuneration shall remain unchanged.

As the total remuneration of Mr. Rahul Katyal, Managing Director is within the permissible limits as per Companies Act 2013, as shown in the table, Central government approval is not required.

The Board of Directors recommends the resolution set forth in item no. 5 for the approval of shareholders of the Company.

Except Mr. Rahul Katyal and Mr. Rohit Katyal, who is brother of Mr. Rahul Katyal, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

Item No. 6

The Nomination & remuneration Committee and Board of Directors at its meeting held on June 13, 2017, have recommended revision in the remuneration of Mr. Rohit Katyal. In terms of Rule 7 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company, is not required to obtain approval of the Central Government, Ministry of Corporate Affairs, as the remuneration proposed to be paid to its Executive Director does not exceed the limits specified under Section 196, 197 read with Schedule V and applicable rules of the Companies Act, 2013.

The proposed terms of remuneration payable to Mr. Rohit Katyal Director are set out below:

Sr. No.	Particulars	Linked to	% / Fixed	Amount	
				Per Month	Per Annum
1	Salary & Allowances				
1.1	Basic, HRA & Management Allowance	N.A.	Fixed	6,00,000	72,00,000
	Gross Salary ----- (A)			6,00,000	72,00,000
2	Reimbursements				
2.1	Attire Reimbursement	N.A.	Fixed	10,000	1,20,000
2.2	Children Education Allowance	N.A.	Fixed	1,00,000	12,00,000
2.3	Leave Travel Allowance	N.A.	Fixed	1,00,000	12,00,000
	Reimbursements Total ----- (B)			2,10,000	25,20,000
3	Cost To The Company (CTC) {A+B}			8,10,000	97,20,000

All other existing terms and conditions for appointment, other than remuneration, shall remain unchanged.

As the total remuneration of Mr. Rohit Katyal, Executive Director are within the permissible limits as per the applicable provisions of the Companies Act 2013 and rules formed thereunder, as shown in the table, and thus prior approval of Central government is not required.

The Board of Directors recommends the resolution in relation to the re-appointment of Mr. Rohit Katyal, Executive Director along with remuneration, for the approval of shareholders of the Company.

Except Mr. Rohit Katyal himself and Mr. Rahul Katyal, who is brother of Mr. Rohit Katyal, none of the Director/s and Key Managerial Personnel/s of the Company are concerned or interested, financially or otherwise in the above resolution.

The Board recommends the resolution set forth in Item No. 6 for the approval of the Members.

Item No.7

The Nomination & remuneration Committee and Board of Directors at its meeting held on June 13, 2017, have recommended revision in the remuneration of Mr. Subir Malhotra. In terms of Rule 7 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company, is not required to obtain approval of the Central Government, Ministry of Corporate Affairs, as the remuneration proposed to be paid to its Executive Director exceeds the limits specified under Section 196, 197 read with Schedule V and applicable rules of the Companies Act, 2013.

The proposed terms of remuneration payable to Mr. Subir Malhotra Director are set out below:

Sr. No	Particulars	Linked to	% / Fixed	Amount	
				Per Month	Per Annum
1	Salary & Allowances				
1.1	Basic, HRA & Management Allowance	N.A.	Fixed	6,33,333	76,00,000
	Gross Salary ----- (A)			6,33,333	76,00,000
2	Reimbursements				
2.1	Attire Reimbursement	N.A.	Fixed	10,000	1,20,000
2.2	Leave Travel Allowance	N.A.	Fixed	75,000	9,00,000
	Reimbursements Total ----- (B)			85,000	10,20,000
3	Cost To The Company (CTC) {A+B}			7,18,333	86,20,000

All other existing terms and conditions for appointment other than remuneration shall remain unchanged.

As the total remuneration of Mr. Subir Malhotra, Executive Director are within the permissible limits as per Companies Act 2013, as shown in the table, Central government approval is not required.

Except Mr. Subir Malhotra, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

The Board recommends the resolution set forth in Item No. 7 for the approval of the Members.

Item 8

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors M/s. Y. R. Doshi & Associates, Cost Accountants to conduct the audit of the cost records of the Company for the financial year ending March 31, 2018 at an Annual Fee mutually agreed upon.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the appointment & remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 8 of the Notice for ratification of the appointment & remuneration payable to the Cost Auditors for the financial year 2017-18.

The proposed resolution does not relate to or affect the business interest of any other Company in which the Promoter, Director, Manager or Key Managerial Personnel have substantial interest.

By order of Board of Directors

Sai Kedar Katkar
Company Secretary

June 13, 2017
Mumbai

Registered Office:
605-607, Shrikant Chambers,
Phase – I, 6th Floor, Adjacent to R K Studios,
Sion-Trombay Road, Mumbai – 400071,
Maharashtra, India

Details of Director seeking Re-appointment at the Annual General Meeting

Name of Director	Rahul Katyal
Date of Birth	01.03.1975
Age (years)	42
Date of Appointment	09.08.2012
Qualification	Holds Higher Secondary Certificate from Maharashtra State Board of Secondary and Higher Secondary Education Divisional Board
Relation with other Director(Inter se)	Brother of Mr. Rohit Katyal, Executive Director & Chief Financial Officer
Expertise in specific functional areas	He is currently focused on business development and operations of our Company
Directorship held in other companies as on date	1. Capacit'e Ventures Private Limited – Director 2. CIPL-PPSL Yongnam Joint Venture Constructions Private Limited – Director 3. Katyal Merchandise Private Limited – Director
Chairman/ Member of the Committee of the Board of Directors of the Company	1
Committee positions* in other Public Companies	Nil
Number of shares held	61,24,930 Equity Shares as on 31.03.2017

* Committee positions of only Audit, Shareholders'/ Investors' Grievance and Nomination and Remuneration Committee included.

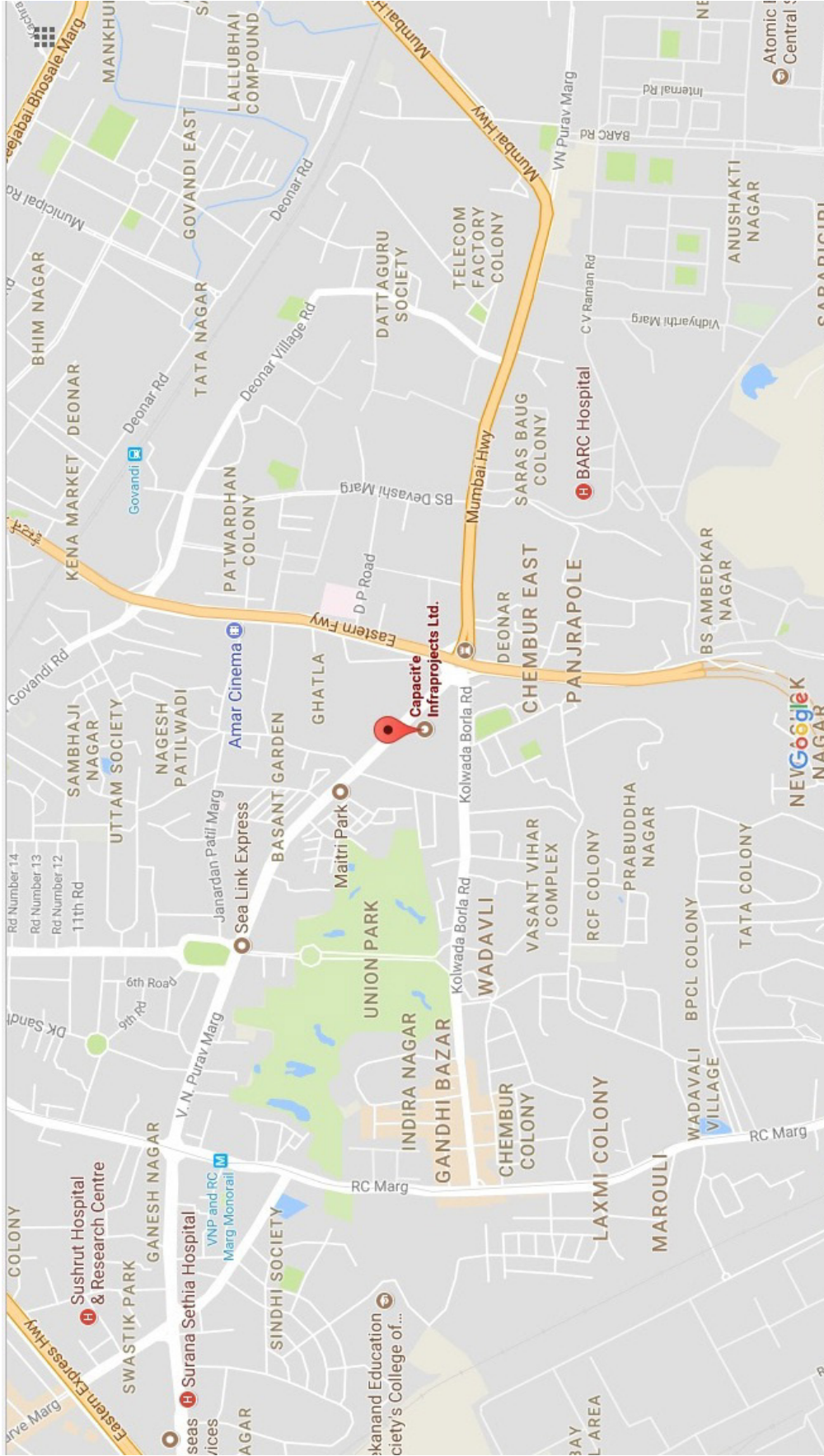
By order of Board of Directors

**Sai Kedar Katkar
Company Secretary**

June 13, 2017
Mumbai

Registered Office:
605-607, Shrikant Chambers,
Phase – I, 6th Floor, Adjacent to R K Studios,
Sion-Trombay Road, Mumbai – 400071,
Maharashtra, India

Location map for the Venue of the Annual General Meeting/ Registered office of the Company



DIRECTORS' REPORT

TO THE MEMBERS OF CAPACIT'E INFRAPROJECTS LIMITED

Your Directors have pleasure in presenting Fifth Annual Report of the Company alongwith the Audited Financial Statements for the financial year ended March 31, 2017.

FINANCIAL PERFORMANCE SUMMARY

Financial Summary and performance highlights of the Company, for the financial year ended March 31, 2017 are as follows:

Standalone Basis

(₹ in Crores)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Revenue from Operations	1125.08	802.10
Other Income	14.86	12.87
Total Revenue	1139.94	814.97
Profit Before Depreciation, Interest & Tax	165.06	112.59
Less: Depreciation	17.94	15.33
Less: Finance Cost / Interest	41.49	29.43
Profit before tax	105.63	67.83
Less: Provision for tax (including Deferred Tax)	36.31	24.26
Net Profit after Tax	69.32	43.57

Note: Previous year's figures have been regrouped/ rearranged wherever considered necessary.

Consolidated Basis

(₹ in Crores)

Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016
Revenue from Operations	1157.04	851.43
Other Income	8.93	6.96
Total Revenue	1165.97	858.39
Profit Before Depreciation, Interest & Tax	166.89	115.55
Less: Depreciation	18.15	15.68
Less: Finance Cost / Interest	42.14	31.60
Profit before tax	106.61	68.27
Less: Provision for tax (including Deferred Tax)	36.94	24.85
Net Profit after Tax	69.66	43.42
Add: Profit from Joint Venture	---	---
Profit for the year	69.66	43.42

Note: Previous year's figures have been regrouped/ rearranged wherever considered necessary.

REVIEW OF OPERATIONS OF THE COMPANY:

The Company continues to be engaged in the activities pertaining to construction of buildings. There was no change in nature of the business of the Company.

Standalone: During the year ended March 31, 2017, the Company has achieved a total revenue of ₹ 1139.94 Crore as compared to ₹814.97 Crores in the previous year, registering an increase of 39.87%. The Company has earned a Net Profit after Tax of ₹ 69.32 Crores as against ₹ 43.57 Crore in the previous year ended March 31, 2016 with an increase of 59.10%.

Consolidated: During the year ended March 31, 2017, the Company has achieved a consolidated Total Revenue of ₹ 1165.97 Crore as compared to ₹ 858.39 Crore for the previous year ended March 31, 2016 registering an increase of 35.83%. The Company has earned a Net Profit after Tax of ₹ 69.66 crore as against ₹ 43.42 crore in the previous year ended March 31, 2016.

SHARE CAPITAL:

During the year under review, the Company issued and allotted 3,45,38,298 Equity shares of face value of ₹ 10 each as bonus Shares in the ratio of 6:1 (Six Equity Shares for every One Held) held by shareholders as on the record date .

The Company also allotted 6,49,322 Compulsorily Convertible Preference Shares (CCPS) of ₹ 20 each at an issue price of ₹924.04 (including premium of ₹ 904.04 per share pursuant to Shareholders Agreement (SHA) and Share Subscription Agreement (SSA) dated September 02, 2016.

DIVIDEND:

Your Company declared and paid interim dividend of ₹ 0.50 (5%) per Equity share of Face Value of ₹ 10 each and ₹ 3.5 per compulsory convertible preference share of face value of ₹ 20/- each for the period ended on December 31, 2016 under review in the month of April 2017 The total dividend outflow was ₹1.35 Crore and dividend distribution tax thereon was paid by the Company to the extent of ₹ 0.54 Crore.

OUTLOOK :

There is huge potential in building construction industry and accordingly we intend to:

- Expand in the mass housing segment
- Expand our presence in cities with high growth potential
- Undertake projects on a design – build basis
- Increase our focus on and execute greater number of projects on a lock-and-key basis
- Bid for, and undertake, projects in the public sector
- Capitalise on changes in the construction industry that will arise on account of the implementation of the RERD Act

DIRECTORS:

• Appointment:

During the year under review, on the recommendation of Nomination and Remuneration Committee ("NRC") and in accordance with provisions of Section 161 of the Act 2013, Mr. Siddharath Parekh was appointed as an Investor/

Nominee Director w. e. f. October 18, 2016 pursuant to Shareholders Agreement (SHA) and Share Subscription Agreement (SSA) on behalf of Series B CCPS Investors.

- **Re-Appointment:**

Mr. Rahul Katyal, Managing Director is proposed to be re-appointed with effect from September 4, 2017 to September 3, 2022

Mr. Subir Malhotra, Executive Director, retires by rotation pursuant to provisions of Section 152 (6) of the Companies Act 2013 and the Articles of Association of the Company, and being eligible, offers himself for re-appointment.

Attention of the Members is invited to the relevant items in the Notice of the AGM and the Explanatory Statement thereto.

- **Independent Directors:**

The term of Appointment Mrs. Rupa Vora as Independent Director expired during the year which is renewed for further period of 1 year with effect from November 1, 2016 and members are requested to consider the same.

The Company has received declarations from Independent Directors, that they meet with the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

- **Resignation**

During the year under review, Mr. Narayanan Neelakanteswaran, has resigned as Executive Director from the services of the Company with effect from February 13, 2017.

KEY MANAGERIAL PERSONNEL (KMPs)

During the year under review, The following Executives Directors/ Officials are disclosed as KMPs of the Company:

Mr. Rahul Katyal :	Managing Director
Mr. Rohit Katyal :	Executive Director & Chief Financial Officer
Mr. Subir Malhotra :	Executive Director
Mr. Narayanan Neelakanteswaran :	Executive Director (<i>resigned w.e.f February 13, 2017</i>)
Ms. Sai Kedar Katkar :	Company Secretary

NO. OF BOARD MEETINGS:

During the year the Board of Directors met 14 times. The details of Board Meetings are provided in the Corporate Governance Report section of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY:

In terms of the provisions of Section 135 of the Companies Act, 2013 and the Rules framed thereunder, the company has formulated a policy on Corporate Social Responsibility (CSR) and has also constituted a CSR Committee to recommend and monitor expenditure on CSR. The Board of Directors has

constituted a CSR Committee which comprises of:

Sr. No.	Name of Director	Designation	Position held in CSR Committee
i)	Mr. Rohit Katyal	Executive Director & CFO	Chairman
ii)	Mr. Deepak Mitra	Independent Director	Member
iii)	Mrs. Rupa Vora	Independent Director	Member
iii)	Mr. Sumeet Nindrajog	Nominee Director	Member
iv)	Mr. Siddharth Parekh	Nominee Director	Observer
v)	Ms. Sai Kedar Katkar	Company Secretary	Secretary

The Company has also framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and content of the same is placed on the Company's website at www.capacite.in

The CSR Policy provides about areas of activities, thrust area, types of projects, programs, modes of undertaking projects / programs, process, approval, resources etc.

Your Company has spent ₹ 4.50 lakh on the CSR activities based on requirements of Section 135 of the Companies Act 2013. Company has formed a trust named "Capacit'e Foundation" and company intends to spend, in a phased manner, in future, upon identification of suitable projects within the Company's CSR Policy.

RISK MANAGEMENT POLICY:

The company has formulated a structured Risk Management Policy and has also constituted a Risk Management Committee to safeguard the Company from various risks through adequate and timely actions. The Risk Management Committee comprises of:

Sr. No.	Name of Director	Designation	Position held in Risk Management Committee
i)	Mr. Rohit Katyal	Executive Director & CFO	Chairman
ii)	Mr. Rahul Katyal	Independent Director	Member
iii)	Mr. Sumeet Nindrajog	Nominee Director	Member
iv)	Mr. Siddharth Parekh	Nominee Director	Observer
v)	Ms. Sai Kedar Katkar	Company Secretary	Secretary

NOMINATION AND REMUNERATION POLICY:

The Board, on recommendation of the Nomination and Remuneration Committee, has framed a Nomination and Remuneration Policy. The salient features of the policy are given in the Corporate Governance Report section of this Annual Report.

POLICY FOR PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has formulated code of conduct against sexual harassment and also a policy in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has constituted Committee. The Committee comprises of:

Sr. No.	Name	Designation	Position held in Committee
i)	Mrs. Sarojini Sharma	President- HR	Presiding Officer
ii)	Mr. Rohit Katyal	Executive Director & CFO	Member
iii)	Ms. Sai Kedar Katkar	Company Secretary & Compliance Officer	Member
iv)	Mr. Vishal Phal	Legal Consultant	Member

*Mrs. Sarojini Sharma was appointed as a presiding officer pursuant to resignation of Mrs. Usha Iyengar, Asst. Vice Head HR and former Presiding officer and Mr. Rohit Katyal, Executive Director & CFO was appointed as a Member pursuant to resignation of Mr. Narayanan Neelakanteswaran, Executive Director & former member of the Committee

During the year under review, one case was reported in the nature of sexual harassment at workplace of the Company which occurred as a result of an act by a third party. Appropriate action against the relevant person is taken by the Company.

FIXED DEPOSITS:

The Company has not accepted any deposits from the public falling in the ambit of Section 73 of the Act and The Companies (Acceptance of Deposits) Rules, 2014.

CONSOLIDATED FINANCIAL STATEMENTS:

As required under the Companies Act, 2013, consolidated financial statements of the Company and its subsidiaries, prepared in accordance with Accounting Standard 21 issued by the Institute of Chartered Accountants of India, form part of the Annual Report and are reflected in the consolidated financial statements of the Company. Pursuant to Section 129(3) of the Act, a statement containing the salient features of the financial statements of the subsidiary companies is attached to the financial statements in **Form AOC-1**. The Company will make available the said financial statements and related detailed information of the subsidiary companies upon the request by any member of the Company or its subsidiary companies.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

Subsidiary Company:

The Company continue to have two Subsidiary Companies as on March 31, 2017, as disclosed in the financial statements namely M/s CIPL PPSL Yongnam Joint Venture Constructions Private limited and M/s Capacit'e Engineering Private Limited.

Further during the year, Company purchased entire stake of CIPL PPSL Yongnam Joint Venture Constructions Private limited (CIPL PPSL Yongnam) from Capacit'e Structures Limited, and thus CIPL PPSL Yongnam became wholly owned subsidiary of the Company.

Capacit'e Engineering Private Limited ceased to be subsidiary of the Company w.e.f. April 1, 2017 as the company transferred its entire stake to Capacit'e Ventures Private Limited on April 1, 2017.

Further details pursuant to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) are mentioned in **Annexure-I**

Joint Venture and Associate Company:

During the year, Company did not have any Associate Company. Following is the Joint Ventures of the Company:

- PPSL-Capacit'e JV

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013 are given in the Notes forming part of the Financial Statements for the year ended March 31, 2017.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on an arm's length basis and in the ordinary course of business.

All Related Party Transactions were placed before the Audit Committee for approval. Particulars of arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013 for the Financial Year 2016-2017 are given in prescribed Form AOC - 2 which is annexed as **Annexure II**.

The policy on Related Party Transactions as recommended by Audit Committee and as approved by the Board is uploaded on the Company's website www.capacite.in.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, to the extent applicable to the Company, is given in the prescribed format as **Annexure III**

EXTRACT OF ANNUAL RETURN:

As provided under Section 92(3) of the Act, the details forming part of the extract of the Annual Return is annexed herewith in Form MGT 9 as **Annexure IV**

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has established a Vigil Mechanism for Directors & employees through Vigil Mechanism Policy. The details of the policy are posted on the Company's Website www.capacite.in

INTERNAL FINANCIAL CONTROLS

Adequate internal financial control system and checks are in place commensurate with the size of the Company and nature of its business.

ANNUAL EVALUATION BY THE BOARD:

The Board of Directors of the Company has put in place evaluation of its own performance, its committees and individual Directors. The result of the evaluation is satisfactory and adequate and meets with the requirements of the Company.

PARTICULARS OF EMPLOYEES:

The information on employees who were in receipt of remuneration of not less than ₹60 lakhs during the year or ₹ 5 lakhs per month during any part of the said year as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Annexure forming part of the Report.

STATUTORY AUDITORS:

There are no qualifications, reservations, adverse remarks or disclaimers made in the Auditors' Report on the Financial Statements of the Company for the Financial Year ended 31st March, 2017.

During the year under review, the Auditors have not reported any matter u/s 143 (12) of the Companies Act, 2013

At the 4th Annual General Meeting held on September 30, 2016, the members have appointed M/s. SRBC & CO., LLP, Chartered Accountants as Statutory Auditors of the Company for a period of 5 years, subject to ratification by shareholders at every Annual General Meeting. The Board recommend ratification of the appointment of M/s. SRBC & CO., LLP at ensuing AGM.

SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, M/s. Parmy Kamani & Co, Practicing Company Secretaries (Membership Number A-27788) had been appointed to issue Secretarial Audit Report for the financial year ended March 31, 2017.

The Secretarial Audit Report issued by M/s Parmy Kamani & Co, Practicing Company Secretaries in Form MR-3 for the financial year ended March 31, 2017 forms part to this report. The said report does not contain any qualification, reservation or adverse remarks or disclaimer.

COST AUDIT:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications/Circulars issued by the Ministry of Corporate Affairs from time to time, as per the recommendation of the Audit Committee, the Board of Directors at their meeting dated June 21, 2016, appointed M/s. Y. R. Doshi & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year ended March 31, 2017 for the applicable Product Groups covered under the Companies (Cost Records and Audit)

Amendment Rules 2014 dated December 31, 2014. The Cost Audit Report will be filed within the stipulated period of 180 days from the closure of the financial year.

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2017, the Board of Directors hereby confirms that:

- a. in the preparation of the annual accounts, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures; if any
- b. such accounting policies have been selected and applied consistently and the Directors 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 as at March 31, 2017 and of the profit/loss of the Company for the financial year ended March 31, 2017;
- c. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts of the Company have been prepared on a 'going concern' basis;
- e. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively and
- f. they have laid down internal financial controls which are followed by the company and that such internal financial controls are adequate and are opening effectively.

MATERIAL CHANGES & COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company subsequent to the close of the Financial Year 2017 till the date of this report.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant material orders passed by the Regulators or Courts or Tribunal which would impact the going concern status of the Company and its future operation. However, Members attention is drawn to the Statement on Contingent Liabilities and commitments in the Notes forming part of the Financial Statement.

OTHER DISCLOSURES

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2015 are furnished as under:

DISCLOSURE UNDER SECTION 43(a)(ii) OF THE COMPANIES ACT, 2013

During the year under review, the Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

DISCLOSURE UNDER SECTION 62(1)(b) OF THE COMPANIES ACT, 2013

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2015 is furnished.

ACKNOWLEDGEMENTS AND APPRECIATION

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation extended by the valued business associates and the continuous patronage of the clients of the Company.

For and on behalf of the Board

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director & CFO
DIN: 00252944

June 13, 2017
Mumbai

ANNEXURE- I
Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

(Information in respect of each subsidiary/ Associate Companies/ Joint Venture Companies)

Part “A”: Subsidiaries

₹ in Crores

Sr. No.	Particulars	Name and Details of Subsidiary	Name and Details of Subsidiary
1.	Name of the subsidiary/Joint Venture/Associate Companies	Capacit'e Engineering Private Limited	CIPL – PPSL –Yognam Joint Venture Constructions Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2016 to March 31, 2017	April 1, 2016 to March 31, 2017
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries.	INR	INR
4.	Share capital	2.10	0.95
5.	Reserves and Surplus	4.65	(1.79)
6.	Total Assets	24.83	24.75
7.	Total Liabilities	24.83	24.75
8.	Investments	0.001	Not Applicable
9.	Turnover	31.25	18.36
10.	Profit before taxation	1.38	(0.08)
11.	Provision for taxation	0.57	(0.06)
12.	Profit after taxation	0.81	(0.14)
13.	Proposed Dividend	NIL	NIL
14.	% of shareholding	65%	100%

Names of subsidiaries which are yet to commence operations:- NIL

Names of subsidiaries which have been liquidated or sold during the year: NIL

Note: Capacit'e Engineering Private Limited ceased as our subsidiary w.e.f. April 1, 2017

Part “B”: Associates and Joint Ventures

(Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to

Associate Companies and Joint Ventures)

Particulars	Name and Details of Joint Venture
1. Name of Associates/Joint Ventures	PPSL- Capacit'e JV
2. Latest audited Balance Sheet Date	March 31, 2017
3. Shares of Associate/Joint Ventures held by the company on the year end (in numbers)	Nil
i. Number	Nil
ii. Amount of Investment in Associates/ Joint Venture	Nil
iii. Extent of Holding %	49%
4. Description of how there is significant influence	Capacit'e Infraprojects Limited holds 49% of profit share ratio
5. Reason why the associate/joint venture is not consolidated	Proportionately consolidated to the extent of 49.00%
6. Networth attributable to Shareholding as per latest audited Balance Sheet (₹ in Crores)	(1.66)
7. Profit / Loss for the year (₹ in Crores)	(1.50)
i. Considered in Consolidation	49%
ii. Not Considered in Consolidation (₹ in Crores)	Nil

Names of associates / joint ventures which are yet to commence operations :- Nil

Names of associates / joint ventures which have been liquidated or sold during the year : Nil

ANNEXURE II
Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions covered under Section (1) not at arm's length basis:-

All contracts/arrangements/transactions entered into during the financial year ended March 31, 2017 were at arm's length basis.

2. Details of contracts or arrangements or transactions covered under Section (1) not in regular course of Business:

Sr. No.	Details of Transaction	Amount (₹ in Crore)
1.	Loan from Director Mr. Rahul Katyal and repayment of the same	0.15
2.	Purchase of movable fixed assets from CIPL PPSL Yongnam Joint Venture Constructions Private Limited, Subsidiary Company.	3.51
3.	Advance consideration received against sale of 13,65,000 Equity Shares of Capacit'e Engineering Private Limited to Capacit'e Ventures Private Limited	3.45

Note : The transactions form part of the Register maintained in form MBP-4

3. Details of material contracts or arrangement or transactions at arm's length basis:

Name of Related Party	Relation with related parties	Nature of Transaction	Duration of Contracts/arrangements	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any
CIPL-PPSL Yongnum JV Constructions Pvt Ltd	Subsidiary Company	Other Income (Formwork, Equipment and HO Charges)	On-going basis	In tune with market parameters. Estimated annual value of ₹ 15 Crore	March 31, 2016	NIL
		Interest income				
		Loan given				
		Loan received back				
PPSL Capacit'e JV	Joint Venture	Other Income (Formwork, Equipment and HO Charges)	On-going basis	In tune with market parameter. Estimated annual value of ₹ 5 Crore	March 31, 2016	NIL
		Interest income				
		Loan given				
		Loan received back				
Capacit'e Engineering Pvt Ltd	Subsidiary Company	Expenses Incurred - Subcontractor charges	On-going basis	In tune with market parameters Estimated annual value of ₹ 15 Crore	March 31, 2016	NIL
		Purchases				
		Contract Retention				
		ICD Taken				
		ICD Repaid				
Capacit'e Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Received Against Sale of Shares of Capacit'e Engineering Pvt Ltd held by Capacit'e Infraprojects Ltd	One time transaction	In tune with market parameters. Estimated annual value: not applicable	March 24, 2017	NIL
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	On-going basis	In tune with market parameters. Estimated annual value of ₹ 5 Crore.	March 31, 2016	NIL
		ICD Repaid (incl. interest)				
		ICD availed				

ANNEXURE III

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014

(A) **Conservation of Energy:**

Steps taken or impact on conservation of energy	The Company has not spent any substantial amount on Conservation of Energy to be disclosed here.
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipments	

(B) **Technology Absorption:**

Efforts made towards technology absorption	Considering the nature of activities of the Company, there is no requirement with regard to technology absorption.
Benefits derived like product improvement, cost reduction, product development or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
• Details of technology imported	Nil
• Year of import	Not Applicable
• Whether the technology has been fully absorbed	Not Applicable
• If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
Expenditure incurred on Research and Development	Nil

(C) **Foreign exchange earnings and Outgo:**

Amount in ₹ Lakhs

Particulars	April 1, 2016 to March 31, 2017	April 1, 2015 to March 31, 2016
Actual Foreign Exchange earnings	NIL	NIL
Actual Foreign Exchange outgo	64.56	40.01

ANNEXURE-IV
Form No. MGT-9

Extracts of Annual Return for the financial year ended 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	U45400MH2012PLC234318
2	Registration Date	August 9, 2012
3	Name of the Company	Capacit'e Infraprojects Limited
4	Category/Sub-category of the Company	Public Ltd Company
5	Address of the Registered office & contact details	605-607, Shrikant Chambers, 6 th Floor, Phase I, Adjacent to RK Studios, Sion -Trombay Road, Mumbai-400071
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032, Telangana, India

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 and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Infrastructure Development	41001	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Capacit'e Engineering Private Limited*	U45400DL2012PTC231428	Subsidiary	65.00	Sec2 (87)
2	CIPL- PPSL -Yongnam Joint Venture Construction Private Limited^	U45400DL2012PTC231428	Subsidiary	100.00	Sec2 (87)

* Ceased to be subsidiary on April 1, 2017

^ Became wholly-owned subsidiary on December 5, 2016

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the end of the year [As on 31-March-2016]				No. of Shares held at the beginning of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2,950,836	-	2,950,836	51.26%	20,655,852	-	20,655,852	51.26%	0.00%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,296,142	-	1,296,142	22.52%	9,072,994	-	9,072,994	22.52%	0.00%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other (Partnership Firm)	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	4,246,978	-	4,246,978	73.78%	29,728,846	-	29,728,846	73.78%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	4,246,978	-	4,246,978	73.78%	29,728,846	-	29,728,846	73.78%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	749,400	-	749,400	13.02%	6,132,469	-	6,132,469	15.22%	2.20%
ii) Overseas	2	-	2	0.00%	3,587,080	-	3,587,080	8.90%	8.90%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	760,000	-	760,000	13.20%	443,331	-	443,331	1.10%	12.10%

Category of Shareholders	No. of Shares held at the end of the year [As on 31-March-2016]				No. of Shares held at the beginning of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)	3	-	3	0.00%	402,955	-	402,955	1.00%	1.00%
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1,509,405	-	1,509,405	26.22%	5,245,800	-	10,565,835	26.22%	0.00%
Total Public (B)	1,509,405	-	1,509,405	26.22%	10,565,835	-	10,565,835	26.22%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	5,756,383	-	5,756,383	100.00%	40,294,681	-	40,294,681	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rohit Katyal	1,545,170#	26.84%	10.00	10,816,190^	26.84%	Nil	0.00%
2	Rahul Katyal	874,990	15.20%	Nil	6,124,930	15.20%	Nil	0.00%
3	Subir Malhotra	360,777	6.27%	Nil	2,525,439	6.27%	Nil	0.00%
4	Aushotosh Trade Link (Held by Partners viz Mr. Rohit Katyal, Mr. Rahul Katyal & Ms. Sakshi Katyal)	169,879	2.95%	Nil	1,189,153	2.95%	11.80	0.00%
5	Sakshi Katyal jointly with Rohit Katyal	10.00	0.00%	Nil	70	0.00%	Nil	0.00%
6	Nidhi Katyal jointly with Rahul Katyal	10.00	0.00%	Nil	70	0.00%	Nil	0.00%
7	Katyal Merchandise Private Ltd	1,296,142.0	22.52%	Nil	9,072,994	22.52%	88.20	0.00%
	Total	4,246,978.0	73.78%		29,728,846	73.78%	100.000	0.00%

Notes :-

Out of 15,45,170 Equity Shares held by Mr. Rohit Katyal, 6,44,578 Equity Shares are held by Mr. Rohit Katyal jointly with Mr. Rahul Katyal.

^ Out of 108,16,190 Equity Shares held by Mr. Rohit Katyal, 45,12,046 Equity Shares are held by Mr. Rohit Katyal jointly with Mr. Rahul Katyal.

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

	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	Rohit Katyal						
	At the beginning of the year	1-Apr-16		1,545,170#	26.84%		0.00%
	Changes during the year	1-Dec-16	Bonus	9,271,020	26.84%	10,816,190	26.84%
	At the end of the year					10,816,190^	26.84%
2.	Rahul Katyal						
	At the beginning of the year	1-Apr-16		874,990	15.20%		0.00%
	Changes during the year	1-Dec-16	Bonus	5,249,940	15.20%	6,124,930	15.20%
	At the end of the year					6,124,930	6.27%
3.	Subir Malhotra						
	At the beginning of the year	1-Apr-16		360,777	6.27%		0.00%
	Changes during the year	1-Dec-16	Bonus	2,164,662	6.27%	2,525,439	6.27%
	At the end of the year					2,525,439	6.27%

	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
4.	Aushotosh Trade Link* (Held through Partners viz Mr. Rohit Katyal, Mr. Rahul Katyal & Ms. Sakshi Katyal)						
	At the beginning of the year	1-Apr-16		169,879	2.95%		0.00%
	Changes during the year	1-Dec-16	Bonus	1,019,274	2.95%	1,189,153	2.95%
	At the end of the year					1,189,153	2.95%
5.	Sakshi Katyal jointly with Rohit Katyal						
	At the beginning of the year	1-Apr-16		10	0.00%		0.00%
	Changes during the year	1-Dec-16	Bonus	60	0.00%	70	0.00%
	At the end of the year					70	0.00%
6.	Nidhi Katyal jointly with Rahul Katyal						
	At the beginning of the year	1-Apr-16		10	0.00%		0.00%
	Changes during the year	1-Dec-16	Bonus	60	0.00%	70	0.00%
	At the end of the year					70	0.00%
7.	Katyal Merchandise Private Ltd						
	At the beginning of the year	1-Apr-16		1,296,142	22.52%		0.00%
	Changes during the year	1-Dec-16	Bonus	7,776,852	22.52%	9,072,994	22.52%
	At the end of the year					9,072,994	22.52%

Notes:

#Out of 15,45,170 Equity Shares held by Mr. Rohit Katyal, 6,44,578 Equity Shares are held by Mr. Rohit Katyal jointly with Mr. Rahul Katyal.

^ Out of 108,16,190 Equity Shares held by Mr. Rohit Katyal, 45,12,046 Equity Shares are held by Mr. Rohit Katyal jointly with Mr. Rahul Katyal.

*With reference to pledged Equity shares, as on March 31, 2017 Equity shares held by Asutosh Trade Links (through its Partners Mr. Rohit Katyal, Mr. Rahul Katyal & Mrs. Sakshi Katyal) and Katyal Merchandise Private Limited are pledged for credit facility availed by the Company from JM Financial Products Private Limited. Initially Equity shares held by Mr. Rahul Katyal and joint shareholding of Mr. Rohit Katyal and Mr. Rahul Katyal were pledged. The de-pledge execution was processed post March 31, 2017. Thus pledged quantity of Equity shares does not match with the actual number of equity shares required to be pledged as on March 31, 2017.

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year (April 1, 2016)		Cumulative Shareholding during the year (March 31, 2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Katyal Merchandise Pvt Ltd						
	At the beginning of the year	1-Apr-16		1,296,142	22.52%		0.00%
	Changes during the year	1-Dec-16	Bonus	7,776,852	22.52%		0.00%
	At the end of the year					9,072,994	22.52%
2	Advance Housing Development Pvt Ltd						
	At the beginning of the year	1-Apr-16		749,400.00	13.02%		0.00%
	Changes during the year	1-Dec-16	Bonus	4,496,400	13.02%		0.00%
	At the end of the year				5,245,800		13.02%
3	New Quest Asia Investment II Limited						
	At the beginning of the year	1-Apr-16		0.00	0.00%		0.00%
	Changes during the year	18-Oct-16	Transfer	312,599	5.43%		
		20-Oct-16	Transfer	199,881	3.47%		
		1-Dec-16	Bonus	3,074,640	53.41%	3,587,080	8.90%
	At the end of the year					3,587,080	8.90%
4	Aushotosh Trade Link* (Held by Partners viz Mr. Rohit Katyal, Mr. Rahul Katyal & Ms. Sakshi Katyal)						
	At the beginning of the year	1-Apr-16		169,879	2.95%		0.00%
	Changes during the year	1-Apr-16	Bonus	1,019,274	17.71%		0.00%
	At the end of the year					1,189,153	2.95%

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year (April1, 2016)		Cumulative Shareholding during the year (March 31, 2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
5	Infina Finance Private Limited						
	At the beginning of the year	1-Apr-16		0.00	0.00%		0.00%
	Changes during the year	18-Oct-16	Transfer	126,667	2.20%		
		1-Dec-16	Bonus	760,002	13.20%		2.20%
	At the end of the year					886,669	2.20%
6	Jyoti Prasad Taparia HUF						
	At the beginning of the year	1-Apr-16		0.00	0.00%		0.00%
	Changes during the year	18-Oct-16	Transfer	63,333	1.10%		
		1-Dec-16	Bonus	379,998	6.60%		
	At the end of the year					443,331	1.10%
7	Paragon Partners Growth Fund-I						
	At the beginning of the year	1-Apr-16		3.00	0.00%		
	Changes during the year	31-May-16	Transfer	253,333	4.40%		
		29-Jun-16	Transfer	199,881	3.47%		
		21-Jul-16	Transfer	(199,881)	-3.47%		
		28-Jul-16	Transfer	2	0.00%		
		5-Aug-16	Transfer	95,000	1.65%		
		31-Aug-16	Transfer	21,786	0.38%		
		14-Oct-16	Transfer	(312,559)	-5.43%		
		1-Dec-16	Bonus	345,390	6.00%	402,955	1.00%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year (April1, 2016)		Cumulative Shareholding during the year (March 31, 2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
A. DIRECTORS							
1	Rohit Katyal						
	At the beginning of the year	1-Apr-16		1,545,170	26.84%		
	Changes during the year	1-Dec-16	Bonus	9,271,020	26.84%		
	At the end of the year					10,816,190	26.84%
2	Rahul Katyal						
	At the beginning of the year	1-Apr-16		874,990	15.20%		
	Changes during the year	1-Dec-16	Bonus	5,249,940	15.20%		
	At the end of the year					6,124,930	15.20%
3	Subir Mahotra						
	At the beginning of the year	1-Apr-16		360,777	6.27%		
	Changes during the year	1-Dec-16	Bonus	2,164,662	6.27%		
	At the end of the year					2,525,439	6.27%
4	Rupa Vora	NA	NA	Nil	Nil	Nil	Nil
5	Deepak Mitra	NA	NA	Nil	Nil	Nil	Nil
6	K V Murthy	NA	NA	Nil	Nil	Nil	Nil
7	Sumeet Nindrajog	NA	NA	Nil	Nil	Nil	Nil
8	Siddharth Parekh	NA	NA	Nil	Nil	Nil	Nil
9	Narayanan Neelakanteswaran (Up to February 13, 2017)	NA	NA	Nil	Nil	Nil	Nil
B. KEY MANAGERIAL PERSONNEL							
1	Sai Kedar Katkar	NA	NA	Nil	Nil	Nil	Nil

II. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Details of the Executive Directors				Total (in ₹ millions)
		Mr. Rahul Katyal@	Mr. Subir Malhotra@	Mr. Rohit Katyal	Mr. Narayanan Neelakanteswaran (Up to February 13, 2017)	
1.	Gross salary:					
A	a) Salary as per sec 17(1) of the Income-tax Act, 1961	6.00	7.20	6.00	6.56	25.76
B	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.53	1.33	2.83	.725	7.42
	c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - Others, please specify	Nil	Nil	Nil	Nil	Nil
5.	Others, pls. specify Arrears	Nil	Nil	Nil	.586	.586
	Total(A)	8.53	8.53	8.83	7.87	33.76
	Ceiling as per the Act					64.78

Remuneration to other directors:

Pursuant to approval from the Board of Directors, Non - Executive Independent Directors are paid sitting fees for every Meeting of the Board of Directors attended by them, the details of which are as follows for the financial year under review:

(in ₹ lacs)

Particulars of Remuneration	Non- Executive Independent Directors			Total Amount
Sitting fees	Mr. Deepak Mitra	Mr. K. V. Murthy	Mrs. Rupa Vora	
a) Meeting of the Board of Directors	1.00	1.60	2.70	5.30
b) Meetings of the Committees	0.20	0.30	0.30	0.80

Note: Nominee/ investor Directors are not eligible for sitting fees for Meeting/s of any committee / Board of Directors attended by them

Remuneration to Key Managerial Personnel other than MD /Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		CFO Sushil Todi and Rohit Katyal	CS Sai Kedar Katkar	Total (₹ in lacs)
	<u>Name/ Designation</u>			
	Gross salary:	51.74	9.37	61.11
	a) Salary as per provisions in sec.17(1)of the Income-tax Act,1961			
	b) Value of perquisites u/s17(2) Income-tax Act,1961	14.66	3.26	17.92
	c) Profits in lieu of salary u/s 17(3)Income-tax Act,1961	Nil	Nil	Nil
	Stock Option	Nil	Nil	Nil
	Sweat Equity	Nil	Nil	Nil
	Commission - as % of profit - others, specify...	NA	NA	NA
	Others, please specify	NA	NA	NA
	TOTAL (₹ in lacs)	66.40	12.63	79.03

NOTE:

The break-up of amount of gross salary of CFO as follows:

Sr. No.	Name	Duration as CFO	Amount in ₹
1.	Rohit Katyal	April 2016 and (October 2016 to March 2017)	42,63,839
2.	Sushil Todi	May 2016 to September 2016	23,77,594
		Total	66,41,433

Penalties, Punishment/ Compounding of offences:

There were no penalties/punishment/compounding of offences against the Company, Directors and Officers in Default during the Financial Year ended 31st March, 2017. However, the Company has made suo- moto application to Ministry of Corporate Affairs, through Registrar of Companies, Mumbai, Maharashtra for compounding of offences under Section 42 read with section 62 of the Companies Act, 1956/2013 and rules made thereunder.



SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

[Pursuant to Section 204 (9) (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Remuneration Personnel) Rules, 2014]

To,

The Members,

CAPACIT'E INFRAPROJECTS LIMITED

(CIN: U45400MH2012PLC234318)

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CAPACIT'E INFRAPROJECTS LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2017 complied with the Statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956(SCRA) and the rules made thereunder; **NOT APPLICABLE**
3. The Depositories Act, 1996 and the Regulations and Bye-law framed hereunder; **NOT APPLICABLE**
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment; **COMPLIED**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 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 (Registration to an Issue and Share Transfers Agents) Regulations, 1993;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
6. Other Laws applicable to the Company;

I have also examined compliance with the applicable clause of the following;

- I) The Secretarial Standards issue by the Institute of Company Secretaries of India.:
- II) The Listing Agreements entered into by the Company with Bombay Stock Exchange- **NOT APPLICABLE**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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 in the Majority Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, if any.

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

**For PARMY KAMANI & CO.
Practicing Company Secretary**

Sd/-
Proprietor
M.No. A27788
COP: 13919

Place: Mumbai
Date: June 13, 2017

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

“ANNEXURE A”

To,

The Members,

CAPACIT'E INFRAPROJECTS LIMITED

(CIN: U45400MH2012PLC234318)

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

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

**For PARMY KAMANI & CO.,
Practicing Company Secretary**

Proprietor
M.No. A 27788
COP: 13919

Place: Mumbai

Date: June 13, 2017

REPORT ON CORPORATE GOVERNANCE

(i) **Company's Philosophy on the Code of Corporate Governance:**

The Company endeavours not only to meet the statutory requirements in this regard but also to go well beyond them by instituting such systems and procedures as are in accordance with the latest global trends of making management completely transparent and institutionally sound.

Your Company has always believed in the concept of good Corporate Governance involving transparency, empowerment, accountability and integrity with a view to enhance stakeholders' value. The Company has professionals on its Board of Directors who are actively involved in the deliberations of the Board on all important policy matters. Your Company has adopted various codes and policies to carry out duties and functions in a most ethical and compliant manner and some of them are:

- i. Vigil mechanism policy;
- ii. Policy for consideration and approval of related party transactions;
- iii. Code of conduct for prevention of insider trading;
- iv. Policy for determining material subsidiaries;
- v. Code of practices and procedures for fair disclosure of unpublished price sensitive information;
- vi. Corporate social responsibility policy;
- vii. Risk management policy;
- viii. Policy for determination of materiality of event/information;
- ix. Archival policy; and
- x. Policy on preservation of documents.

(ii) **Board of Directors:**

Currently, our Board has eight Directors, headed by the Chairman who is an Independent Director. Further, your Company has three Independent Directors on the Board, in addition to three Executive Directors and two Non-Executive Directors. In compliance with the provisions of the Companies Act, 2013 at least two-third of our Directors, other than our Independent Directors, are liable to retire by rotation.

The Board of Directors met 14 times during the year 2016-17:

June 21, 2016	September 08, 2016	December 05, 2016
July 21, 2016	September 28, 2016	February 24, 2017
August 01, 2016	October 14, 2016	March 08, 2017
August 12, 2016	October 18, 2016	March 24, 2017
September 07, 2016	December 01, 2016	

The composition of the Board of Directors, their attendance at Board meeting, last Annual General Meeting, number of other Directorship, committee membership and Chairmanship are as under:

Name of Director	Category	No. of Board Meeting Attended	Attendance at Last AGM	No. of Other Directorship**	No. of Other committee membership
Mr. Deepak Mitra	Chairman and Independent Director	8	Yes	Nil	3
Mr. Rahul R. Katyal	Managing Director	9	Yes	3	Nil
Mr. Subir Malhotra	Executive Director	8	Yes	2	Nil
Mr. Rohit R. Katyal	Executive Director	14	Yes	4	Nil
Mr. Sumeet S. Nindrajog*	Non-Executive Director	12	Yes	6	Nil
Mr. Siddharth D. Parekh^	Non-Executive Director	6	NA	1	Nil
Ms. Rupa R. Vora	Independent Director	13	Yes	7	3
Mr. V. M. Kannimbele	Independent Director	13	Yes	Nil	3
Mr. Neel Nelkanteshwar@	Executive Director	11	Yes	NA	NA

@ Resigned wef February 13, 2017.

*(Nominee of Series A CCPS Holders)

^(Nominee of Series B CCPS Holders)

** Other directorships do not include alternate directorships, directorships of private limited companies, Section 25 companies and of companies incorporated outside India. Chairmanships / Memberships of Board Committees include only Audit, Nomination and Remuneration and Shareholders Relationship Committees of public limited companies.

The Company has received declarations of independence from Independent Directors. All requisite declarations have been placed before the Board.

The familiarisation programme for Independent Directors is placed on the website of Company (www.capacite.in).

None of the Directors are related to each other except Mr. Rahul Katyal and Mr. Rohit Katyal, who are brothers.

(iii) Independent Directors' Meeting:

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013, a meeting of Independent Directors was held on March 8, 2017 without the attendance of Non-Independent Directors and members of the Management.

(iv) Code of Conduct:

The Board has laid down a Code of Conduct for its members and senior management personnel of the Company. The Code of Conduct is available on the website of the Company (www.capacite.in). All the Board members and senior management personnel have affirmed compliance with the Code of Conduct. The Managing Director has affirmed to the Board that this Code of Conduct has been compiled by the Board members and senior management personnel.

(v) Audit Committee:

The Composition and terms of reference of Audit Committee is in compliance with the section 177 of the Companies Act, 2013. During financial year 2016-17 the Audit Committee met on 6 times.

Dates on which Meetings of Audit Committee was held during Financial Year 2016-17

August 01, 2016	December 01, 2016	March 08, 2016
September 28, 2016	December 05, 2016	March 24, 2016

The details of composition of members and attendance at the Audit Committee are as follows:

Names	Designation	Directorship	Meeting Attended 2016-17
Ms. Rupa R. Vora	Chairperson	Independent Director	6
Mr. Deepak Mitra	Member	Independent Director	2
Mr. V. M. Kannimbele	Member	Independent Director	6
Mr. Sumeet S. Nindrajog	Member	Non - Executive Director	4

All the members of the Audit Committee are financially literate and possess necessary expertise in finance, accounting. The Company Secretary is the Secretary of the Committee. Chief Financial Officer and Statutory Auditors are also invited to attend the Meetings.

Role of the Audit Committee:

The role of the audit committee shall include the following:

- (i) 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;
- (ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- (iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (iv) Review of statement of deviations as per Schedule II Part C of the Listing Regulations;
- (v) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;
 - (e) compliance with listing and other legal requirements relating to financial statements;
 - (f) disclosure of any related party transactions; and
 - (g) modified opinion(s) in the draft audit report.

- (vi) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (vii) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report;
- (viii) submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (ix) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (x) Approval or any subsequent modification of transactions of the Company with related parties;
- (xi) Scrutiny of inter-corporate loans and investments;
- (xii) Valuation of undertakings or assets of the Company, wherever it is necessary;
- (xiii) Evaluation of internal financial controls and risk management systems;
- (xiv) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (xv) 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;
- (xvi) Discussion with internal auditors of any significant findings and follow up there on;
- (xvii) Reviewing the findings of any internal investigations by the internal auditors 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;
- (xviii) 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;
- (xix) 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;
- (xx) To review the functioning of the whistle blower mechanism;
- (xxi) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate; and
- (xxii) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

Further, the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- Appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

(vi) Stakeholders Relationship Committee:

The Company has formed Stakeholders / Investors Grievances Committee which is delegated with redressal of shareholders/ investors complaints such as non-receipt of shares sent for transfer, non-receipt of dividends/Annual Reports etc.

Dates on which Meetings of Stakeholders Relationship Committee was held during Financial Year 2016-17:

During financial year 2016-17, the Stakeholders Relationship Committee did not have any meetings, as there were no grievances received.

The details of composition of members and attendance at the Stakeholders Relationship Committee are as follows:

Names	Designation	Directorship	Meeting Held 2016-17	Meeting Attended 2016-17
Mr. V. M. Kannimbele	Chairman	Independent Director	Nil	Nil
Mr. Deepak Mitra	Member	Chairman and Independent Director	Nil	Nil
Mr. Rohit R. Katyal	Member	Executive Director and Chief Financial Officer	Nil	Nil
Mr. Sumeet S. Nindrajog	Member	Non - Executive Director	Nil	Nil

The terms of reference of the Stakeholders Relationship Committee were approved by our Company and are as follows:

- (i) to redress grievances of shareholders, debenture holders and other security holders;
- (ii) investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;
- (iii) issue of duplicate certificates and new certificates on spilt/consolidation/renewal, etc.;
- (iv) to consider and resolve grievances related to non-receipt of declared dividends, annual report of the Company or any other documents or information to be sent by the Company to its shareholders; and
- (v) carrying out any other function as may be decided by the Board or specified/provided under the Companies Act, 2013 or the Listing Regulations or by any other regulatory authority.

The Committee has not received any I complaints / grievances from Stakeholders / Investors during the year ended 31/03/2017.

(vii) Nomination and Remuneration Committee:

The Company has formed a Nomination and Remuneration Committee in compliance with the section 178 of the Companies Act, 2013. The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and for performance evaluation of Independent Directors. During financial year 2016-17, the Nomination and Remuneration Committee met on 3 times.

Dates on which Meetings of Nomination and Remuneration Committee was held during Financial Year 2016-17

September 28, 2016	December 01, 2016	February 24, 2017
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The details of composition of members and attendance at the Nomination and Remuneration Committee are as follows:

Names	Designation	Directorship	Meeting Attended 2016-17
Mr. Deepak Mitra	Chairman	Independent Director	2
Mr. V. M. Kannimbele	Member	Independent Director	3
Ms. Rupa Vora	Member	Independent Director	3
Mr. Sumeet S. Nindrajog	Member	Non-Executive Director	3

The terms of reference of the Nomination and Remuneration Committee are as follows:

- (i) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (ii) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- (iii) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (iv) devising a policy on diversity of board of directors;
- (v) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal; and
- (vi) to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(viii) Risk Management Committee:

The Risk Management Committee was constituted by way of a Board resolution dated February 25, 2015 and subsequently reconstituted on October 18, 2016 and March 24, 2017.

Dates on which Meetings of Risk Management Committee was held during Financial Year 2016-17:

During financial year 2016-17, the Risk Management Committee met once on March 8, 2017.

The details of composition of members and attendance at the Nomination and Remuneration Committee are as follows:

Names	Designation	Directorship	Meeting Held 2016-17	Meeting Attended 2016-17
Mr. Rohit R. Katyal	Chairman	Executive Director and Chief Financial Officer	Nil	Nil
Mr. Rahul R. Katyal	Member	Managing Director	Nil	Nil
Mr. Subir Malhotra	Member	Executive Director	Nil	Nil
Mr. Sumeet S. Nindrajog	Member	Non - Executive Director	Nil	Nil

The terms of reference of the Risk Management Committee were approved by our Company and are as follows:

- (i) framing, implementing, reviewing and monitoring the risk management plan for the Company;
- (ii) laying down risk assessment and minimization procedures and the procedures to inform Board of the same;
- (iii) oversight of the risk management policy/ enterprise risk management framework (identification, impact assessment, monitoring, mitigation and reporting);
- (iv) review key strategic risks at domestic/international, macro-economic & sectoral level (including market, competition, political and reputational issues);
- (v) review significant operational risks; and
- (vi) performing such other activities as may be delegated by the Board of Directors or specified/ provided under the Companies Act, 2013 and the rules made thereunder, as amended, or by the Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

(ix) Other Committees of the Board:

In addition to committees of the Board in accordance with the Listing Regulations mentioned above, the following committees have been constituted by our Board:

- 1) Finance Committee; 2) IPO Committee.

(x) Remuneration of Directors:

The Non-Executive Independent Directors are paid sitting fees for attending Board / Committee meetings. There is no pecuniary relationship or transaction of the Company with its Non-Executive Independent Directors. The sitting fees paid during F.Y. 2017 are as follows :

(In ₹ Lacs)

Particulars	Mr. Deepak Mitra Independent Director	Mrs. Rupa vora Independent Director	Mr. V.N. Kannimbele Independent Director
Independent Directors			
Fee for attending board and committee meetings	1.20	3.00	1.90
Board Meeting	1.00	2.70	1.60
Committee Meeting	0.20	0.30	0.30
Commission			
Others, please specify			
Total	1.20	3.00	1.90

During the year, Company has paid remuneration to its Executive Directors. The detail of remuneration of is as under:

(In ₹ millions)

Name of Director	Salary cum Allowances	Stock Option	Other Benefits	Service Contract Tenure
Mr. Rohit Katyal	₹ 8.83	Nil	Nil	5 Years
Mr. Rahul Katyal	₹ 8.53	Nil	Nil	5 Years
Mr. Subir Malhotra	₹ 8.53	Nil	Nil	5 Years
Mr. Narayanan Neelakanteswaran (Resigned w.e.f. February 13, 2017)	₹ 7.87	Nil	Nil	5 Years

(xi) Meeting of Independent Directors:

During the year under review, the Independent Directors met once.

Share Holding of Non –Executive Director:

Non –Executive Directors do not hold any shares of Company.

(xii) General Body Meeting:

The details, locations of last three Annual General Meetings are given below:

Year	Address	Date	Day	Time
2015-2016 AGM	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India;	September 30, 2016	Friday	11:00 A.M.
2014-2015 AGM	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India;	July 8, 2015	Wednesday	11:00 A.M.
2013-2014 AGM	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India;	June 25, 2014	Thursday	11:30 A.M.

No Special Resolution was put through postal ballot last year nor is it proposed to put any Special Resolution to vote through postal ballot.

(xiii) Disclosures:

- There were no materially significant related party transactions, which had potential conflict with the interest of the Company at large. The details of related party transactions are set out in the Notes to Financial Statements forming part of this Annual Report.
- The Company has a Vigil Mechanism and Whistle Blower Policy for employees to report violations of applicable laws and regulations and Code of Conduct. During the year no employee has approached to the Audit Committee.
- During the year there was no audit qualification on the Company's financial statements.

(xiv) Means of Communication:

The financial results, press releases and other major events/developments concerning the Company are also posted on the Company's website www.capacite.in

Management Discussion and Analysis forms part of the Annual Report.

(xv) Information relating to Directors:

Information relating to Directors seeking re-appointment as required, is given in the Notice of AGM.

MANAGEMENT DISCUSSION & ANALYSIS

Indian Economic Scenario

India, the world's largest democracy in terms of population had a gross domestic product ("GDP") on a purchasing power parity basis of approximately U.S.\$7,965.00 billion in 2015, making it the fourth largest economy (by purchasing power parity) in the world after China, the United States of America and the European Union. (Source: CIA World Factbook) (Source: Building Construction Industry Outlook in Major Cities In India dated November 1, 2016 with Addendum dated December 15, 2016 by CRISIL ("CRISIL Research"))

Construction sector in India

India's construction industry is expected to log materially faster growth, fuelled by spends in road, irrigation, rail and urban infrastructure projects over 2016-17 to 2020-21. Total spending in the period is expected to be in the range of ₹ 23-24 trillion, translating into a CAGR of 10-12%, way faster than a 2-4% rate observed between 2012-13 and 2014-15, when an economic slowdown and attendant sluggish demand had stalled India's investment cycle. Over the next five years, infrastructure projects will provide the maximum construction opportunity at almost 92% of overall construction spend, owing to the central government's continued focus on roads, urban infrastructure and railways. Conversely, spend on industrial projects is expected to be lower as companies dealing in metals, petrochemicals, and cement slow expansion plans amid low utilisation levels and muted demand.

CRISIL Research expects demonetisation of high denomination currency to have limited impact on the construction sector considering that it is a short term policy measure and since most high value transactions in infrastructure as well as industrial segments are usually in cashless form. Investments in these sectors also receive government funding which will mitigate the impact of demonetisation.

The Indian Government has undertaken numerous efforts in order to ease the access to funding for the infrastructure and construction sector in India. The infrastructure and construction industry has grown exponentially, in part due to this massive government impetus and in part due to high market sentiments. The Indian regulatory environment is expected to further boost the construction industry in order to provide the basic physical infrastructure for the nation.

Growth Drivers

The present government continues to show commitment and intent towards improving the regulatory and funding environment to encourage private sector participation. Simplifying the process of doing business, quicker approvals, removing bureaucracy for swifter project execution, phased structural reforms and easing financial norms are among the encouraging government measures which should benefit the construction industry.

India's GDP growth exceeded 7.6% for financial year 2015-16, even as the global economic growth during this period was much lesser. The high rate of growth is expected to be sustained in the years ahead, thanks to a growing population and increasing urbanisation. India's construction industry in particular is expected to log even faster growth in comparison to the overall GDP growth.

The key drivers for growth are:

Housing demand in India has been supported by better economic growth, availability of finance and growing population. Accordingly, some of the key initiatives that are expected to growth drivers in the near future, include:

Pradhan Mantri Awas Yojana- Housing for All by 2022

Housing for All by 2022, also known as the Pradhan Mantri Awas Yojana envisages the construction of about two crore houses in the country from 2015 to 2022, for the homeless and for people belonging to the economically weaker section and low-income group categories.

Smart Cities Mission

Smart Cities Mission aims at driving economic growth and improving the quality of life of people by enabling local area development and harnessing technology. The core infrastructure elements in a smart city would include adequate water supply, assured electricity, sanitation, efficient public transport, affordable housing, robust IT connectivity and digitisation, etc. The mission will cover 100 cities (distributed among states and union territories) over five years (2015-16 to 2019-20).

Housing shortage

As per Ministry of Statistics and Programme Implementation (MoSPI), the housing shortage problem is acute in urban India with 18.8 Million people confronting this difficulty.

Housing demand is fuelled by a growing population, increasing urbanisation, nuclearisation of families, increase in per-capita income, favourable interest rates, easing of FDI regulations, allowing the listing of Real Estate Investment Trusts. In particular, the scope for growth in the residential and commercial building construction is immense in the top eight growth centres of Mumbai Metropolitan Region, National Capital Region, Bengaluru, Hyderabad, Chennai, Kochi, Pune and Ahmedabad.

The Real Estate (Regulation & Development) Act (RERA ACT):

The implementation of the RERA Act will have far reaching consequences on the Indian construction industry, including the Residential Building segment. Some of the key impacts include emphasis on timely delivery of construction services; emphasis on demand for quality and durability of construction. The construction industry will witness a significant rise in the demand for services from specialised construction service providers providing end to end services.

Business Review

Incorporated in 2012, Capacit'e Infraprojects Limited (CIL / Company) is a fast growing construction company focussed on Residential, Commercial and Institutional buildings. The Company provided end-to-end construction services for residential buildings, multi level car parks, corporate office buildings, buildings for commercial purposes, buildings for educational and healthcare purposes. The Company's capabilities include constructing concrete building structures as well as composite steel structures.

CIL has received an ISO 9001:2008 certification for our quality management system. Further, the Company has also received an ISO 14001:2004 certification for its environmental management system and an OHSAS 18001:2007 certification in respect of occupational health and safety management systems.

CIL work with a number of reputed clients and are associated with some marquee construction projects in India. Some of our clients include The Wadhwa Group, Saifee Burhani Upliftment Trust, Godrej Properties Limited, Prestige Estates Projects Limited, Lodha Group and Rustomjee. The Company predominantly operate in the Mumbai metropolitan region, the National Capital Region and Bengaluru.

Financial Performance

The performance of the Company for the year ended March 31, 2017 was as follows:

On a consolidated basis,

- The Revenue from operations increased by 35.89% from ₹ 851.43 crore to ₹ 1,157.04 crore.
- EBIDTA (including other income) for the FY 2016-17 was ₹ 166.90 crore as compared to ₹ 115.55 crore for the FY 2015-16. EBIDTA as a percentage to Revenue from operations stood at 14.42% for FY 2016-17 as compared to 13.57% for FY 2015-16. The operating margin improved mainly due to new orders with better margins, process improvements and operating efficiencies.
- The Net Profit after Tax increased by 60.44% from ₹ 43.42 crore to ₹ 69.66 crore.

On a standalone basis,

- The Revenue from operations increased by 40.27% from ₹ 802.10 crore to ₹ 1,125.08 crore.
- EBIDTA (including other income) for the FY 2016-17 was ₹ 165.07 crore as compared to ₹ 112.59 crore for the FY 2015-16. EBIDTA as a percentage to Revenue from operations stood at 14.67% for FY 2016-17 as compared to 14.04% for FY 2015-16. The operating margin improved mainly due to new orders with better margins, process improvements and operating efficiencies.
- The Net Profit after Tax increased by 59.10% from ₹ 43.57 crore to ₹ 69.32 crore.

Financial Status

Net worth: The net worth of the Company on a standalone basis has increased from ₹ 170.36 crores as on March 31, 2016 to ₹ 299.14 crores as at March 31, 2017.

Borrowings: The total standalone borrowing decreased from ₹ 173.74 crore as on March 31, 2016 to ₹ 150.66 crore as on March 31, 2017. The Debt-Equity Ratio improved to 0.50x as on March 31, 2017 from 1.02x as on March 31, 2016.

Capital Expenditure: During FY 2016-17, the Company has capitalized additional fixed assets of ₹ 43.09 crores to increase its project execution capacity. Major funding of the capital expenditure was made from the proceeds from Rupee Term Loans and internal accruals. CIL continued to be selective in making capital investment - only for core assets such as tower cranes, hoists and Formwork. The asset management practice has been made robust, to ensure due care and maintenance of the assets, particularly Formwork, so that maximum useful life is derived out of the same.

Order Book

The Company's Order Book stood in excess of ₹ 4,336 crore as on March 31, 2017. The Order Book as at March 31, 2017 stood at 3.8x of FY 2017 Revenue from operations.

CIL continued its focus on the residential and commercial building construction segment only during the year FY 2016-17, with particular emphasis on improving the quality of the Order Book. The Company will cautiously approach potential opportunities in the public sector.

Human Capital

CIL believes that a motivated team combined with effective processes will deliver on customer satisfaction and financial excellence. Accordingly, the Company has invested heavily in organisation development for establishing a robust framework where people and systems complement each other, striving to generate maximum value out of the time invested. Training and development of personnel was combined with strengthening of the ERP framework for process control improvements.

CIL has accumulated human capital with the right combination of knowledge, skill and attitude for execution of projects in a timely and cost effective manner, ensuring compliances. Training and development programmes have been institutionalised for continuous improvement, with specific focus on individual productivity and overall improvement of operations.

Recognising the importance of motivation, a performance linked reward mechanism has been developed whereby the individual objectives are aligned with the corporate objectives and smart targets are established annually for key personnel. A fast track career growth programme has been established to identify and groom star performers in the organisation.

Skilled labour being the most crucial resource in construction projects, the Company is focused on attracting and retaining adequate number of workforce to meet its increasing requirement as more and more work fronts opened up. A slew of measures such as weekly food allowances, comfortable accommodation facilities, and appropriate conveyance arrangements as necessary, hygiene at the accommodation, occupational health and safety at the workplace etc. are ensured.

Effective Processes

The Policies and Procedures were improvised and the ISO / OHSAS certifications (ISO 9001:2008, ISO 14001:2004 and OHSAS 18001:2007) were renewed, for expanded scope covering Engineering, Procurement and Construction Contracts for Building Construction.

The Company has implemented the integrated cost management system framework with BuildSmart ERP complemented by Candy estimates. The Internal Controls for Financial Reporting were implemented by the Company and reviewed by the Statutory Auditors. The corporate governance framework and the internal controls are being strengthened as an on-going continual improvement exercise, to meet best industry practices.

An Operations Review exercise was carried out to improve the systems and processes with a view to gear up to effectively meet the increase in number, geographical spread, complexity and size of the projects. A major drive to improve housekeeping at project sites was made. In addition, a lean construction mission has been undertaken to identify and eliminate all kinds of waste, including wastage of resources and rectification / rework.

The Company has institutionalised a risk control framework whereby any concerns in ageing of receivables get flagged, followed by activation of mitigation measures to amicably resolve the consequences. This has enabled the receivables to be under control, even as the Company was able to realise cost compensations due to delays where necessitated and was able to foreclose certain projects by mutual agreement, avoiding exposure in stressed projects.

Customer Satisfaction

The Company improved the process quality assurance and product quality control mechanism during FY 2015-16, with a view to minimise construction delay and rectification / repair / rework. A structured review of non-conformities and repair costs is made every month, with a view to reduce the same by carrying out the root cause analysis and improving the work processes accordingly to the satisfaction of the clients. Similarly, good housekeeping and work place safety are ensured to the satisfaction of the clients.

With RERD Act getting in place, timely completion has become an important consideration for customers. Going forward, the Company will be working to improve the percentage of plan completed on a weekly basis, so that the customer satisfaction level soars in this crucial aspect.

A number of repeat orders were secured during the year from existing clientele, reflecting on customer satisfaction. A number of clients gave positive word-of-mouth references that enabled the Company to win new orders.

Capacit'e Infraprojects Limited is committed to improve the customer satisfaction level on a continual basis and greater emphasis on this aspect will be placed in FY 2017-18.

Growth Outlook

The implementation of RERD Act will enable a consolidation in the launch of new projects, with faster clearances and improved cash flow for construction, besides greater stress on quality and hence the willingness to pay for the same.

A number of projects will be completed by the Company in FY 2017-18, improving its track record for consideration in award of new projects by major developers.

The expected boost in public spending in FY 2017-18 covers building construction in a significant way, both in housing as well as institutional segments.

The above factors are likely to have a positive impact on the quantum and quality of Order Book of the Company going forward.

The improvement in cash flow in FY 2017-18 by way of additional equity infusion combined with increased banking limits and improved fund flows from clients will enable increase in efficiency of operations, which in turn will contribute positively towards improving profitability in the years ahead.

Cautionary Statements

This Management Discussion & Analysis report makes forward looking statements based on certain assumptions and expectations of future events over which CIL exercises no control. CIL cannot guarantee their accuracy nor can it warrant that the same will be realised. Actual results could differ materially from those expressed or implied. Macro-economic factors such as demand, supply, global economic and geopolitical developments, government regulatory and tax framework, liquidity in the market etc. could impact the operations of CIL.

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Capacit'e Infraprojects Limited

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Capacit'e Infraprojects Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the 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 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 and the Companies (Accounting Standards) Amendment Rules, 2016. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017, its profits, and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, 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 standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;

- (e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 21 and Note 43 to the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosure in Note 22 to these standalone financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the management.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

perJayesh Gandhi
Partner
Membership Number: 37924

Place of Signature: Mumbai
Date: June 13, 2017

Annexure 1 referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.
- (ii) The physical verification of inventory [other than site establishment cost of Rs. 6,402.88 lakhs costs included in construction work-in-progress, which is absorbed/ charged off to the statement of profit and loss in proportion to the revenue recognition] has been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- (iii) (a) The Company has granted loans to two entities covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the loans are not prejudicial to the Company’s interest.
- (b) The Company has granted loans that are re-payable on demand, to two entities covered in the register maintained under section 189 of the Companies Act, 2013. We are informed that the Company has not demanded repayment of any such loan during the year, and thus, there has been no default on the part of the parties to whom the money has been lent. The payment of interest has been regular.
- (c) There are no amounts of loans granted to entities listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the construction and infrastructural development and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including employee state insurance, sales-tax, custom duty, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities except for the following:
 - (a) provident fund which has not been regularly deposited though the delays in deposits have not been serious, and
 - (b) income tax and service tax have not been regularly deposited with the appropriate authorities and there have been serious delays in many cases.

The provisions relating to excise duty are not applicable to the Company.
- (b) According to the information and explanations given to us, undisputed amounts payable in respect of provident fund, employees’ state insurance, income-tax, service tax, sales-tax, custom duty, value added tax, cess and other statutory dues were not outstanding as at the balance sheet date for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, value added tax and cess which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing to a financial institution or bank. There are no dues payable to debenture holders or government.

- (ix) In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised. The Company has not raised any money by way of initial public offer / further public offer /debt instruments.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given by the management, the Company has complied with provisions of section 42 of the Companies Act, 2013 in respect of the private placement/preferential allotment of shares during the year. According to the information and explanations given by the management, we report that the amounts raised, have been used for the purposes for which the funds were raised.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi
Partner
Membership Number: 37924

Place of Signature: Mumbai
Date: June 13, 2017

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF CAPACIT'E INFRAPROJECTS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Capacit'e Infraprojects Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

perJayesh Gandhi
Partner
Membership Number: 37924

Place of Signature: Mumbai
Date: June 13, 2017



CAPACIT'E INFRAPROJECTS LIMITED

BALANCE SHEET AS AT MARCH 31, 2017

(All amounts in Indian Rupees unless otherwise stated)

Particulars	Notes	As at March 31, 2017 Rupees	As at March 31, 2016 Rupees
Equity and liabilities			
Shareholders' funds			
Share capital	4	43,60,80,570	7,77,11,150
Reserves and surplus	5	<u>2,55,53,22,486</u>	<u>1,62,59,37,776</u>
		<u>2,99,14,03,056</u>	<u>1,70,36,48,926</u>
Non-current liabilities			
Long-term borrowings	6	67,20,46,408	64,14,34,980
Deferred tax liabilities (net)	7	28,50,85,967	11,26,10,530
Other long-term liabilities	8	1,09,48,28,630	99,63,58,122
Long-term provisions	9	<u>2,44,30,663</u>	<u>1,26,94,238</u>
		<u>2,07,63,91,668</u>	<u>1,76,30,97,870</u>
Current Liabilities			
Short-term borrowings	10	52,26,61,089	91,99,27,094
Trade payables			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	11	3,01,35,15,741	2,96,73,20,816
Other current liabilities	12	1,62,49,97,932	1,00,84,96,775
Short-term provisions	13	<u>3,54,99,853</u>	<u>9,04,83,024</u>
		<u>5,19,66,74,615</u>	<u>4,98,62,27,709</u>
Total		<u>10,26,44,69,339</u>	<u>8,45,29,74,505</u>
Assets			
Non-current assets			
Fixed assets	14		
Property, Plant and Equipment		2,51,89,83,528	2,27,02,69,675
Intangible assets		2,05,85,150	2,01,75,485
Capital work in progress		6,73,10,890	8,33,24,933
Non-current investments	15	18,00,000	1,43,60,000
Loans and advances	16	18,77,70,713	6,42,37,536
Trade receivables	17	15,59,80,889	-
Other non current assets	18	<u>14,37,21,423</u>	<u>10,89,48,854</u>
		<u>3,09,61,52,593</u>	<u>2,56,13,16,483</u>
Current assets			
Current investment	19	1,70,65,860	-
Inventories	20	2,34,44,32,597	2,00,50,07,358
Trade receivables	21	3,12,93,07,705	2,64,51,88,081
Cash and bank balance	22	50,30,43,718	36,12,07,967
Loans and advances	23	80,43,06,457	81,63,22,965
Other current assets	24	<u>37,01,60,409</u>	<u>6,39,31,651</u>
		<u>7,16,83,16,746</u>	<u>5,89,16,58,022</u>
Total		<u>10,26,44,69,339</u>	<u>8,45,29,74,505</u>
Summary of significant accounting policies	3		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

CAPACIT'E INFRAPROJECTS LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2017

(All amounts in Indian Rupees unless otherwise stated)

Particulars	Notes	For the Year Ended March 31, 2017 Rupees	For the Year Ended March 31, 2016 Rupees
Income			
Revenue from operations	25		
- Contract revenue		11,19,56,73,520	7,94,70,10,167
- Other operating income		5,51,63,171	7,39,78,199
Other income	26	14,86,21,434	12,87,16,976
Total revenue (I)		<u>11,39,94,58,125</u>	<u>8,14,97,05,342</u>
Expenses			
Cost of material consumed	27	4,97,09,60,294	4,40,34,27,235
(Increase)/ decrease in construction work-in-progress	28	(25,05,65,770)	(97,64,95,490)
Construction expense	29	3,61,23,79,661	2,49,19,71,417
Employee benefits expense	30	95,57,71,076	68,66,72,142
Depreciation and amortization expense	31	17,94,29,273	15,32,54,760
Finance costs	32	41,49,65,334	29,43,25,267
Other expenses	33	46,02,47,740	37,49,79,787
Total expenses (II)		<u>10,34,31,87,608</u>	<u>7,42,81,35,118</u>
Profit before prior period items before taxes		<u>1,05,62,70,517</u>	<u>72,15,70,224</u>
Prior period items	34	-	4,32,61,180
Profit before tax (I-II)		<u>1,05,62,70,517</u>	<u>67,83,09,044</u>
Tax Expenses			
Current tax		33,23,47,437	21,20,94,829
Deferred tax		3,07,56,131	3,08,23,954
Short / (Excess) provision of tax of earlier years		-	(2,80,783)
Total tax expenses		<u>36,31,03,568</u>	<u>24,26,38,000</u>
Profit for the year		<u>69,31,66,949</u>	<u>43,56,71,044</u>
Earning per equity share [nominal value of share Rs. 10 (March 31, 2016: Rs.10)]	35		
Basic		17.20	10.99
Diluted		14.00	9.90
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary



CAPACIT'E INFRAPROJECTS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

(All amounts in Indian Rupees unless otherwise stated)

Particulars	For the Year Ended	For the Year Ended
	March 31, 2017 Rupees	March 31, 2016 Rupees
Cash flow from operating activities		
Profit before Tax	1,05,62,70,517	67,83,09,045
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	17,94,29,273	16,69,94,181
Pre-operative Expenses written off	-	2,95,21,759
Finance cost	41,49,65,334	29,43,25,267
Unrealized foreign exchange Gain/loss	(3,78,875)	25,74,162
Provision for doubtful debts	3,33,31,976	2,50,00,000
Sundry Balance written off	26,93,318	2,28,538
Loss on Sale of fixed assets	-	20,711
Profit on sale of property, plant and equipment	-	(41,32,849)
Dividend Income	-	(7,133)
Interest income	(9,37,53,490)	(5,46,85,169)
Operating profit before working capital changes	1,59,25,58,053	1,13,81,48,512
Movement in working capital :		
Increase/ (Decrease) in Trade payables	4,61,94,925	1,30,56,84,119
Increase/ (Decrease) in Other current / non current liabilities	50,80,26,400	18,95,19,417
Increase/ (Decrease) in Provisions	2,12,58,977	1,30,65,826
Decrease/(Increase) in Loans and advances	39,79,410	(34,56,09,818)
Decrease/(Increase) in Inventories	(33,94,25,238)	(1,05,35,41,439)
Decrease/(Increase) in Trade receivables including retention	(67,61,25,806)	(1,20,08,62,159)
Decrease/(Increase) in Other current / non current assets	(29,67,80,508)	1,28,00,370
Cash generated from/(used in) operations	85,96,86,213	5,92,04,828
Direct Taxes paid (net of refunds)	(23,91,76,615)	(15,66,50,192)
Net cash flow from/(used in) operating activities (A)	62,05,09,598	(9,74,45,364)
Cash flow from investing activities		
Purchase of fixed assets including CWIP and capital advances	(49,54,09,721)	(78,02,35,444)
Proceeds from sale of fixed assets	-	1,71,14,348
Proceeds from sale/maturity of investments	(45,05,860)	5,00,00,000
Inter corporate deposit (given)/refunded (to)/from Related Parties, net	(3,60,00,768)	(8,53,89,456)
Investments in bank deposits (having original maturity of more than three months)	(7,87,79,512)	(4,36,83,442)
Advance received for sale of shares	3,45,00,000	-
Interest received	5,63,62,345	3,17,39,712
Dividend Received	-	7,133
Net cash from/(used in) investing activities (B)	(52,38,33,516)	(81,04,47,149)
Cash flow from financing activities		

Proceeds /(Repayment) from long-term borrowings, net	17,38,84,249	11,81,79,299
Proceeds /(Repayment) from short-term borrowings, net	(39,72,66,005)	50,90,93,473
Dividend paid including taxes	(1,62,96,577)	-
Interest paid	(38,16,20,999)	(29,10,59,613)
Payment of share issue expenses	(54,12,319)	-
Proceeds from issue of Share Capital	59,99,99,501	60,65,87,639
Net cash from/(used in) financing activities (C)	(2,67,12,150)	94,28,00,798
Net increase/(decrease) in cash and cash equivalents (A + B + C)	6,99,63,932	3,49,08,285
Effect of exchange differences on cash & cash equivalents held in foreign currency	(78,018)	(6,652)
Cash and Cash Equivalents at the beginning of the period	4,68,65,445	1,19,63,812
Cash and cash equivalents at end of the period	11,67,51,359	4,68,65,445
Components of cash and cash equivalents		
Cash in hand	9,65,668	72,13,940
Foreign currency on hand	4,57,369	2,60,411
Balances with banks:		
- on current accounts	10,80,44,527	3,93,91,094
- Term Deposits with less than 3 months of original maturity	72,83,795	-
Total cash & cash equivalents (note 22)	11,67,51,359	4,68,65,445

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary



CAPACIT'E INFRAPROJECTS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

(All amounts in Indian Rupees unless otherwise stated)

1 Corporate information

Capacit'e Infraprojects Limited (the Company) is a Company domiciled in India and incorporated under the provisions of Companies Act, 1956 on August 09, 2012. The Company is an ISO-9001:2008, ISO-14001:2004 and OHSAS-18001:2007 certified Company. The Company is primarily engaged in the business of construction and infrastructure development. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014.

2 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 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on going concern basis under the historical cost convention on an accrual basis.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

3 Summary of significant accounting policies

a. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires management to make judgements, estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and reported amounts of income and expenses for the year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b. Revenue Recognition

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

For Construction Contract

- a. For Engineering, Procurement and Construction ('EPC') contracts, the work item rates are fixed and subject to price escalation clauses.
- b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys and work certified by the customers.
- c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably. When the total contract cost is estimated to exceed total revenues from the contract, the loss is recognized immediately.
- d. Amounts due in respect of price escalation, cost compensations and/ or variation in contract work are recognised as revenue only if the contract allows for such price escalation, cost compensations and/ or variation and/or there is evidence that the customer has accepted it and are capable of being reliably measured.

Accounting of Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership is transferred to the buyer.

Management Consultancy & other services

Revenues from Management consultancy & other services are recognized pro-rata over the period of the contract as and when services are rendered. The Company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the company. Hence, it is excluded from revenue.

Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

Dividend

Dividend income is recognized when the Company's right to receive dividend is established by the reporting date.

c. Tangible Assets

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Company adjusts exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. In accordance with MCA circular dated 09 August 2012, exchange differences adjusted to the cost of fixed assets are total differences, arising on long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset, for the period. In other words, the Company does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

d. Intangible Assets

Intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the Statement of profit and loss in the year in which the expenditure is incurred.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

e. Depreciation & Amortisation

Depreciation on Property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. Intangible assets in the form of computer software are amortised over their respective individual estimated useful lives on a straight line basis.

The Company has assessed the following useful life to depreciate and amortize on its property, plant and equipment and intangible assets respectively.

Particulars	Useful Lives of the Assets
	estimated by the management
	(years)
Plant and Machinery *	20
Furniture and Fixture *	10
Office Equipment	10
Formwork *	15
Vehicles	10
Computer & Hardware	5
Computer Software	5

* Company has used useful life other than as indicated in Schedule II which is as per management estimate, supported by independent assessment by professionals.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The amortization period and the amortization method are reviewed at least at each financial year end.

f. Impairment of tangible and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. The recoverable amount of the tangible & intangible assets is estimated as the higher of its net selling price and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account. An impairment loss is recognised whenever the carrying amount of an tangible &

intangible asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

g. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost.

However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

h. Inventories

a. Construction material, raw materials, components, stores and spares are valued at lower of cost and net realizable value. However material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost are determined on weighted average method.

b. Ply and Batten (included in construction work in progress): Cost less amortisation/charge based on their usages.

c. Construction Work-in-progress (others) consists of direct construction cost and indirect construction cost to the extent to which the expenditure is related to the construction or incidental thereto. Construction Work-in-progress is valued on the basis of technical assessment.

i. Foreign exchange transaction

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Net exchange gain or loss resulting in respect of foreign exchange transactions settled during the year is recognised in the statement of profit and loss.

Foreign currency denominated monetary items at year end are translated at exchange rates as on the reporting date and the resulting net gain or loss is recognised in the statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset.

Exchange differences arising on other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" and amortized over the remaining life of the concerned monetary item.

All other exchange differences are recognized as income or as expenses in the period in which they arise.

The Company treats a foreign monetary item as "long-term foreign currency monetary item", if it has a term of 12 months or more at the date of its origination. In accordance with MCA circular dated 09 August 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items for the period. In other words, the Company does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

j. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

The Company recognizes termination benefit as a liability and an expense when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

k. **Income taxes**

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period

l. **Cash and Cash Equivalent**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

m. **Borrowing costs**

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

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

n. **Leases**

Where the Company is lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

o. Earnings Per Share

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p. Provisions and Contingencies

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

Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

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

q. Accounting for Proposed Dividend

As per the requirements of pre-revised AS 4, the Company used to create a liability for dividend proposed/ declared after the balance sheet date if dividend related to periods covered by the financial statements. Going forward, as per AS 4(R), the Company cannot create provision for dividend proposed/ declared after the balance sheet date unless a statute requires otherwise. Rather, Company will need to disclose the same in notes to the financial statements.

Accordingly, the Company has disclosed dividend proposed by board of directors after the balance sheet date in the notes.

4 SHARE CAPITAL

	As at March 31, 2017	As at March 31, 2016
Authorized capital		
7,66,50,000 (P.Y. 64,00,000) Equity shares of Rs. 10/- each	76,65,00,000	6,40,00,000
16,75,000 (P.Y. 12,00,000) Compulsory convertible preference shares of Rs. 20/- each	3,35,00,000	2,40,00,000
Total	80,00,00,000	8,80,00,000
Issued, subscribed and fully paid up share capital		
4,02,94,681 Equity shares of Rs. 10/- each fully paid up including Bonus Shares issued during the year 3,45,38,298 (P.Y 57,56,383 including Bonus Shares NIL)	40,29,46,810	5,75,63,830
10,07,366 (P.Y. 10,07,366) 0.0001% Compulsorily convertible preference shares Series A of Rs. 20/- each fully paid up	2,01,47,320	2,01,47,320
6,49,322 (P.Y. NIL) 0.0001% Compulsorily convertible preference shares Series B of Rs. 20/- each fully paid up	1,29,86,440	-
Total issued, subscribed and fully paid-up share capital	43,60,80,570	7,77,11,150

Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

Equity shares allotted as fully paid bonus shares by capitalization of securities premium

Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash

Equity shares bought back by the compan

As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
3,45,38,298	-	-	-	-
-	8,14,457	-	-	-
-	-	-	-	-

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	March 31, 2017		March 31, 2016	
	Nos.	Rupees	Nos.	Rupees
At the beginning of the period	57,56,383	5,75,63,830	49,41,921	4,94,19,210
Shares issued during the period (refer note below)	3,45,38,298	34,53,82,980	8,14,462	81,44,620
Outstanding at the end of the period	4,02,94,681	40,29,46,810	57,56,383	5,75,63,830

Note: In the Current year, the Company has issued bonus shares to existing equity share holders in the ratio of 6:1 .Out of the total equity shares issued during previous year, 814,457 fully paid-up equity shares were issued pursuant to contracts for consideration other than cash.

Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the shareholders.

Details of Shareholders holding more than 5% Equity Shares

Name of shareholder	March 31, 2017		March 31, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Rohit Ramnath Katyal	63,04,144	15.65%	9,00,592	15.65%
Rahul Ramnath Katyal	61,24,930	15.20%	8,74,990	15.20%
Subir Malhotra	25,25,439	6.27%	3,60,777	6.27%
Rohit Katyal jointly with Rahul Katyal	45,12,046	11.20%	6,44,578	11.20%
Katyal Merchandise Private Limited	90,72,994	22.52%	12,96,142	22.52%
New Quest Asia Investments II Limited	35,87,080	8.90%	-	0.00%
Vinayak Kulkarni HUF	-	0.00%	7,60,000	13.20%
Advance Housing Development Private Limited	52,45,800	13.02%	7,49,400	13.02%

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series A outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2017		March 31, 2016	
	Number	Rs	Number	Rs
At the beginning of the period Series A	10,07,366	2,01,47,320	-	-
Shares issued during the period Series A	-	-	10,07,366	2,01,47,320
Outstanding at the end of the period (Series A)	10,07,366	2,01,47,320	10,07,366	2,01,47,320

Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series B outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2017		March 31, 2016	
	Number	Rs	Number	Rs
At the beginning of the period Series B	-	-	-	-
Shares issued during the period Series B	6,49,322	1,29,86,440	-	-
Outstanding at the end of the period (Series B)	6,49,322	1,29,86,440	-	-

Terms/Rights attached to 0.0001% compulsorily convertible preference shares Series A & Series B

1) The CCPS will be automatically converted into one ordinary equity shares of the Company, subject to adjustments specified in terms of issuance, upon the expiry of a period of 19 years from the date of issue ("Term"). Series A CCPS were issued in the year ended March 31, 2016 and Series B CCPS were issued in the year ended March 31, 2017.

The CCPS may be converted into ordinary equity shares of the Company at any time prior to the expiry of the Term at the sole option of the Investor and at the conversion ratio mentioned above.

The CCPS will mandatorily convert into equity shares just prior to a filing of the RHP for an IPO, at the conversion ratio mentioned above, and the rights provided to the holders of the CCPS or attached to the CCPS will cease to be available.

Details of shareholders holding more than 5% (0.0001% compulsorily convertible preference shares Series A & B)

Name of Shareholder	March 31, 2017		March 31, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Series A				
Paragon partners growth fund I	10,07,366	100.00%	5,33,904	53.00%
HW Private Investments Limited	-	0.00%	4,73,462	47.00%
Series B				
Paragon partners growth fund I	97,398	15.00%	-	0.00%
Infina Finance Pvt. Ltd	54,110	8.33%	-	0.00%
Jyotiprasad Taparia HUF	54,110	8.33%	-	0.00%
New Quest Asia Investments II Limited	4,32,882	66.67%	-	0.00%

Note on Interim Dividend:

Subsequent to year ended March 31, 2017, the Board of Directors declared an Interim Dividend for the year ended March 31, 2017 of Re. 0.50 on each fully paid equity share of face value of Rs. 10/- each and of Rs. 3.50 on each fully paid compulsory convertible preference shares of face value of Rs. 20/- each. The total pay-out was Rs. 3,13,74,853/- (Interim Dividend Rs. 2,59,45,749 & Dividend Distribution Tax Rs. 54,29,104).

	As at March 31, 2017	As at March 31, 2016
5 RESERVES AND SURPLUS		
Foreign currency monetary translation difference account		
Balance as per the last financial statements	-	3,04,95,233
Less: amounts capitalised during the year (note 14)	-	(3,04,95,233)
Total	-	-
Securities premium account		
Balance as per the last financial statements	83,04,76,390	18,45,80,760
Add: Premium on Issue of Compulsory convertible preference shares	58,70,13,061	60,98,49,303
Add: Premium on Issue of Equity shares	-	5,94,58,301
Less: Utilised for issue of Bonus Equity Shares	(34,53,82,980)	-
Less: Share issue expenses	(54,12,319)	(2,34,11,974)
Total	1,06,66,94,152	83,04,76,390
Surplus in the Statement of Profit and Loss		
Balance as per last financial statement	79,54,61,385	37,60,86,919
Add: Profit for the year	69,31,66,949	43,56,71,044
Less:		
Dividend	-	(1,35,27,498)
Dividend distribution tax	-	(27,69,079)
Total	1,48,86,28,334	79,54,61,386
Total reserves and surplus	2,55,53,22,486	1,62,59,37,776

	Current maturities		Non-current portion	
	As at March 31, 2017	As at March 31, 2016	As at March 31, 2017	As at March 31, 2016
6 LONG TERM BORROWINGS				
Term loans				
From banks (secured)	16,48,01,143	12,41,22,417	17,71,06,810	26,46,95,740
From financial institutions (secured)	12,53,22,913	5,18,82,972	38,96,18,199	15,49,44,304
Others				
Buyer's credit (secured) (note 46)	2,17,60,206	-	10,53,21,399	18,31,85,833
Inter Corporate Deposits ('ICD') from Capacite Engineering Pvt Ltd (CEPL) (note 49) (unsecured)	-	-	-	3,86,09,103
	31,18,84,262	17,60,05,389	67,20,46,408	64,14,34,980
The above amount includes				
Secured borrowings	31,18,84,262	17,60,05,389	67,20,46,408	60,28,25,877
Unsecured borrowings	-	-	-	3,86,09,103
Amount disclosed under the head "other current liabilities" (note 12)	(31,18,84,262)	(17,60,05,389)	-	-
Net amount	-	-	67,20,46,408	64,14,34,980

Terms and Conditions of the Borrowings

Term loan from bank carries interest ranging between 9.50% to 14.00% p.a. These loans are repayable in 18 to 84 months with structured monthly instalments ranging between Rs. 1,749 to Rs. 25,00,000 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments/vehicles against which these loans are taken with additional mortgage/charge aggregating to an amount of Rs. 61.97 crores (PY Rs. 49.72 crores), on the plant and machinery and form work placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the director of the Company.

Term loan from financial institutions carries interest ranging between 10.02% to 14.50 % p.a. These loans are repayable in 35 to 60 months with structured monthly instalments ranging between Rs. 8,625 to Rs. 4,05,433 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments against which these loans are taken with additional mortgage/charge aggregating to an amount of Rs. 71.60 crores (PY Rs. 25.45 crores), on the plant and machinery placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the managing director of the Company.

Loan from JM financial carries interest @ 14.5% p.a. to be repaid in 18 instalments of Rs. 1,66,00,000 each commencing after 19 months from the date of disbursement. The loan has first and exclusive mortgage/hypothecation over unencumbered movable fixed assets (1.33 times of the facility amount). Further, the loan has first & exclusive pledge over 14,40,000 equity shares of CIL owned by the promoters & the loan has been guaranteed by Katyal Merchandise Private limited and the personal guarantee of the promoters.

Buyer's Credit from banks in Euro carries interest ranging between 6 month Euribor + 55 bps to 70 bps and in USD ranging between 6 month LIBOR + 49 bps to 75 bps. These buyer's credit are convertible into term loan after 3 years and repayable in 5 to 7 years considering roll over option available at the discretion of the company. The buyer's credits are secured by hypothecation of respective equipments against which these credits are taken and additional mortgage/charge aggregating to an amount of Rs. 13.65 crores (PY 19.47 crores), on the plant and machinery and form work placed at various sites and used for the purpose of construction

ICD from CEPL, which is unsecured, carries interest of 14 % p.a. The said loan has been repaid in full during the financial year.

	As at March 31, 2017	As at March 31, 2016
7 DEFERRED TAX LIABILITY		
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	17,86,14,502	12,57,84,352
Retention Money*	14,17,19,306	-
Gross deferred tax liability	32,03,33,808	12,57,84,352
Deferred tax assets		
Provision for employee benefit expenses	1,50,60,311	45,21,822
Provision for doubtful debts	2,01,87,530	86,52,000
Gross deferred tax assets	3,52,47,841	1,31,73,822
Net deferred tax liability	28,50,85,967	11,26,10,530

	As at March 31, 2017	As at March 31, 2016
8 OTHER LONG TERM LIABILITIES		
Payable for capital goods	19,12,93,483	22,18,54,269
Advance from Customers	72,92,83,363	67,78,25,906
Retention Money	15,95,04,347	9,02,15,359
Retention Money payable to Related Parties (Note 49)	1,47,47,437	64,62,588
Total	1,09,48,28,630	99,63,58,122

	As at March 31, 2017	As at March 31, 2016
9 LONG TERM PROVISIONS		
Provision for employee benefits		
Provision for gratuity (Note 40)	2,44,30,663	1,26,94,238
Total	2,44,30,663	1,26,94,238

	As at March 31, 2017	As at March 31, 2016
10 SHORT TERM BORROWINGS		
Secured Loans:-		
Working Capital Loan from Bank	42,23,34,016	72,73,99,158
Working Capital Loan from Financial Institution	10,03,27,073	19,25,27,936
	52,26,61,089	91,99,27,094

Terms and Conditions of the Borrowings

Working capital loan from banks is secured against hypothecation of fixed assets, inventory, trade receivables, and other current assets on paripassu basis with other member banks in the consortium. The Working capital loan is repayable on demand and carries interest range between 1 year MCLR + 1.75% to 4.35% presently, in range of 9.50% to 12.85% p.a.

Working capital loan from financial institutions is secured against exclusive charge on the current assets, fixed deposits, investment in Birla Sun Life Mutual Fund, cash flows, receivables including retention, and revenues present and future of the project and first exclusive charge on escrow project receipt. The Working capital loan is repayable on demand and carries interest rate between range of 11.75% to 15.00% p.a. Further, the loan has been guaranteed by the personal guarantee of the Director of the Company.

	As at March 31, 2017	As at March 31, 2016
11 TRADE PAYABLE		
Acceptances	52,95,77,782	83,62,57,250
Total outstanding dues of micro enterprises and small enterprises (Refer note 37)	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,48,34,24,993	2,12,55,32,271
Payable to Related Parties (note 49)	5,12,966	55,31,295
Total	<u>3,01,35,15,741</u>	<u>2,96,73,20,816</u>
12 OTHER CURRENT LIABILITIES		
	As at March 31, 2017	As at March 31, 2016
Current Maturities of Long Term Borrowings (note 6)	31,18,84,262	17,60,05,389
Payable for capital goods	8,32,07,695	4,94,24,852
Interest accrued and due to related parties (note 49)	-	1,03,75,659
Interest accrued but not due	35,18,629	49,88,353
Statutory liability	35,12,31,208	27,37,13,145
Employee benefit expenses	7,45,32,132	6,07,06,120
Book overdraft	72,27,989	98,41,159
Advance received for sale of shares (Refer Note 19 a)	3,45,00,000	-
Advance from customers	75,88,96,017	42,34,42,098
Total	<u>1,62,49,97,932</u>	<u>1,00,84,96,775</u>
13 SHORT TERM PROVISIONS		
	As at March 31, 2017	As at March 31, 2016
Provision for income tax* (net of advance taxes Rs. 23,69,79,217)	1,64,37,430	6,46,46,576
Provision for employee benefits		
Provision for gratuity (note 40)	1,47,947	69,800
Provision for leave encashment	1,89,14,476	94,70,071
Provision for dividend and dividend distribution tax	-	1,62,96,577
Total	<u>3,54,99,853</u>	<u>9,04,83,024</u>

* includes the effect of transfer of Rs. 14,17,19,306 from provision for income tax to deferred tax liability in respect of earlier year.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017
(All amounts in Indian Rupees unless otherwise stated)

Note - 14 - Property, Plant and Equipment

Particulars	Gross Block				Depreciation Additions / Adjustments	Deductions / Adjustments	As at March 31, 2017	Net Block	
	As at April 01, 2016	Adjustment for foreign exchange**	Additions / Adjustments	Deductions / Adjustments				As at March 31, 2017	As at March 31, 2016
Tangible Assets									
Plant and Machinery	63,94,59,545 (50,47,92,787)	8,25,156 (18,62,179)	20,88,08,672 (14,67,92,343)	- (1,39,87,765)	84,90,93,373 (63,94,59,544)	5,31,73,863 (2,49,75,954)	3,64,97,432 (2,92,23,207)	75,94,22,078 (58,62,85,681)	58,62,85,681 (47,98,16,833)
Furnitures & Fixtures	2,68,42,831 (2,66,34,891)	- (Nil)	7,13,243 (2,07,940)	- (Nil)	2,75,56,074 (2,68,42,831)	64,31,104 (30,15,156)	25,62,794 (34,15,948)	1,85,62,176 (2,04,11,727)	2,04,11,727 (2,36,19,735)
Office Equipment	89,16,356 (83,31,523)	- (Nil)	11,77,699 (5,84,833)	- (Nil)	1,00,94,055 (89,16,356)	23,58,787 (9,78,100)	8,78,812 (13,80,687)	68,56,456 (65,57,569)	65,57,569 (73,53,423)
Computers	2,11,51,724 (1,35,94,916)	- (Nil)	46,51,561 (76,00,034)	- (43,225)	2,58,03,285 (2,11,51,725)	66,45,107 (32,64,918)	46,29,489 (33,83,671)	1,45,28,689 (1,45,06,618)	1,45,06,618 (1,03,29,998)
Formwork	1,67,54,61,011 (1,21,00,52,615)	-77,62,211 (-1,64,01,503)	21,15,61,929 (48,18,09,900)	11,66,507 (Nil)	1,87,80,94,222 (1,67,54,61,012)	18,20,20,120 (5,92,55,131)	12,46,64,862 (12,27,64,989)	1,57,14,09,240 (1,49,34,40,892)	1,49,34,40,892 (1,15,07,97,484)
Vehicles	1,66,27,673 (83,32,683)	- (Nil)	29,64,900 (82,94,989)	- (Nil)	1,95,92,573 (1,66,27,672)	18,10,972 (7,10,970)	16,86,195 (11,00,003)	1,60,95,406 (1,48,16,700)	1,48,16,700 (76,21,713)
Building	13,52,21,385 (Nil)	- (Nil)	- (13,52,21,385)	- (Nil)	13,52,21,385 (13,52,21,385)	9,70,897 (Nil)	21,41,005 (9,70,897)	13,21,09,483 (13,42,50,488)	13,42,50,488 (Nil)
Total	2,52,36,80,525 (1,77,17,39,415)	-69,37,055 (-1,45,39,324)	42,98,78,004 (78,05,11,424)	11,66,507 (1,40,30,990)	2,94,54,54,967 (2,52,36,80,525)	25,34,10,850 (9,22,00,229)	17,30,60,589 (16,22,39,402)	2,51,89,83,528 (2,27,02,69,675)	2,27,02,69,675 (1,67,95,39,186)
Intangible Assets									
Computer Software	2,98,21,267 (2,46,89,756)	- (Nil)	67,78,349 (51,31,511)	- (Nil)	3,65,99,616 (2,98,21,267)	96,45,782 (48,91,002)	63,68,684 (47,54,780)	2,05,85,150 (2,01,75,485)	2,01,75,485 (1,97,98,754)
Total	2,98,21,267	-	67,78,349	-	3,65,99,616	96,45,782	63,68,684	2,05,85,150	2,01,75,485
Grand Total	2,55,35,01,792	-69,37,055	43,66,56,353	11,66,507	2,98,20,54,583	26,30,56,632	17,94,29,273	2,53,95,68,678	2,29,04,45,160
Grand Total - Previous Year	(1,79,64,29,171)	(-1,45,39,324)	(78,56,42,935)	(1,40,30,990)	(2,55,35,01,792)	(9,70,91,231)	(16,69,94,181)	(2,29,04,45,160)	(1,69,93,37,940)

(Figures in bracket and italics are for March 31, 2016)

**

In earlier years, the foreign exchange translation differences arising on 'Long Term Foreign Currency Monetary Items' which relates to acquisition of depreciable asset were carried forward under "Reserves and Surplus". In order to comply with requirements of para 46A of Accounting Standard 11, The Effects of Changes in Foreign Exchange Rates these exchange differences amounting to ₹ 3,04,95,233/- was adjusted from the cost of the fixed asset and accumulated depreciation. Consequent to this prior period adjustment, Reserves and Surplus of previous year has been decreased by ₹ 3,04,95,233/- at the start of the year with a corresponding decrease in the block of the assets. However during 2015-16, there was loss of ₹ 1,59,55,909/- on account of translation difference of 'Long Term Foreign Currency Monetary items' and hence the net impact of ₹ 1,45,39,324/- is been shown under the gross block of Property, Plant & Equipment as at March 31, 2016.

In accordance with the amendment/ earlier amendment to AS 11, the Company has capitalized exchange gain, arising on long-term foreign currency loan, amounting to ₹ 69,37,055 (March 31, 2016: ₹ 1,45,39,324) to the Plant and Machinery & Formwork.

Note:

- 1) There are certain fixed assets (including office building & plant and machinery) on which charge has been created for loans taken by subsidiaries.
- 2) For details of security refer note 6 & 10.

	As at March 31, 2017	As at March 31, 2016
15 NON CURRENT INVESTMENTS		
TRADE INVESTMENTS - UNQUOTED (Valued at cost unless stated otherwise)		
Investment in subsidiaries		
Investment in 13,65,000 (PY 13,65,000) equity shares of ₹ 10 each fully paid in Capacit'e Engineering Private Limited (Refer Note 19 a)	-	1,30,00,000
Investment in 95,000 (PY 51,000) equity shares of ₹ 10 each fully paid in CIPL-PPSL-Yongnam Joint Ventures Constructions Private Limited	9,50,000	5,10,000
NON TRADE INVESTMENTS - UNQUOTED (Valued at cost unless stated otherwise)		
Investment in 85,000 (PY 85,000) equity shares of ₹ 10 each fully paid in Janakalyan Sahakari Bank	8,50,000	8,50,000
Total	18,00,000	1,43,60,000
Aggregate value of Unquoted Investments	18,00,000	1,43,60,000
	As at March 31, 2017	As at March 31, 2016
16 LOANS AND ADVANCES (NON CURRENT)		
Capital Advances		
Unsecured, considered good	13,66,82,335	5,75,26,358
	13,66,82,335	5,75,26,358
Security Deposits		
Unsecured, considered good	2,79,25,000	30,25,000
	2,79,25,000	30,25,000
Other Loans & Advances		
Advance tax (net of provision of ₹ 15,00,97,403 (PY ₹ NIL)	52,21,520	-
Balance with Government Authorities	1,79,41,858	36,86,178
	2,31,63,378	36,86,178
Total	18,77,70,713	6,42,37,536
	As at March 31, 2017	As at March 31, 2016
17 TRADE RECEIVABLES - Non Current (Including Retention)		
Unsecured, considered good	-	-
Outstanding for more than 6 months from the date they become due for payment	15,59,80,889	-
Others	15,59,80,889	-
	As at March 31, 2017	As at March 31, 2016
18 OTHER NON-CURRENT ASSETS		
Term deposits with remaining maturity of more than 12 months (Under lien with lenders)	2,17,09,041	1,55,59,096
Margin money deposits with banks		
Prepaid expenses	8,38,59,590	8,31,79,860
Interest accrued but not due on fixed deposits	61,03,500	39,40,834
Unbilled Revenue	1,20,80,307	62,69,064
	1,99,68,985	-
Total	14,37,21,423	10,89,48,854
	As at	As at

	March 31, 2017	March 31, 2016
19 CURRENT INVESTMENTS		
TRADE INVESTMENTS - UNQUOTED (Valued at cost unless stated otherwise)		
Investment in subsidiaries - Current portion of long-term investments		
Investment in 13,65,000 (PY 13,65,000) equity shares of Rs. 10 each fully paid in Capacit'e Engineering Private Limited (Refer note below)	1,30,00,000	-
NON TRADE INVESTMENTS - QUOTED		
Investment in 7,748.349 Units of Birla Sun Life Mutual Fund (Under Lien) Investment in 2,50,000 units of Union Capital Protection Oriented Fund (Under Lien)	15,54,685	-
	25,11,175	-
Total	<u>1,70,65,860</u>	-
Aggregate value of		
Quoted Investments	40,65,860	-
Unquoted Investments	1,30,00,000	-

a. Subsequent to the year ended March 31, 2017, the Company has sold its investment in Subsidiary Company "Capacit'e Engineering Private Limited" and accordingly, the investment in Subsidiary as at March 31, 2017 is classified as Current Investment.

	As at March 31, 2017	As at March 31, 2016
20 INVENTORIES		
Raw Material (Cost or NRV whichever is lower)	45,12,25,838	36,23,66,369
Construction Work-in-progress	1,89,32,06,759	1,64,26,40,989
Total	<u>2,34,44,32,597</u>	<u>2,00,50,07,358</u>

	As at March 31, 2017	As at March 31, 2016
21 TRADE RECEIVABLES (Including Retention)		
Outstanding for more than 6 months from the date they became due for payment		
Unsecured, considered good	3,38,66,699	7,87,419
Unsecured, considered doubtful	5,83,31,976	2,50,00,000
Sub Total	<u>9,21,98,675</u>	<u>2,57,87,419</u>
Less: Provision for doubtful receivables*	(5,83,31,976)	(2,50,00,000)
	<u>3,38,66,699</u>	<u>7,87,419</u>
Others		
Unsecured, considered good	3,08,65,61,656	2,62,75,70,230
[Including retention ₹ 80,81,14,109/- (Previous Year : ₹ 64,39,37,721/-)]		
Unsecured, considered good - Related Parties (note 49)	<u>88,79,350</u>	<u>1,68,30,432</u>
	<u>3,09,54,41,006</u>	<u>2,64,44,00,662</u>
Total	<u>3,12,93,07,705</u>	<u>2,64,51,88,081</u>

*Includes provision made for non-recoverability from a customer with respect to dishonour cheques aggregating to ₹ 2,50,00,000 for which criminal proceedings have been filed by the Company under Section 138 read with section 141 of the Negotiable Instruments Act 1881.

	As at March 31, 2017	As at March 31, 2016
22 CASH AND BANK BALANCE		
a) Cash and Cash Equivalents		
Cash on Hand	9,65,668	72,13,940
Foreign Currency on hand	4,57,369	2,60,411
Balance with banks		
- On current accounts	10,80,44,527	3,93,91,094
- Term Deposits with less than 3 months of original maturity	72,83,795	-
	<u>11,67,51,359</u>	<u>4,68,65,445</u>
b) Other Bank Balances		
Deposits kept as margin money under lien with lenders	38,62,92,359	31,43,42,522
	<u>38,62,92,359</u>	<u>31,43,42,522</u>
Total	<u>50,30,43,718</u>	<u>36,12,07,967</u>

Note

The Details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 as provided in the table below:

Particulars	SBN's	Other Denomination Notes	Total
Closing Cash in hand as on November 08, 2016	16,00,500	47,83,567	63,84,067
Add: Permitted Receipts	-	44,86,894	44,86,894
Less: Permitted Payments	-	(68,08,881)	(68,08,881)
Less: Amount deposited in Banks	(16,00,500)	-	(16,00,500)
Closing cash in hand as on December 30, 2016	-	24,61,580	24,61,580
		As at	As at
		March 31, 2017	March 31, 2016
23 LOANS AND ADVANCES (CURRENT)			
Security deposits			
Unsecured, considered good			
Related party (note 49)		-	12,06,086
Others		3,39,26,088	3,47,52,906
Loans and advances to related parties (note 49)			
Unsecured, considered good		26,66,72,388	23,06,71,621
Other loans & advances			
Advance tax (net of provision of Rs. 8,71,40,036 (PY Rs. 8,79,70,865)		2,79,47,999	3,28,30,184
Advance to employees		44,92,943	40,99,350
Advance to others		13,57,96,218	25,16,60,168
Balance with statutory / government authorities		33,54,70,821	26,11,02,650
Total		80,43,06,457	81,63,22,965
		As at	As at
		March 31, 2017	March 31, 2016
24 OTHER CURRENT ASSETS			
Prepaid expenses		5,08,90,070	4,31,46,552
Share issue expenses(to the extent not written off or adjusted) (Refer note below)		1,24,81,210	-
Interest accrued but not due on fixed deposits		1,68,99,247	1,60,65,099
Interest accrued on Loans to related parties (note 49)		3,07,45,753	-
Unbilled Revenue		25,44,24,129	-
Others		47,20,000	47,20,000
Total		37,01,60,409	6,39,31,651

Note:-

The Company has so far incurred share issue expenses of Rs 1,24,81,210 (31 March 2016: Rs Nil) in connection with proposed public offer of equity shares. These expenses shall be adjusted against securities premium to the extent permissible under Section 52 of the Companies Act, 2013 on successful completion of Initial Public Offer (IPO). The entire amount has been carried forward and disclosed under the head 'Other Current Assets' as Share issue expenses (to the extent of not written off or adjusted).

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
25 REVENUE FROM OPERATIONS		
Contract revenue	11,19,56,73,520	7,94,70,10,167
Other operating income		
- Sale of Material / Scrap	5,51,63,171	7,39,78,199
Total	11,25,08,36,691	8,02,09,88,366
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
26 OTHER INCOME		
Equipment hire charges	1,55,81,057	1,29,32,261
Service charge Income	2,73,01,825	3,19,93,077
Interest income on		
Fixed deposits	3,69,43,255	3,63,61,073
Loan to related parties (note 49)	3,41,61,948	1,52,53,748
Others	2,26,48,287	30,70,348
Profit on sale of property, plant and equipment	-	41,32,849
Project Management Consultancy Income	45,83,724	2,01,94,110
Exchange differences (net)	8,57,589	-
Miscellaneous income	65,43,749	47,79,510
Total	14,86,21,434	12,87,16,976
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
27 COST OF MATERIALS CONSUMED		
Opening stock	36,23,66,369	31,48,42,179
Add: Purchases of material	5,05,98,19,763	4,45,09,51,425
Less: Closing stock	45,12,25,838	36,23,66,369
Cost of materials consumed	4,97,09,60,294	4,40,34,27,235
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
28 (INCREASE)/ DECREASE IN CONSTRUCTION WORK IN PROGRESS		
Opening Stock	1,64,26,40,989	66,61,45,499
	1,64,26,40,989	66,61,45,499
Closing Stock	1,89,32,06,759	1,64,26,40,989
	1,89,32,06,759	1,64,26,40,989
	(25,05,65,770)	(97,64,95,490)
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
29 CONSTRUCTION EXPENSES		
Labour/Subcontractor charges	2,95,83,38,146	2,00,15,99,765
Electricity expenses (Site)	7,05,28,242	6,84,71,081
Equipment hire charges	18,17,42,835	13,19,74,941
Formwork hire charges	20,52,89,307	17,20,75,750
Repairs and Maintenance	62,97,897	29,36,008
Others	19,01,83,234	11,49,13,872
Total	3,61,23,79,661	2,49,19,71,417

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
30 EMPLOYEE BENEFIT EXPENSES		
Salaries, wages and bonus	89,28,31,872	63,45,36,888
Contributions to provident and other funds	2,92,45,887	2,19,36,892
Staff welfare expenses	3,36,93,317	3,01,98,362
Total	95,57,71,076	68,66,72,142
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
31 DEPRECIATION AND AMORTISATION		
Depreciation and amortisation	17,94,29,273	15,32,54,760
Total	17,94,29,273	15,32,54,760
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
32 FINANCE COSTS		
Interest Expenses	25,48,55,608	17,84,00,824
Bank guarantee commission	3,16,11,921	2,83,06,979
Loan processing fees	1,85,11,863	1,75,56,913
Bank charges	10,99,85,942	7,00,60,551
Total	41,49,65,334	29,43,25,267
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
33 OTHER EXPENSES		
Electricity charges	28,87,979	26,37,530
Rent	8,43,02,871	5,57,34,949
Rates & taxes	4,73,13,040	2,13,84,302
Insurance expenses	1,32,87,233	60,72,158
Repairs & maintenance of Plant and machinery	77,39,791	26,37,895
Others	-	30,26,933
CSR expenditure	6,25,000	2,50,000
Commission & brokerage	33,45,194	26,77,906
Legal and professional charges	8,45,94,238	6,84,70,729
Payment to auditor (refer details below)	27,50,000	45,00,000
Advertising and sales promotion	79,30,660	65,61,180
Travelling expenses	1,69,89,325	1,70,15,781
Vehicle hiring charges	3,97,25,138	2,88,82,310
Communication costs	68,75,141	67,38,083
Donation	8,80,380	5,16,166
Office expenses	8,57,46,694	8,63,39,058
Printing & stationery	1,09,54,164	76,70,975
Loss on sale of fixed asset	-	20,711
Exchange differences (net)	-	25,74,162
Provision for doubtful debt	3,33,31,976	2,50,00,000
Miscellaneous expenses	1,09,68,916	2,62,68,959
Total	46,02,47,740	37,49,79,787
* Payment to Auditor		
As Auditor		
Audit Fees (excluding Rs. 40,56,000 in connection with proposed public offer of equity shares)	27,50,000	45,00,000
Total	27,50,000	45,00,000

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
34 PRIOR PERIOD ITEMS		
Depreciation*	-	1,37,39,421
Pre-operative Expenses & others**	-	2,95,21,759
Total	-	4,32,61,180

* In the previous year, the Company has recognized depreciation to the extent of Rs. 1,37,39,421 pertaining to earlier years.

** In earlier years, there were certain expenses which were considered as preoperative expenses disclosed under other assets and the same was amortized over the life of the project. In previous year unamortized preoperative expenses as at March 31, 2015 of Rs. 2,95,21,759 have been written off .

35. EARNING PER SHARE

Net profit attributable to equity shareholders and the weighted number of shares outstanding for basic and diluted earning per share are as summarised below:

Particulars	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
Net profit for the year	69,31,66,949	43,56,71,044
Less: Interim Dividend on CCPS including dividend distribution tax	-	24,27,148
Net profit for calculation of basic EPS	69,31,66,949	43,32,43,896
Net profit for calculation of diluted EPS	69,31,66,949	43,56,71,044
Nominal Value of Equity Shares (Rest. Per share)	10	10
Weighted average number of equity shares in calculating basic EPS	4,02,94,681	3,94,22,354
Add: Equity shares arising on conversion of Compulsorily convertible preference shares	92,23,529	46,04,709
Weighted average number of equity shares in calculating diluted EPS	4,95,18,210	4,40,27,063
Earning per Share Basic	17.20	10.99
Earning per Share Diluted	14.00	9.90

36. Segment Reporting

In accordance with the requirements of Accounting Standard 17 – “Segment Reporting”, the Company has single reportable segment namely “Engineering, Procurement and Construction Contracts” and business segment is considered as primary segment. Thus the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charges for depreciation during the period are as well reflected in the financial statements as at March 31, 2017 and March 31, 2016 and for the year ended on those dates. The Company also primarily operates under one geographical segment namely India.

37. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Based on the information available with the Company, there are no dues payable to micro, small and medium enterprises as defined in “The Micro, Small & Medium Enterprises Development Act, 2006” as at March 31, 2017.

38. Expenditure in foreign currency (accrual basis)

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Miscellaneous Expenses (Including training fees)	45,94,258	22,91,805
Interest Expenses	18,62,631	17,09,650
Total	64,56,889	40,01,455

39. Corporate Social Responsibility expenditure:

Particulars	For the Year Ended		For the Year Ended
	March 31, 2017	March 31, 2017	March 31, 2016
a) Gross amount required to be spent by the Company		83,56,640	32,18,283
(b) Amount spent during the period ending on March 31, 2017:	In Cash	Yet to be paid	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	6,25,000	77,31,640	83,56,640
(c) Amount spent during the period ending on March 31, 2016:	In Cash	Yet to be paid	Total
i) Construction/acquisition of any asset	2,50,000	-	2,50,000
ii) On purposes other than (i) above	-	-	-

40. Gratuity and other post-employment benefit plans

The Company operates one defined benefit plan viz. gratuity benefit for its employees which is funded. Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company and the fund assets is not material.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans.

Statement of profit and loss
Net employee benefit expense recognized in the employee cost

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Current service cost	1,09,47,553	67,39,607
Interest cost on benefit obligation	10,05,080	5,30,409
Expected return on plan assets	(47,932)	(49,075)
Net actuarial (gain) / loss recognized in the period	(88,065)	(4,97,177)
Net benefit expense	1,18,16,636	67,23,764

Balance sheet

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Present value of defined benefit obligation	2,52,70,424	1,34,01,063
Fair value of plan assets	(6,91,814)	(6,37,025)
Plan (asset) / liability	2,45,78,610	1,27,64,038

Changes in the present value of the defined benefit obligation are as follows:

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Opening defined benefit obligation	1,34,01,063	66,30,111
Current service cost	1,09,47,553	67,39,607
Interest cost	10,05,080	5,30,409
Benefits paid	-	-
Actuarial (gains) / losses on obligation	(83,272)	(4,99,064)
Closing defined benefit obligation	2,52,70,424	1,34,01,063

Changes in the fair value of plan assets are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Opening fair value of plan assets	6,37,026	5,89,838
Expected return	49,995	49,075
Contributions by employer	-	-
Benefits paid	-	-
Actuarial gains / (losses)	4,793	(1,887)
Closing fair value of plan assets	6,91,814	6,37,026

The principal assumptions used in determining gratuity for the company's plans are shown below:

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Discount rate	7.5% p.a.	8% p.a.
Expected rate of return on assets	7.5% p.a.	8% p.a.
Employee turnover	5% p.a.	2% p.a.

Amounts for the current and previous periods are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Defined benefit obligation	2,52,70,424	1,34,01,063
Plan Assets	(6,91,814)	(6,37,025)
Surplus / (Deficit)	2,45,78,610	1,27,64,038
Experience Gain / (Loss) adjustments on plan liabilities	(13,63,332)	(4,99,064)
Experience Gain / (Loss) adjustments on plan Assets	4,793	(1,887)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The Company expects to pay ₹ 1,47,947 within one year.

41. Disclosure in accordance in Accounting Standard- 7 (Revised)

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Contract revenue recognised for the period	11,19,56,73,520	7,94,70,10,167
Contract cost incurred till date	23,40,17,60,544	13,21,22,85,573
Recognised Profits till date	2,45,74,65,954	1,37,69,51,188
Advance received from customer	1,48,81,79,380	1,13,56,74,519
Amount of retentions	96,40,94,998	64,39,37,721

42. Capital and Other Commitments

Particulars	As at March 31, 2017	As at March 31, 2016
Formwork and Plant & Machinery	3,40,01,733	22,84,45,203
Immovable Property	13,95,99,032	8,02,44,640
Total	17,36,00,765	30,86,89,843

43. Contingent Liabilities**

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Corporate Guarantee given on behalf of subsidiary company	10,95,00,000	12,95,00,000
Corporate Guarantee given to project customers	1,80,00,000	1,70,00,000
Bank Guarantees	29,22,86,000	2,90,00,000
Bills of exchange discounted with banks	44,83,44,597	14,90,65,252
Total	86,81,30,597	32,45,65,252

**In addition to above, with respect to certain matters relating to issue of shares in earlier years, the Company has filed a compounding application with the National Company Law Tribunal and currently, the impact of the same on these financial statements is not ascertainable.

For the year 13-14 & 14-15, Company has received assessment orders under Maharashtra Value Added Tax Act, 2002 (MVAT) with disallowance of input Tax Credit & Tax deducted at source amounting to ₹ 64,13,256 & ₹ 5,73,255 respectively. The Company is contemplating to proceed with an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements.

44. Value of imports calculated on CIF basis

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Raw material	-	2,16,58,170
Capital Goods	7,08,11,849	14,38,60,638

45. Imported and indigenous raw materials and spare parts consumed

Particulars	% of total consumption	As at	As at
		March 31, 2017	March 31, 2016
Raw materials			
Imported	0% (PY 1%)	-	2,16,58,170
Indigenously obtained	100% (PY 99%)	4,97,09,60,294	4,38,17,69,065
Total		4,97,09,60,294	4,40,34,27,235

46. Unhedged foreign currency exposure including interest

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Foreign currency loan (Buyer's credit Principal Euro)	78,489,291	96,990,543
	(Euro 1,133,458.65)	(Euro 12,91,562.65)
Foreign currency loan (Buyer's credit Interest accrued but not due Euro)	94,556	1,89,015
	(Euro 1,365.48)	(Euro 2,517.00)
Foreign currency loan (Buyer's credit Principal USD)	48,592,314	86,195,290
	(USD 7,49,434.97)	(USD 12,99,434.97)
Foreign currency loan (Buyer's credit Interest accrued but not due USD)	189,734	185,306
	(USD 2,926.25)	(USD 2,793.58)
Total	12,73,65,895	18,35,60,154

47. Interest in a Joint Venture

The Company holds 49% interest in PPSL Capacite JV, a joint venture, which is involved in the business of construction and infrastructure development. PPSL Capacite JV is an unincorporated entity.

The Company's share of the assets, liabilities, income and expenses of the jointly controlled entity for the year ended March 31, 2017 are as follows:

Particulars	As at	As at
	March 31, 2017	March 31, 2016
Current Assets	13,39,78,929	9,06,16,768
Non- current Assets	6,77,424	8,01,574
Current Liabilities	(9,80,64,403)	(6,75,62,644)
Non- current Liabilities	(4,47,05,486)	(2,46,31,115)
Equity	(81,13,536)	(7,75,417)

Particulars	As at	As at
	March 31, 2017	March 31, 2016 (note 50)
Revenue	1,77,38,000	8,90,91,645
Cost of material consumed	(22,43,169)	(4,52,18,238)
Construction Expenses	(97,05,924)	(2,55,32,016)
Depreciation of plant and machinery	(1,24,151)	(2,55,178)
Employee benefit expenses	(23,68,273)	(66,56,903)
Finance Cost & Other Expenses	(1,06,34,604)	(1,40,22,395)
Profit before tax	(73,38,121)	(25,93,084)
Income tax expenses	-	-
Profit after tax	(73,38,121)	(25,93,084)

There are no contingent liabilities or other commitments of joint venture as at March 31, 2017. The above numbers represents Company's share in Joint Venture i.e. 49%.

48. Net dividend remitted in foreign exchange

Period of remittance (ending on)	As at	As at
	March 31, 2017	March 31, 2016
Period to which it relates	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Number of non resident shareholders	1	-
Number of equity shares held on which dividend was due	2	-
Number of Compulsorily convertible preference shares held on which dividend was due	4,73,462	-
Total Amount remitted as dividend (in USD)	14,252	-
Total Amount remitted as dividend (in Rs.)	9,46,928	-

49. Related party disclosures

Names of related parties and related party relationship

Related parties where control exists - Subsidiary Company	CIPL-PPSL-Yongnum Joint venture Constructions Private Limited Capacite Engineering Private Limited
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Related parties under AS 18

Joint Venture	PPSL Capacite JV (Patna JV) Katyal Merchandise Pvt Ltd Asutosh Trade links Pratibha Structbuild Pvt. Ltd. (upto October 12, 2015) Rahul Katyal- HUF Rohit Katyal- HUF Capacite Ventures Pvt Ltd. Mas design
Enterprises Owned by or significantly influenced by key management personnel or their relatives	Rohit Katyal – Director and Chief Financial Officer (CFO w.e.f January 7, 2016 to May 4, 2016 & September 30, 2016 onwards)
Key Management Personnel & their relatives	Rahul Katyal – Managing director Narayanan Neelkanteshwaran – Whole time director (w.e.f. June 29, 2015) Subir Malhotra - Whole time director Asutosh Katyal - Son of Mr. Rohit Katyal Manasi Nisal - Chief Financial Officer (from May 1, 2015 to January 6, 2016) Susheel P Todi - Chief Financial Officer (from May 5, 2016 to September 29, 2016) Vishwamitra Katyal - Father-in-Law of Mr. Subir Malhotra Monita Malhotra - Wife of Mr. Subir Malhotra
Additional Related parties as per Companies Act, 2013	
Sai Katkar - Company Secretary (w.e.f. January 27, 2015)	

Related Party Transaction (including provisions and accruals)

Name of Related Party	Relation with related parties	Nature of Transaction	As at	
			March 31, 2017	As at March 31, 2016
CIPL-PPSL Yongnum JV Constructions Private Ltd	Subsidiary Company	Other Income (Formwork, Equipment and HO Charges)	3,65,94,142	4,26,75,080
		Interest income	1,74,59,012	99,49,214
		Loan given	12,92,08,585	27,49,69,432
		Loan received back	15,84,14,663	24,55,61,323
		Other Income (Formwork, Equipment and HO Charges)	1,10,51,341	2,14,63,881
PPSL Capacite JV (Patna JV)	Joint Venture	Interest income	1,67,02,936	53,04,534
		Loan given	3,25,17,245	9,66,38,534
		Loan received back	-	8,51,79,924
Capacite Engineering Private Limited (CEPL)	Subsidiary Company	Expenses Incurred - Subcontractor Charges	18,02,99,099	12,63,14,670
		Purchases	1,09,440	1,54,520
		Contract Retention	82,84,849	56,92,196
		ICD Taken	39,00,100	6,21,00,000
		ICD Repaid	4,39,00,100	4,82,00,000
		Interest on ICD	54,10,656	41,75,619
Pratibha Structbuild Pvt. Ltd.	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance against Property (Transactions disclosed upto October 12, 2015)	-	20,00,000

Name of Related Party	Relation with related parties	Nature of Transaction	As at	As at
			March 31, 2017	March 31, 2016
Rahul Katyal	Director	Loan Received	15,00,000	-
		Loan Repaid	15,00,000	-
		Directors Remuneration (refer note below)	85,32,996	56,76,411
		Directors Remuneration (refer note below)	88,32,996	58,67,184
Rohit Katyal	Director and Chief Financial Officer	Loan Received	30,00,000	-
		Loan Repaid	30,00,000	-
		Security deposit received back	6,00,000	-
Rohit Katyal jointly with Rahul Katyal	Directors	Purchase of Fixed Assets (Non cash)	-	5,35,00,000
		Issue of equity shares (Non cash)	-	5,35,00,000
Manasi Nisal	Chief Financial Officer	Remuneration	-	10,32,743
Susheel P Todi	Chief Financial Officer	Remuneration	23,77,594	-
Sai Katkar	Company Secretary	Remuneration	12,63,763	7,72,429
Narayanan Neelkanteshwaran	Director	Directors Remuneration (refer note below)	78,75,000	56,81,203
Subir Malhotra	Director	Directors Remuneration (refer noten below)	98,59,839	38,98,164
Vishwamitra Katyal	Relatives of Directors	Professional Fees	16,85,200	11,94,445
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given repaid	25,000	-
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given repaid	25,000	-
Mas Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives Enterprises Owned by or significantly	Security Deposit received back Advance Received Against Sale of	6,06,086	-
Capacite Ventures Pvt Ltd	influenced by key management personnel or their relatives	Shares of Capacite Engineering Pvt Ltd held by Capacit'e Infraprojects Ltd	3,45,00,000	-
Mrs. Monita Malhotra	Relatives of Directors	Rent	27,09,885	20,62,939
Asutosh Katyal	Relatives of Directors	Training fees	45,50,946	40,60,540
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	12,24,081	25,33,766
		ICD Repaid (incl. interest)	3,07,33,957	7,19,01,485
		ICD Taken	2,90,00,000	7,00,00,000
Ashutosh Trade links	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Taken	75,00,000	1,16,68,626
		Advance Given	75,00,000	41,41,000
		Vehicle Hiring Charges	28,20,000	-
		Purchase of Fixed Assets (Non cash)	-	1,41,00,000
		Issue of equity shares (Non cash)	-	1,41,00,000

Note: The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

Closing Balances of Related Parties (including provisions and accruals)

Name of Related Party	Relation with related parties	Nature of Balance	As at	As at
			March 31, 2017	March 31, 2016
CIPL-PPSL Yongnum JV	Subsidiary Company	Loan Given outstanding including interest (Refer note below)	13,00,01,155	13,34,82,186
PPSL Capacite JV (Patna JV)	Joint Venture	Balance Outstanding for Trade receivables	64,10,047	1,68,30,432
		Balance Outstanding for Trade receivables	24,69,303	-
		Loan Given outstanding including interest	15,42,41,314	9,71,39,435
Capacite Engineering Pvt Ltd	Subsidiary Company	Subcontractors Advance	1,31,75,673	-
		Subcontractors Payable	-	38,12,454
		Retention Money Payable	1,47,47,437	64,62,588
		ICD Payable	-	3,86,09,103
		Interest accrued on ICD	-	97,43,378
Capacite Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance received for sale of shares	3,45,00,000	-
Katyal Merchandise Pvt. Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest accrued on Intercompany Deposit	-	6,32,281
Rohit katyal	Director and Chief Financial Officer	Rent deposit given outstanding	-	6,00,000
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	25,000
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	25,000
Mas Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	6,06,086
Mrs. Monita Malhotra	Relative of directors	Rent payable	5,12,966	17,18,841

Note: Loans given to related party are repayable on demand. These loans carries interest @ of 13.65% p.a. The Company has not demanded any repayment of the said loan during the period ended March 31, 2017.

Details of Corporate Guarantees given on behalf of Related parties :

Name of Related Party	Opening Balance as at April 01, 2016	Issued during the period	Expired during the period	Closing Balance as at March 31, 2017
CIPL-PPSL Yongnum JV Constructions Pvt Ltd	10,95,00,000	-	-	10,95,00,000
Capacite Engineering Pvt Ltd	2,00,00,000	-	2,00,00,000	-
Total	12,95,00,000	-	2,00,00,000	10,95,00,000

50. Previous year figure

Previous year's figures have been regrouped where necessary to confirm to current year's classification.

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of Capacit'e Infraprojects Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Capacit'e Infraprojects Limited (hereinafter referred to as "the Company"), its subsidiaries (the Company and its subsidiaries together referred to as "the Group") and jointly controlled entity, comprising of the consolidated Balance Sheet as at March 31, 2017, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirement 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 and jointly controlled entity in accordance with 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 and Companies (Accounting Standards) Amendment Rules, 2016. The respective Board of Directors of the companies included in the Group and jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and 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 Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and jointly controlled entity, 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 jointly controlled entity as at March 31, 2017, their consolidated profit, and their consolidated cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries and jointly controlled entity as noted in the 'other matter' paragraph we report, to the extent applicable, that:

- (a) We / the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
- (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The consolidated Balance Sheet, 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 and Companies (Accounting Standards) Amendment Rules, 2016;
- (e) On the basis of the written representations received from the directors of the Company as on March 31, 2017 taken on record by the Board of Directors of the Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, incorporated in India, none of the directors of the Group's companies incorporated in India is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting of the Company and its subsidiary companies, incorporated in India, refer to our separate report in "Annexure 1" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Group has disclosed the impact of pending litigations on its financial position in financial statements – Refer Note 22 and Note 44 of the consolidated financial statements.
 - ii. The Group and jointly controlled entity did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2017.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its subsidiaries, incorporated in India during the year ended March 31, 2017.
 - iv. The Company, its subsidiaries, entity incorporated in India and jointly controlled entity have provided requisite disclosures in Note 51 to these consolidated financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation of the Company regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Group including and jointly controlled entity and as produced to us by the Management of the Company.

Other Matter

- (a) We did not audit the financial statements and other financial information, in respect of two subsidiaries, and one jointly controlled entity, whose financial statements include total assets of Rs 63,04,60,880 and net assets of Rs 4,24,08,069 as at March 31, 2017, and total revenues of Rs 51,38,11,579 and net cash inflows of Rs 44,01,434 for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entity, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and jointly controlled entity, is based solely on the report(s) of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements above, 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 and other financial information certified by the Management.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi

Partner

Membership Number: 37924

Place of Signature: Mumbai

Date: June 13, 2017



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF CAPACIT'E INFRAPROJECTS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Capacit'e Infraprojects Limited as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of Capacit'e Infraprojects Limited (hereinafter referred to as the "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company and its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Company, insofar as it relates to these two subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries, which are incorporated in India.

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Jayesh Gandhi

Partner

Membership Number: 37924

Place of Signature: Mumbai

Date: June 13, 2017



CAPACIT'E INFRAPROJECTS LIMITED

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2017

(All amounts in Indian Rupees unless otherwise stated)

Particulars	Notes	March 31, 2017 Rupees	March 31, 2016 Rupees
Equity and liabilities			
Shareholders' funds			
Share capital	4	43,60,80,570	7,77,11,150
Reserves and surplus	5	2,56,03,80,615	1,62,99,34,710
		2,99,64,61,185	1,70,76,45,860
Minority Interest	6	2,42,79,935	2,14,47,148
Non-current liabilities			
Long-term borrowings	7	67,33,31,384	60,74,86,604
Deferred tax liabilities (net)	8	28,82,25,379	11,50,70,303
Other long-term liabilities	9	1,15,91,97,216	1,05,93,07,421
Long-term provisions	10	2,44,30,663	1,26,94,238
		2,14,51,84,642	1,79,45,58,566
Current Liabilities			
Short-term borrowings	11	54,69,78,121	98,72,76,490
Trade payables			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	12	3,20,67,60,305	3,10,21,78,412
Other current liabilities	13	1,68,52,59,064	1,05,99,76,075
Short-term provisions	14	3,54,99,853	9,04,83,024
		5,47,44,97,343	5,23,99,14,001
Total		10,64,04,23,105	8,76,35,65,575
Assets			
Non-current assets			
Fixed assets			
Property, Plant and Equipment	15	2,52,46,38,129	2,30,53,02,427
Intangible assets	15	2,06,10,196	2,02,21,330
Capital work in progress		6,73,10,886	8,33,24,931
Goodwill on consolidation		4,40,000	-
Non-current investments	16	8,62,000	8,62,000
Loans and advances	17	23,11,81,763	10,72,62,496
Trade receivables	18	15,59,80,889	-
Other non current assets	19	14,69,27,476	11,19,57,123
		3,14,79,51,339	2,62,89,30,307
Current assets			
Current Investment	20	40,65,860	-
Inventories	21	2,60,19,97,278	2,21,13,60,780
Trade receivables	22	3,33,63,96,169	2,76,80,02,844
Cash and bank balance	23	51,95,46,875	37,33,09,689
Loans and advances	24	68,32,32,670	71,78,18,875
Other current assets	25	34,72,32,914	6,41,43,080
		7,49,24,71,766	6,13,46,35,268
Total		10,64,04,23,105	8,76,35,65,575
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

CAPACIT'E INFRAPROJECTS LIMITED

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2017

Particulars	Notes	For the Year Ended March 31, 2017 Rupees	For the Year Ended March 31, 2016 Rupees
REVENUE			
Revenue from operations	26		
- Contract revenue		11,49,25,95,453	8,42,83,46,452
- Other operating income		7,77,96,114	8,59,58,830
		11,57,03,91,567	8,51,43,05,282
Other income	27	8,92,82,264	6,95,67,164
TOTAL REVENUE (I)		11,65,96,73,831	8,58,38,72,446
EXPENSES			
Cost of Material consumed	28	5,21,86,15,726	4,74,23,49,379
(Increase)/ decrease in construction work-in-progress	29	(29,73,97,666)	(1,02,23,47,220)
Construction expenses	30	3,61,04,95,180	2,51,55,63,955
Employee benefits expenses	31	98,44,24,868	73,55,63,481
Depreciation and amortization expense	32	18,14,81,712	15,67,65,103
Finance costs	33	42,14,04,984	31,60,29,012
Other expenses	34	47,45,84,660	40,51,22,932
TOTAL EXPENSES (II)		10,59,36,09,464	7,84,90,46,642
Profit before prior period items before taxes (I-II)		1,06,60,64,367	73,48,25,804
Prior period items	35	-	5,21,39,641
Profit before tax (I-II)		1,06,60,64,367	68,26,86,163
Tax Expenses			
Current tax		33,80,07,667	21,67,29,751
Deferred tax		3,14,35,770	3,20,34,340
Short provision of tax of earlier years		-	(2,80,783)
Total tax expenses		36,94,43,437	24,84,83,308
Profit for the period		69,66,20,930	43,42,02,855
Profit attributable to :			
- Owner of the Company		69,37,88,143	43,23,34,992
- Minority Interest		28,32,787	18,67,863
		60,66,20,930	43,42,02,855
Earning per equity share [nominal value of share Rs. 10 (March 31 2017: Rs.10)]	36		
- Basic		17.22	10.91
- Diluted		14.01	9.82

Summary of significant accounting policies

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

CAPACIT'E INFRAPROJECTS LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

Particulars	For the Year Ended March 31, 2017 (Rupees)	For the Year Ended March 31, 2016 (Rupees)
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax	1,06,60,64,367	68,26,86,163
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	18,14,81,712	17,07,58,614
Pre-operative Expenses written off	-	3,57,00,125
Goodwill on consolidation written off	-	24,46,005
Finance cost	42,14,04,984	31,45,26,125
Unrealized foreign exchange gain/loss	(34,590)	25,74,162
Dividend income	-	(7,133)
Sundry Balance written off	(55,58,907)	16,97,922
Profit on sale of property, plant and equipment	-	(41,12,138)
Provision for doubtful debts	3,33,31,976	2,50,00,000
Interest income	(7,44,89,496)	(4,61,86,418)
Operating profit before working capital changes	1,62,22,00,046	1,18,50,83,427
Movement in working capital :		
Increase/ (Decrease) in Trade payables	10,45,81,894	1,29,99,33,241
Increase/ (Decrease) in Other current / non current liabilities	54,91,76,120	18,12,45,198
Increase/ (Decrease) in Provisions	2,12,58,976	2,93,62,402
Decrease/(Increase) in Loans and advances	89,20,816	(35,38,08,043)
Decrease/(Increase) in Inventories	(39,06,36,497)	(1,09,49,41,706)
Decrease/(Increase) in Trade receivables (including retention)	(75,21,47,277)	(1,22,03,57,102)
Decrease/(Increase) in Other current / Non Current assets	(30,43,87,344)	(1,42,25,085)
Cash generated/ (used) for operations	85,89,66,734	1,22,92,332
Direct Taxes paid (net of refunds)	(24,21,90,097)	(16,88,16,460)
Net cash from/ (used in) operating activities (A)	61,67,76,637	(15,65,24,128)
B CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of fixed assets including CWIP and capital advances	(46,65,84,070)	(78,24,93,651)
(Purchase)/Sale of Investment	(40,65,860)	5,00,00,000
Inter corporate deposit (given)/refunded (to)/from Related Parties, net	(2,14,05,311)	-
Proceeds from sale of fixed assets	-	1,71,14,348
Investments in bank deposits (having original maturity of more than three months)	(7,94,21,827)	(2,35,43,273)
Advance received for sale of shares	3,45,00,000	-
Dividend received	-	7,133
Interest received	6,76,46,321	3,83,16,643
Net Cash utilised in Investing activities (B)	(46,93,30,747)	(70,05,98,800)

C CASH FLOW FROM FINANCING ACTIVITIES

Proceeds from issue of Share Capital	59,99,99,501	60,65,87,639
Payment of share issue expenses	(54,12,319)	(5,00,000)
Proceeds /(Repayment)from long-term borrowings, net	20,89,48,252	8,83,31,222
Proceeds /(Repayment)from short-term borrowings, net	(44,02,98,369)	50,90,66,798
Dividend paid including taxes	(1,62,96,577)	-
Interest paid	(42,07,72,450)	(31,12,60,471)
Net cash from/ (used in) financing activities (C)	(7,38,31,962)	89,22,25,188
Net increase/(decrease) in cash and cash equivalents (A + B + C)	7,36,13,928	3,51,02,260
Effect of exchange differences on cash & cash equivalents held in foreign currency	31,106	(6,652)
Cash and Cash Equivalents at the beginning of the period	4,88,17,530	1,37,21,922
Cash and cash equivalents at end of the period	12,24,62,564	4,88,17,530
Components of Cash and Cash equivalents		
Cash in hand	15,27,816	78,05,488
Foreign currency on hand	4,57,369	2,60,411
Balances with banks:		
– On current accounts	11,31,93,584	4,07,51,631
– Term Deposits with less than 3 months of original maturity	72,83,795	-
Total cash & cash equivalents (note 23)	12,24,62,564	4,88,17,530
Summary of significant accounting policies	3	

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited
Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

CAPACIT'E INFRAPROJECTS LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT MARCH 31, 2016
 (All amounts in Indian Rupees unless otherwise stated)

1 Corporate information

Capacit'e Infraprojects Limited (the Company) is a Company domiciled in India and incorporated under the provisions of Companies Act, 1956 on August 09, 2012. The Company is an ISO-9001:2008, ISO-14001:2004 and OHSAS-18001:2007 certified Company. The Company together with its subsidiaries herein after collectively referred to as 'the Group' is primarily engaged in the business of construction and infrastructure development. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014.

2 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Group has prepared these consolidated 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 and Companies (Accounting Standard) Amendment Rules, 2016. The consolidated financial statements have been prepared on going concern basis under the historical cost convention on an accrual basis.

The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year.

2.1 Basis of Consolidation

- i. The consolidated Financial Statements of the Group have been prepared in accordance with the Accounting Standard 21 „Consolidated Financial Statements“.
- ii. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Company's separate financial statements.
- iii. The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating all intra Company transactions, balances and unrealised surpluses and deficits on transactions.
 Financial Statements of Subsidiaries and Joint venture have been drawn upto the same reporting date i.e. March 31, 2017.
- iv. Joint Venture which are in the nature of jointly controlled entity, have been consolidated by using the proportionate consolidation method, as per the AS 27 "Financial Reporting of Interest in Joint Ventures" prescribed under the Act, wherein intra-group balances and intra-group transactions are eliminated to the extent of Company's share in the Joint Venture.
- v. The excess of cost to the Company of its investments in subsidiary companies over its share of the equity of the subsidiary companies at the dates on which the investments in the subsidiary companies are made, is recognised as „Goodwill“ being an asset in the consolidated financial statements. This Goodwill is tested for impairment at the close of each financial year. Alternatively, where the share of equity in the subsidiary companies as on the date of investment is in excess of cost of investment of the Company, it is recognised as „Capital Reserve“ and shown under the head „Reserves and Surplus“, in the consolidated financial statements.
- vi. Minority interest in net profits of consolidated subsidiaries for the year is identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the Company. Their share of net assets is identified and presented in the consolidated Balance Sheet separately. Where accumulated losses attributable to the minorities are in excess of their equity, in the absence of the contractual obligation on the minorities, the same is accounted for by the Holding Company.

The entities considered in the consolidated financial statements are listed below:

Name of the Group	Country of incorporation	Proportion of ownership interest	
		March 31, 2017	March 31, 2016
Subsidiaries :			
Capacit'e Engineering Private Limited	India	65%	65%
CIPL-PPSL-Yongnam Joint Venture Constructions Private Limited	India	100%	53.68%
Joint ventures :			
PPSL Capacite JV	Unincorporated	49%	49%
	Entity		

3 Summary of significant accounting policies

a. Use of estimates

The preparation of the consolidated financial statements in conformity with Indian GAAP in India requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of the consolidated financial statements and reported amounts of income and expenses during the year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

b. Revenue Recognition

Revenue is recognized based on the nature of activity to the extent it is probable that the economic benefits will flow to the Group and revenue can be reliably measured.

For Construction Contract

- a. For Engineering, Procurement and Construction ('EPC') contracts, the work item rates are fixed and subject to price escalation clauses.
- b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys and work certified by the customers.
- c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably. When the total contract cost is estimated to exceed total revenues from the contract, the loss is recognized immediately.
- d. Amounts due in respect of price escalation, cost compensations and/ or variation in contract work are recognised as revenue only if the contract allows for such price escalation, cost compensations and/ or variation and/or there is evidence that the customer has accepted it and are capable of being reliably measured.

Accounting of Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership is transferred to the buyer.

Management Consultancy & other services

Revenues from Management consultancy & other services are recognized pro-rata over the period of the contract as and when services are rendered. The Group collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Group. Hence, it is excluded from revenue.

Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the consolidated statement of profit and loss.

Dividend

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

c. Property, plant and equipment

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Group adjusts exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. In accordance with MCA circular dated 09 August 2012, exchange differences adjusted to the cost of fixed assets are total differences, arising on long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset, for the year. In other words, the Group does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

d. Intangible Assets

Intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

e. Depreciation and amortisation

Depreciation on Property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management.

Intangible assets in the form of computer software are amortised over their respective individual estimated useful lives on a straight line basis.

The Group has assessed the following useful life to depreciate and amortize on its Property, plant and equipment and intangible assets respectively.

Particulars	Useful Lives of the Assets estimated by the management (years)
Plant and Machinery *	20
Furniture and Fixture *	10
Office Equipment	10
Formwork *	15
Vehicles	10
Computer & Hardware	5
Computer Software	5

* Company has used useful life other than as indicated in Schedule II which is as per management estimate, supported by independent assessment by professionals.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The amortization period and the amortization method are reviewed at least at each financial year end.

f. Impairment of property, plant and equipment and intangible assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. The recoverable amount of the property, plant and equipment & intangible assets is estimated as the higher of its net selling price and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account. An impairment loss is recognised whenever the carrying amount of an tangible & intangible asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

g. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired

in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost.

However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the consolidated statement of profit and loss.

h. Inventories

Construction material (excluding scaffoldings), raw materials, components, stores and spares are valued at lower of cost and net realizable value. However material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Costs are determined on weighted average method.

Ply and Batten (included in construction work in progress): Cost less amortisation/charge based on their usages.

Construction Work-in-progress consists of direct construction cost and indirect construction cost to the extent to which the expenditure is related to the construction or incidental thereto. Construction Work-in-progress is valued on the basis of technical assessment.

i. Foreign exchange transaction

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Net exchange gain or loss resulting in respect of foreign exchange transactions settled during the year is recognised in the consolidated statement of profit and loss.

Foreign currency denominated monetary items at year end are translated at exchange rates as on the reporting date and the resulting net gain or loss is recognised in the consolidated statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Exchange differences arising on long-term foreign currency monetary items related to acquisition of a property, plant and equipment are capitalized and depreciated over the remaining useful life of the asset.

Exchange differences arising on other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Item Translation Difference

Account" and amortized over the remaining life of the concerned monetary item.

All other exchange differences are recognized as income or as expenses in the year in which they arise

The Group treats a foreign monetary item as "long-term foreign currency monetary item", if it has a term of 12 months or more at the date of its origination. In accordance with MCA circular dated 09 August 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items for the year. In other words, the Group does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

j. Retirement and other employe

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the consolidated statement of profit and loss and are not deferred. The Group presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

The Group recognizes termination benefit as a liability and an expense when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

k. Income taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Group operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the consolidated statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Group re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified year.

l. Cash and Cash Equivalent

Cash and cash equivalents for the purposes of consolidated cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

m. Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

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

n. Leases

Where the Group is lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Group is the lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the consolidated statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the consolidated statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the consolidated statement of profit and loss.

o. Earnings Per Share

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p. Provisions and Contingencies

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

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of profit and loss net of any reimbursement.

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

q. Accounting for Proposed Dividend

As per the requirements of pre-revised AS 4, the Company used to create a liability for dividend proposed/ declared after the balance sheet date if dividend related to periods covered by the financial statements. Going forward, as per AS 4(R), the Company cannot create provision for dividend proposed/ declared after the balance sheet date unless a statute requires otherwise. Rather, Company will need to disclose the same in notes to the financial statements.

Accordingly, the Company has disclosed dividend proposed by board of directors after the balance sheet date in the notes.

CAPACIT'E INFRAPROJECTS LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT MARCH 31, 2017
 (All amounts in Indian Rupees unless otherwise stated)

4 SHARE CAPITAL

	As at March 31, 2017	As at March 31, 2016
Authorized capital		
7,66,50,000 (P.Y. 64,00,000) Equity shares of Rs. 10/- each	76,65,00,000	6,40,00,000
16,75,000 (P.Y. 12,00,000) Compulsory convertible preference shares of Rs. 20/- each	3,35,00,000	2,40,00,000
Total	80,00,00,000	8,80,00,000
Issued, subscribed and fully paid up share capital		
4,02,94,681 Equity shares of Rs. 10/- each fully paid up including Bonus Shares issued during the period 3,45,38,298 (P.Y 57,56,383 including Bonus Shares NIL)	40,29,46,810	5,75,63,830
10,07,366 (P.Y. 10,07,366) 0.0001% Compulsorily convertible preference shares Series A of Rs. 20/- each fully paid up	2,01,47,320	2,01,47,320
6,49,322 (P.Y. NIL) 0.0001% Compulsorily convertible preference shares Series B of Rs. 20/- each fully paid up	1,29,86,440	-
Total issued, subscribed and fully paid-up share capital	43,60,80,570	7,77,11,150

Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	3,45,38,298	-	-	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	8,14,457	-	-	-
Equity shares bought back by the company	-	-	-	-	-

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2017		March 31, 2016	
	Nos.	Rupees	Nos.	Rupees
At the beginning of the period	57,56,383	5,75,63,830	49,41,921	4,94,19,210
Shares issued during the period (refer note below)	3,45,38,298	34,53,82,980	8,14,462	81,44,620
Outstanding at the end of the period	4,02,94,681	40,29,46,810	57,56,383	5,75,63,830

Note: In the Current year, the Company has issued bonus shares to existing equity share holders in the ratio of 6:1 .Out of the total equity shares issued during previous year, 814,457 fully paid-up equity shares were issued pursuant to contracts for consideration other than cash.

Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the shareholders.

Details of Shareholders holding more than 5% Equity Shares

Name of shareholder	March 31, 2017		March 31, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Rohit Ramnath Katyal	63,04,144	15.65%	9,00,592	15.65%
Rahul Ramnath Katyal	61,24,930	15.20%	8,74,990	15.20%
Subir Malhotra	25,25,439	6.27%	3,60,777	6.27%
Rohit Katyal jointly with Rahul Katyal	45,12,046	11.20%	6,44,578	11.20%
Katyal Merchandise Private Limited	90,72,994	22.52%	12,96,142	22.52%
New Quest Asia Investments II Limited	35,87,080	8.90%	-	-
Vinayak Kulkarni HUF	-	-	7,60,000	13.20%
Advance Housing Development Private Limited	52,45,800	13.02%	7,49,400	13.02%

As per the records of the Company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series A outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2017		March 31, 2016	
	Number	Rs	Number	Rs
At the beginning of the period Series A	10,07,366	2,01,47,320	-	-
Shares issued during the period Series A	-	-	10,07,366	2,01,47,320
Outstanding at the end of the period (Series A)	10,07,366	2,01,47,320	10,07,366	2,01,47,320

Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series B outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2017		March 31, 2016	
	Number	Rs	Number	Rs
At the beginning of the period Series B	-	-	-	-
Shares issued during the period Series B	6,49,322	1,29,86,440	-	-
Outstanding at the end of the period (Series B)	6,49,322	1,29,86,440	-	-

Terms/Rights attached to 0.0001% compulsorily convertible preference shares Series A & B

1) The CCPS will be automatically converted into one ordinary equity shares of the Company, subject to adjustments specified in terms of issuance, upon the expiry of a period of 19 years from the date of issue ("Term"). Series A CCPS were issued in the year ended March 31, 2016 and Series B CCPS were issued in the current Year ended March 31, 2017.

The CCPS may be converted into ordinary equity shares of the Company at any time prior to the expiry of the Term at the sole option of the Investor and at the conversion ratio mentioned above.

The CCPS will mandatorily convert into equity shares just prior to a filing of the RHP for an IPO, at the conversion ratio mentioned above, and the rights provided to the holders of the CCPS or attached to the CCPS will cease to be available.

Details of shareholders holding more than 5% (0.0001% compulsorily convertible preference shares Series A & B)

Name of Shareholder	March 31, 2017		March 31, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Series A				
Paragon partners growth fund I (Series A CCPS)	10,07,366	100.00%	5,33,904	53.00%
HW Private Investments Limited (Series A CCPS)	-	0.00%	4,73,462	47.00%
Series B				
Paragon partners growth fund I (Series B CCPS)	97,398	15.00%	-	0.00%
Infina Finance Pvt. Ltd (Series B CCPS)	54,110	8.33%	-	0.00%
Jyotiprasad Taparia HUF (Series B CCPS)	54,110	8.33%	-	0.00%
New Quest Asia Investments II Limited (Series B CCPS)	4,32,882	66.67%	-	0.00%

Subsequent to year ended March 31, 2017, the Board of Directors declared an Interim Dividend for the year ended March 31, 2017 of Re. 0.50 on each fully paid equity share of face value of Rs. 10/-each and of Rs. 3.50 on each fully paid compulsory convertible preference shares of face value of Rs. 20/- each. The total pay-out was Rs. 3,13,74,853/- (Interim Dividend Rs. 2,59,45,749 & Dividend Distribution Tax Rs. 54,29,104).

5 RESERVES AND SURPLUS

	As at March 31, 2017	As at March 31, 2016
Foreign currency monetary translation difference account		
Balance as per the last financial statements	-	3,04,95,233
Less: amounts capitalised during the period (note 15)	-	(3,04,95,233)
Total	-	-
Securities premium account		
Balance as per the last financial statements	83,09,76,390	18,50,80,760
Add: Premium on Issue of Compulsory convertible preference shares	58,70,13,061	-
Add: Premium on Issue of Equity Shares	-	66,93,07,604
Less: Utilised for issue of Bonus Equity Shares	(34,53,82,980)	-
Less: Share issue expenses	(54,12,319)	(2,34,11,974)
Less: Others**	(5,00,000)	-
Total	1,06,66,94,152	83,09,76,390
Capital Reserve (on consolidation)		
Balance as per last financial statement	1,13,24,021	39,89,185
Add: Addition for current period	-	19,67,244
Add: Addition related to previous period *	-	53,67,592
Total	1,13,24,021	1,13,24,021
Surplus in the Statement of Profit and Loss		
Balance as per last financial statement	78,76,34,299	38,64,49,522
Add: Profit for the period	69,37,88,143	43,23,34,992
Add: Others**	5,00,000	-
Less:		
Share of loss from subsidiary of earlier years transferred from Majority	4,40,000	(94,86,046)
Transfer to Capital Reserve *	-	(53,67,592)
Interim dividend	-	(1,35,27,498)
Dividend distribution tax	-	(27,69,079)
Total	1,48,23,62,442	78,76,34,299
Total reserves and surplus	2,56,03,80,615	1,62,99,34,710

* The Group had short recorded Capital reserves (on consolidation) to the extent of Rs. 53,67,592 in the earlier years which was corrected in the previous year and the said amount was transferred from the Surplus in the Statement of Profit and Loss to Capital reserve (on consolidation).

** The group had incorrectly created security premium in earlier years through statement of profit and loss, the same has now been corrected.

	As at March 31, 2017 Rupees	As at March 31, 2016 Rupees
6 MINORITY INTEREST		
Balance at the beginning of the period	2,14,47,148	1,20,35,974
Add: Minority Interest in equity:		
(Decrease) / Increase in minority's share in equity capital of subsidiaries in the current period	-	(6,50,000)
Profit / (loss) balance transferred to /(from) minority share holders	-	-
	11,385,974	8,794,552
	2,14,47,148	1,20,35,974
Add: Minority Interest in profit /(losses) of subsidiaries:		
Minority interest in profits/(losses) of subsidiaries for the current period	28,32,787	18,67,863
Share of loss of earlier years transferred to majority	-	94,86,046
Changes in Minority interest in profits/(losses) of subsidiaries on sale of stake by minority	-	(1,292,735)
	28,32,787	1,00,61,174
Balance at the end of the year	2,42,79,935	2,14,47,148

	Current maturities		Non-current portion	
	As at March 31, 2017	As at March 31, 2016	As at March 31, 2017	As at March 31, 2016
7 LONG TERM BORROWINGS				
Term loans				
From banks (secured)	16,81,76,894	12,72,14,107	17,83,91,786	26,93,56,467
From financial institutions (secured)	12,53,22,913	5,18,82,972	38,96,18,199	15,49,44,304
Others				
Buyer's credit (secured) (note 47)	2,17,60,206	-	10,53,21,399	18,31,85,833
	31,52,60,013	17,90,97,079	67,33,31,384	60,74,86,604
The above amount includes				
Secured borrowings	31,52,60,013	17,90,97,079	67,33,31,384	60,74,86,604
Amount disclosed under the head "other current liabilities" (note 13)	(31,52,60,013)	(17,90,97,079)	-	-
Net amount	-	-	67,33,31,384	60,74,86,604

Term loan from bank carries interest ranging between 9.50% to 14.00% p.a. These loans are repayable in 18 to 84 months with structured monthly instalments ranging between Rs. 1,749 to Rs. 25,00,000 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments/vehicles against which these loans are taken with additional mortgage/charge aggregating to an amount of Rs. 61.97 crores (PY Rs. 49.72 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the director of the Company.

Term loan from financial institutions carries interest ranging between 10.02% to 14.50 % p.a. These loans are repayable in 35 to 60 months with structured monthly instalments ranging between Rs. 8,625 to Rs. 4,05,433 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments against which these loans are taken with additional mortgage/charge aggregating to an amount of Rs. 71.60 crores (PY Rs. 25.45 crores), on the plant and machinery placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the managing director of the Company.

Loan from JM financial carries interest @ 14.5% p.a. to be repaid in 18 instalments of Rs. 1,66,00,000 each commencing after 19 months from the date of disbursement. The loan has first and exclusive mortgage/hypothecation over unencumbered movable fixed assets(1.33 times of the facility amount). Further, the loan has first & exclusive pledge over 14,40,000 equity shares of CIL owned by the promoters & the loan has been guaranteed by Katyal Merchandise Private limited and the personal guarantee of the promoters.

Buyer's Credit from banks in Euro carries interest ranging between 6 month Euribor + 55 bps to 70 bps and in USD ranging between 6 month LIBOR + 49 bps to 75 bps. These buyer's credit are convertible into term loan after 3 years and repayable in 5 to 7 years considering roll over option available at the discretion of the company. The buyer's credits are secured by hypothecation of respective equipments against which these credits are taken and additional mortgage/charge aggregating to an amount of Rs. 13.65 crores (PY 19.47 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction.

	As at March 31, 2017	As at March 31, 2016
8 DEFERRED TAX LIABILITY		
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization	18,17,53,915	12,82,44,125
Retention Money*	14,17,19,306	-
Gross deferred tax liability	32,34,73,221	12,82,44,125
Deferred tax assets		
Provision for employee benefit expenses	1,50,60,312	45,21,822
Provision for doubtful debts	2,01,87,530	86,52,000
Gross deferred tax assets	3,52,47,842	1,31,73,822
Net deferred tax liability	28,82,25,379	11,50,70,303

* includes the effect of transfer of Rs. 14,17,19,306 from provision for income tax to deferred tax liability in respect of earlier year.

	As at March 31, 2017	As at March 31, 2016
9 OTHER LONG TERM LIABILITIES		
Payable to suppliers of capital goods	19,12,93,483	22,18,54,269
Advance from Customers	80,54,81,638	74,48,95,328
Retention Money	16,24,22,095	9,25,57,824
Total	<u>1,15,91,97,216</u>	<u>1,05,93,07,421</u>

	As at March 31, 2017	As at March 31, 2016
10 LONG TERM PROVISIONS		
Provision for employee benefits		
Provision for gratuity (note 41)	2,44,30,663	1,26,94,238
Total	<u>2,44,30,663</u>	<u>1,26,94,238</u>

	As at March 31, 2017	As at March 31, 2016
11 SHORT TERM BORROWINGS		
Secured Loans:-		
Working capital loan from bank	44,66,51,048	79,22,27,778
Working capital loan from financial institution	10,03,27,073	19,25,27,936
	54,69,78,121	98,47,55,714
Unsecured Loans:-		
From other related parties (note 50)	-	49,000
Others	-	24,71,776
	<u>54,69,78,121</u>	<u>98,72,76,490</u>
The above amount includes		
Unsecured Borrowings	2,520,776	2,398,543
Secured Borrowings	984,755,714	475,811,149
Total	<u>987,276,490</u>	<u>478,209,692</u>

Terms and Conditions of the Borrowings

Working capital loan from banks is secured against hypothecation of fixed assets, inventory, trade receivables, and other current assets on paripassu basis with other member banks in the consortium. The Working capital loan is repayable on demand and carries interest range between 1 year MCLR + 1.75% to 4.35% presently, in range of 9.50% to 12.85% p.a.

Working capital loan from financial institutions is secured against exclusive charge on the current assets, fixed deposits, investment in Birla Sun Life Mutual Fund, cash flows, receivables including retention, and revenues present and future of the project and first exclusive charge on escrow project receipt. The Working capital loan is repayable on demand and carries interest rate between range of 11.75% to 15.00% p.a. Further, the loan has been guaranteed by the personal guarantee of the Director of the Company.

Loan from other related parties has interest free loan and was payable on demand. The same has been repaid during the year.

	As at March 31, 2017	As at March 31, 2015
12 TRADE PAYABLE		
Acceptances	52,95,77,782	83,62,57,250
Others		
Total outstanding dues of micro enterprises and small enterprises (note 38)	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,67,51,14,724	2,26,26,19,897
Payable to Related Parties (note 50)	20,67,799	33,01,265
Total	<u>3,20,67,60,305</u>	<u>3,10,21,78,412</u>

	As at March 31, 2017	As at March 31, 2016
13 OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Borrowings (note 7)	31,52,60,013	17,90,97,079
Payable to suppliers of capital goods	8,49,21,233	4,96,59,251
Interest accrued and due to related parties (note 50)	-	6,32,281
Interest accrued but not due	35,18,629	49,88,353
Statutory Liability	35,79,88,619	28,59,68,898
Employee benefit expenses	7,80,37,311	6,07,63,989
Book overdraft	72,27,989	1,03,51,938
Advance against sale of shares *	3,45,00,000	-
Advance from customers	78,80,10,084	46,06,15,602
Advance from others	66,83,309	-
Security Deposits	91,11,877	78,98,684
Total	<u>1,68,52,59,064</u>	<u>1,05,99,76,075</u>

* Subsequent to the year ended March 31, 2017, the Company has sold its investment in Subsidiary Company "Capacite Engineering Private Limited".

	As at March 31, 2017	As at March 31, 2016
14 SHORT TERM PROVISIONS		
Provision for income tax * (net of advance taxes Rs. 23,69,79,217 (PY Rs. 14,74,48,253))	1,64,37,430	6,46,46,576
Provision for employee benefits		
Provision for gratuity (note 41)	1,47,947	69,800
Provision for leave encashment	1,89,14,476	94,70,071
Provision for dividend and dividend distribution tax	-	1,62,96,577
Total	<u>3,54,99,853</u>	<u>9,04,83,024</u>

* includes the effect of transfer of Rs. 14,17,19,306 from provision for income tax to deferred tax liability in respect of earlier year.

CAPACIT'E INFRAPROJECTS LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017
 (All amounts in Indian Rupees unless otherwise stated)

Note - 15 - Property, Plant and Equipment

Particulars	Gross Block			Depreciation			Net Block			
	As at April 01, 2016	Adjustment for reserves	Additions	Deductions / Adjustments	As at March 31, 2017	As at April 01, 2016	Additions	Deductions / Adjustments	As at March 31, 2017	As at March 31, 2016
Tangible Assets										
Plant and Machinery	66,19,76,648	8,25,156	20,89,68,173	-1,86,75,207	85,30,94,770	5,62,96,926	3,73,97,636	-28,20,448	9,08,74,114	60,56,79,722
	(62,68,34,581)	(18,62,179)	(14,72,67,653)	(1,39,87,765)	(66,19,76,648)	(2,66,06,478)	(3,07,15,746)	(10,25,298)	(5,62,96,926)	(50,02,28,103)
Furnitures & Fixtures	3,11,80,196	-	7,13,247	-9,73,144	3,09,20,299	74,25,373	29,59,312	-3,12,856	1,00,71,829	2,37,54,823
	(3,09,72,256)	-	(2,07,940)	Nil	(3,11,80,196)	(35,55,439)	(38,69,934)	-	(7,4,25,373)	(2,74,16,817)
Office Equipment	96,02,429	-	11,77,699	-3,14,441	1,04,65,687	25,94,086	9,26,327	-89,691	34,30,722	70,08,343
	(89,91,096)	-	(6,11,333)	Nil	(96,02,429)	(10,85,192)	(15,08,894)	-	(25,94,086)	(79,05,904)
Computers	2,30,27,959	-	48,66,597	-	2,78,94,556	83,48,508	46,76,824	-	1,30,25,332	1,46,79,451
	(1,54,71,150)	-	(76,00,034)	(43,225)	(2,30,27,959)	(44,24,099)	(39,27,891)	(3,482)	(83,48,508)	(1,10,47,051)
Formwork	1,68,98,82,661	-77,62,211	21,15,61,929	-1,45,75,533	1,87,91,06,846	18,47,69,761	12,53,04,930	-24,27,770	30,76,46,921	1,50,51,12,900
	(1,22,37,45,463)	1,64,01,503	(48,25,38,700)	Nil	(1,68,98,82,661)	(6,06,27,031)	(12,41,42,730)	-	(18,47,69,761)	(1,16,31,18,432)
Vehicles	1,66,27,672	-	29,64,902	-	1,95,92,574	18,10,972	16,86,196	-	34,97,168	1,48,16,700
	(83,32,684)	-	(82,94,988)	-	(1,66,27,672)	(7,10,970)	(11,00,002)	-	(18,10,972)	(76,21,714)
Building	13,52,21,385	-	-	-	13,52,21,385	9,70,897	21,41,005	-	31,11,902	13,42,50,488
	Nil	-	(13,52,21,385)	-	(13,52,21,385)	-	(9,70,897)	-	(9,70,897)	(NIL)
Total	2,56,75,18,950	-69,37,055	43,02,52,547	-3,45,38,325	2,95,62,96,117	26,22,16,523	17,50,92,230	-56,50,765	43,16,57,988	2,30,53,02,427
Previous Year	(1,81,43,47,230)	-(14,539,324)	(78,17,42,034)	(1,40,30,990)	(2,56,75,18,950)	(9,70,09,209)	(16,62,36,094)	(10,28,780)	(26,22,16,523)	(1,71,73,38,021)

Intangible Assets															
Computer Software	2,99,04,113 (2,47,72,600)	-	67,78,348 (51,31,513)	-	3,66,82,461 (2,99,04,113)	96,82,783 (49,07,205)	63,89,482 (47,75,578)	-	1,60,72,265 (96,82,783)	2,06,10,196 (2,02,21,330)	2,02,21,330 (1,98,65,395)				
Total	2,99,04,113 (2,47,72,600)	-	67,78,348 (51,31,513)	-	3,66,82,461 (2,99,04,113)	96,82,783 (49,07,205)	63,89,482 (47,75,578)	-	1,60,72,265 (96,82,783)	2,06,10,196 (2,02,21,330)	2,02,21,330 (1,98,65,395)				
Previous Year	2,59,74,23,063 (1,83,91,19,830)	-69,37,055 1,45,39,324	43,70,30,895 (78,68,73,547)	-3,45,38,325 (1,40,30,990)	2,99,29,78,578 (2,59,74,23,063)	27,18,99,306 (10,19,16,414)	18,14,81,712 (17,10,11,672)	-56,50,765 (10,28,780)	44,77,30,253 (27,18,99,306)	2,54,52,48,325 (2,32,55,39,757)	2,32,55,23,757 (1,73,72,03,416)				
Grand Total															
Grand Total - Previous Year															

(Figures in bracket and italics are of previous year)

** In earlier years, the foreign exchange translation differences arising on 'long term foreign currency monetary items' which relates to acquisition of depreciable asset were carried forward under "reserves and surplus". In order to comply with requirements of para 46a of accounting standard 11 „the effects of changes in foreign exchange rates (27,18,99,306) these exchange differences amounting to rs. 3,04,95,233/- Was adjusted from the cost of the fixed asset and accumulated depreciation. Consequent to this prior period adjustment, reserves and surplus of previous year has been decreased by rs. 3,04,95,233/- At the start of the year with a corresponding decrease in the block of the assets. However during 2015-16, there was loss of rs. 1,59,55,909/- On account of translation difference of 'long term foreign currency monetary items' and hence the net impact of rs. 1,45,39,324/-Is been shown under the gross block of property, plant & equipment as at march 31,2016

In accordance with the amendment/ earlier amendment to as 11, the company has capitalized exchange gain, arising on long-term foreign currency loan, amounting to rs. 69,37,055 (March 31, 2016: rs. 1,45,39,324) To the plant and machinery & formwork.

Note:

There are certain fixed assets (including office building & plant and machinery) on which charge has been created for loans taken by subsidiaries.

For details of security refer note 7 & 11.

CAPACIT'E INFRAPROJECTS LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS AT MARCH 31, 2017
 (All amounts in Indian Rupees unless otherwise stated)

	As at March 31, 2017	As at March 31, 2016
16 NON CURRENT INVESTMENTS		
NON TRADE - UNQUOTED (Valued at cost unless stated)		
Investment in 85,000 (PY 85,000) equity shares of Rs. 10 each fully paid in Janakalyan Sahakari Bank	8,62,000	8,62,000
Total	<u>8,62,000</u>	<u>8,62,000</u>
Aggregate value of Unquoted Investments	8,62,000	8,62,000
	As at March 31, 2017	As at March 31, 2016
17 LOANS AND ADVANCES (NON CURRENT)		
Capital Advances		
Unsecured, considered good	13,66,82,335	5,75,26,358
	13,66,82,335	5,75,26,358
Security Deposits		
Unsecured, considered good	1,34,17,755	43,35,192
	1,34,17,755	43,35,192
Other Loans & Advances		
Advance tax (net of provision of Rs. 15,61,27,685 (PY Rs. 9,26,05,787)	1,64,21,782	-
Balance with Government Authorities	1,79,41,858	36,86,178
Advances to others	4,67,18,033	4,17,14,768
	8,10,81,673	4,54,00,946
Total	<u>23,11,81,763</u>	<u>10,72,62,496</u>
	As at March 31, 2017	As at March 31, 2016
18 TRADE RECEIVABLES - Non Current (Including Retention)		
Unsecured, considered good		
Outstanding for more than 6 months from the date they became due for payment	-	-
Others	15,59,80,889	-
Total	<u>15,59,80,889</u>	<u>-</u>
	As at March 31, 2017	As at March 31, 2016
19 OTHER NON-CURRENT ASSETS		
Term deposits with more than 12 months maturity (Under lien with lenders)	2,42,09,041	1,80,59,096
Margin money deposit with banks	8,38,59,590	8,31,79,860
Prepaid expenses	61,03,500	39,40,834
Interest accrued but not due on fixed deposits	1,27,86,360	67,77,333
Unbilled Revenue	1,99,68,985	-
Total	<u>14,69,27,476</u>	<u>11,19,57,123</u>
	As at March 31, 2017	As at March 31, 2016
20 CURRENT INVESTMENTS		
NON TRADE INVESTMENTS - QUOTED		
Investment in 7,748.349 Units of Birla Sun Life Mutual Fund (Under Lien)	15,54,685	-
Investment in 2,50,000 units of Union Capital Protection Oriented Fund (Under Lien)	25,11,175	-
Interest accrued but not due on fixed deposits	1,27,86,360	67,77,333
Total	<u>40,65,860</u>	<u>-</u>
Aggregate value of Quoted Investments	40,65,860	-

	As at March 31, 2017	As at March 31, 2016
21 INVENTORIES		
Raw material (Cost or NRV whichever is lower)	49,24,79,453	39,92,40,621
Construction Work-in-progress	2,10,95,17,825	1,81,21,20,159
Total	2,60,19,97,278	2,21,13,60,780
	As at March 31, 2017	As at March 31, 2016
22 TRADE RECEIVABLES (Including Retention)		
Outstanding for a period exceeding six months from the date they became due for payment		
Unsecured, considered good	5,82,01,935	1,14,39,061
Unsecured, considered doubtful	5,83,31,976	2,50,00,000
Sub total	11,65,33,911	3,64,39,061
Less: Provision for doubtful receivables*	(5,83,31,976)	(2,50,00,000)
	5,82,01,935	1,14,39,061
Others		
Unsecured, considered good		
[Including retention Rs. 89,56,06,721/- (Previous Year : Rs. 81,97,20,334/-)]	3,27,81,94,234	2,75,65,63,783
	3,27,81,94,234	2,75,65,63,783
Total	3,33,63,96,169	2,76,80,02,844
*Includes provision made for non-recoverability from a customer with respect to dishonour cheques aggregating to Rs. 2,50,00,000 for which criminal proceedings have been filed by the Company under Section 138 read with section 141 of the Negotiable Instruments Act 1881.		
	As at March 31, 2017	As at March 31, 2016
23 CASH AND BANK BALANCE		
a) Cash and Cash Equivalents		
Cash in Hand	15,27,816	78,05,488
Foreign Currency on hand	4,57,369	2,60,411
Balance with banks		
- On current accounts	11,31,93,584	4,07,51,631
- Term Deposits with less than 3 months of original maturity (Under Lien)	72,83,795	-
	12,24,62,564	4,88,17,530
b) Other Bank Balances		
Deposits kept as margin money under lien with lenders	39,70,84,311	32,44,92,159
	39,70,84,311	32,44,92,159
Total	51,95,46,875	37,33,09,689

	As at March 31, 2016	As at March 31, 2015
24 LOANS AND ADVANCES (CURRENT)		
Security deposits		
Unsecured, considered good		
Related party (note 50)	-	12,06,086
Others	7,50,78,458	7,37,67,643
Loans and advances to related parties (note 50)		
Unsecured, considered good	7,10,02,135	4,95,96,825
Other loans & advances		
Advance tax (net of provision of Rs. 8,71,40,036 (PY Rs. Nil))	2,79,47,999	4,66,77,191
Advance to employees	45,68,597	44,31,478
Advance to others	15,34,57,224	26,08,55,016
Balances with statutory / government authorities	35,11,78,257	28,12,84,636
Total	68,32,32,670	71,78,18,875

	As at March 31, 2017	As at March 31, 2016
25 OTHER CURRENT ASSETS		
Prepaid expenses	5,10,41,688	4,33,57,981
Share issue expenses(to the extent not written off or adjusted) (Refer note below)	1,24,81,210	-
Interest accrued but not due on fixed deposits	1,68,99,247	1,60,65,099
Interest accrued on Loans to related parties (note 50)	76,66,648	-
Unbilled Revenue	25,44,24,121	-
Others	47,20,000	47,20,000
Total	34,72,32,914	6,41,43,080

Note:-

The Company has so far incurred share issue expenses of Rs 1,24,81,210 (31 March 2016: Rs Nil) in connection with proposed public offer of equity shares. These expenses shall be adjusted against securities premium to the extent permissible under Section 52 of the Companies Act, 2013 on successful completion of Initial Public Offer (IPO). The entire amount has been carried forward and disclosed under the head 'Other Current Assets' as Share issue expenses (to the extent not written off or adjusted).

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
26 REVENUE FROM OPERATIONS		
Contract revenue	11,49,25,95,453	8,42,83,46,452
Other operating income		
- Sale of Material / Scrap	7,77,96,114	8,59,58,830
Total	11,57,03,91,567	8,51,43,05,282

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
27 OTHER INCOME		
Equipment hire charges	23,16,568	20,79,241
Service charge Income	38,30,516	68,13,524
Interest income on Fixed deposits	3,78,03,274	3,67,24,141
Loan to related Parties (note 50)	85,18,498	27,05,312
Others	2,81,67,725	67,56,966
Profit on sale of property, plant and equipment	-	41,12,138
Project Management Consultancy Income	-	30,34,301
Exchange differences (net)	8,57,589	-
Miscellaneous income	77,88,094	73,41,540
Total	8,92,82,264	6,95,67,164
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
28 COST OF MATERIALS CONSUMED		
Opening stock	39,92,40,621	37,04,94,807
Add: Purchases of material	5,31,18,54,558	4,77,10,95,193
Less: Closing stock	49,24,79,453	39,92,40,621
Cost of materials consumed	5,21,86,15,726	4,74,23,49,379
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
29 (INCREASE)/ DECREASE IN CONSTRUCTION WORK IN PROGRESS		
Opening Stock	1,81,21,20,159	78,97,72,939
Closing Stock	2,10,95,17,825	1,81,21,20,159
Total	(29,73,97,666)	(1,02,23,47,220)
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
30 CONSTRUCTION EXPENSES		
Labour/Subcontractor charges	2,93,87,58,814	2,00,16,00,612
Electricity expenses (Site)	7,32,61,416	7,04,02,886
Equipment hire charges	18,62,93,836	13,77,51,923
Formwork hire charges	20,86,25,350	18,10,07,428
Repairs & Maintenance	64,97,387	29,62,265
Others	19,70,58,377	12,18,38,841
Total	3,61,04,95,180	2,51,55,63,955
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
31 EMPLOYEE BENEFIT EXPENSES		
Salaries, wages and bonus	92,02,20,552	67,94,90,008
Contributions to provident and other funds	2,96,33,732	2,44,16,939
Staff welfare expenses	3,45,70,584	3,16,56,534
Total	98,44,24,868	73,55,63,481

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
32 DEPRECIATION AND AMORTISATION		
Depreciation and amortisation	18,14,81,712	15,67,65,103
Total	18,14,81,712	15,67,65,103
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
33 FINANCE COSTS		
Interest Expenses	25,81,40,206	19,46,75,853
Bank guarantee commission	3,28,87,690	2,95,50,823
Loan processing fees	1,85,11,863	1,75,56,913
Bank charges	11,18,65,225	7,42,45,423
Total	42,14,04,984	31,60,29,012
	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
34 OTHER EXPENSES		
Electricity charges	28,87,979	26,92,451
Rent	8,78,02,069	6,51,47,237
Rates & taxes	4,73,96,173	2,46,86,178
Insurance expenses	1,41,94,194	69,86,078
Repairs & maintenance		
Plant and machinery	81,94,886	27,71,335
Others	96,651	31,14,272
Corporate social responsibility	6,25,000	2,50,000
Commission & brokerage	33,96,194	29,74,906
Legal and professional charges	8,52,30,526	7,04,97,918
Payment to auditor (refer details below)	27,50,000	45,00,000
Advertising and sales promotion	79,82,480	70,56,877
Travelling expenses	1,76,54,887	1,94,25,963
Vehicle hiring charges	4,27,69,242	3,20,15,021
Communication costs	74,71,038	68,34,008
Donation	8,85,380	5,31,968
Office expenses	8,82,51,399	9,15,86,401
Printing & stationery	1,13,04,271	79,58,161
Exchange differences (net)	-	25,74,162
Bad Debts	96,893	-
Provision for doubtful debt	3,33,31,976	2,56,93,622
Miscellaneous expenses	1,22,63,422	2,78,26,374
Total	47,45,84,660	40,51,22,932
* Payment to Auditor		
As Auditor		
Audit Fees (excluding Rs. 40,56,000 in connection with proposed public offer of equity shares)	27,50,000	45,00,000
Total	27,50,000	45,00,000

	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
35 Prior Period items		
Depreciation*	-	1,39,93,511
Goodwill on consolidation written off**	-	24,46,005
Pre-operative Expenses & others***	-	3,57,00,125
Total	<u>-</u>	<u>5,21,39,641</u>

* In previous year, the Group has recognized depreciation to the extent of Rs. 1,39,93,511 pertaining to earlier years.

** In previous year, the Group has written off goodwill to the extent of Rs. 24,46,005 pertaining to earlier years.

*** In earlier years, there were certain expenses which were considered as preoperative expenses disclosed under other assets and the same was amortized over the life of the project. In previous year unamortized preoperative expenses as at March 31, 2015 of Rs. 3,57,00,125 have been written off.

36 EARNING PER SHARE

Net profit attributable to equity shareholders and the weighted number of shares outstanding for basic and diluted earning per share are as summarised below:

Particulars	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
Net profit for the year	69,37,88,143	43,23,34,992
Less: Interim Dividend on CCPS including dividend distribution tax	-	(24,27,148)
Net profit for calculation of basic EPS	69,37,88,143	42,99,07,844
Net profit for calculation of diluted EPS	69,37,88,143	43,23,34,992
Nominal Value of Equity Shares (Rs. Per share)	10	10
Weighted average number of equity shares in calculating basic EPS	4,02,94,681	3,94,22,354
Add: Equity shares arising on conversion of Compulsorily convertible preference shares	<u>92,23,529</u>	<u>46,04,709</u>
Weighted average number of equity shares in calculating diluted EPS	4,95,18,210	4,40,27,063
Earning per Share Basic	17.22	10.91
Earning per Share Diluted	14.01	9.82

37. Segment Reporting

In accordance with the requirements of Accounting Standard 17 – “Segment Reporting”, the Company has single reportable segment namely “Engineering, Procurement and Construction Contracts” and business segment is considered as primary segment. Thus the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charges for depreciation during the period are as well reflected in the financial statements as at March 31, 2017 and March 31, 2016 and for the year ended on those dates. The Company also primarily operates under one geographical segment namely India.

38. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Based on the information available with the Group, there are no dues payable to micro, small and medium enterprises as defined in “The Micro, Small & Medium Enterprises Development Act, 2006” as at March 31, 2017.

39. Expenditure in foreign currency (accrual basis)

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Miscellaneous Expenses	45,94,258	22,91,805
Interest Expenses	18,62,631	17,09,650
Total	64,56,889	40,01,455

40. Corporate Social Responsibility expenditure:

Particulars		For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
a) Gross amount required to be spent by the Group during the period ended March 31, 2017		83,56,640	32,18,283
(b) Amount spent during the year ending on March 31, 2017	In Cash	Yet to be paid	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	6,25,000	77,31,640	83,56,640
(c) Amount spent during the year ending on March 31, 2016	In Cash	Yet to be paid	Total
i) Construction/acquisition of any asset	2,50,000	-	2,50,000
ii) On purposes other than (i) above	-	-	-

41. Gratuity and other post-employment benefit plans

The Group operates one defined benefit plan viz. gratuity benefit for its employees which is funded. Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company” and the fund assets is not material.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plans.

Statement of profit and loss

Net employee benefit expense recognized in the employee cost

Particulars	As at March 31, 2017	As at March 31, 2016
Current service cost	1,09,47,553	67,39,607
Interest cost on benefit obligation	10,05,080	5,30,409
Expected return on plan assets	(47,932)	(49,075)
Net actuarial (gain) / loss recognized in the period	(88,065)	(4,97,177)
Net benefit expense	1,18,16,636	67,23,764

Balance sheet

Particulars	March 31, 2017	March 31, 2016
Present value of defined benefit obligation	2,52,70,424	1,34,01,063
Fair value of plan assets	(6,91,814)	6,37,025
Plan (asset) / liability	2,45,78,610	1,27,64,038

Changes in the present value of the defined benefit obligation are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Opening defined benefit obligation	1,34,01,063	66,30,111
Current service cost	1,09,47,553	67,39,607
Interest cost	10,05,080	5,30,409
Benefits paid	-	-
Actuarial (gains) / losses on obligation	(83,272)	(4,99,064)
Closing defined benefit obligation	2,52,70,424	1,34,01,063

Changes in the fair value of plan assets are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Opening fair value of plan assets	6,37,026	5,89,838
Expected return	49,995	49,075
Contributions by employer	-	-
Benefits paid	-	-
Actuarial gains / (losses)	4,793	(1,887)
Closing fair value of plan assets	6,91,814	6,37,026

The principal assumptions used in determining gratuity for the Group's plans are shown below:

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Discount rate	7.5% p.a.	8% p.a.
Expected rate of return on assets	7.5% p.a.	8% p.a.
Employee turnover	5% p.a.	2% p.a.

Amounts for the current and previous periods are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Defined benefit obligation	2,52,70,424	1,34,01,063
Plan Assets	(6,91,814)	(6,37,025)
Surplus / (Deficit)	2,45,78,610	1,27,64,038
Experience Gain / (Loss) adjustments on plan liabilities	(13,63,332)	(4,99,064)
Experience adjustments on plan Assets	4,793	(1,887)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The Company expects to pay Rs. 1,47,947 within one year.

42. Disclosure in accordance in Accounting Standard- 7 (Revised)

Particulars	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Contract revenue recognised for the period	11,49,25,95,453	8,42,83,46,452
Contract cost & Recognised Profit till date	27,75,13,42,227	18,09,98,19,147
Advance received from customer	1,59,34,91,722	1,20,54,02,005
Amount of retentions	1,05,15,87,609	81,69,38,442

43. Capital and Other Commitments

Particulars	As at March 31, 2017	As at March 31, 2016
Formwork and P&M	3,40,01,733	22,84,45,203
Immovable Property	13,95,99,032	8,02,44,640
Total	17,36,00,765	30,86,89,843

44. Contingent Liabilities**

Particulars	As at March 31, 2017	As at March 31, 2016
Corporate Guarantee given on behalf of subsidiary company	10,95,00,000	12,95,00,000
Corporate Guarantee given to project customers	1,80,00,000	1,70,00,000
Bank Guarantees	29,22,86,000	2,90,00,000
Bills of exchange discounted with banks	44,83,44,597	14,90,65,252
Total	86,81,30,597	32,45,65,252

**In addition to above, with respect to certain matters relating to issue of shares in earlier years, the Company has filed a compounding application with the National Company Law Tribunal and currently, the impact of the same on these financial statements is not ascertainable.

For the year 13-14 & 14-15, Company has received assessment orders under Maharashtra Value Added Tax Act,2002 (MVAT) with disallowance of input Tax Credit & Tax deducted at source amounting to Rs. 64,13,256 & Rs. 5,73,255 respectively. The Company is contemplating to proceed with an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements.

45. Value of imports calculated on CIF basis

Particulars	As at March 31, 2017	As at March 31, 2016
Raw material	-	2,16,58,169
Capital Goods	7,08,11,849	14,38,60,638

46. Imported and indigenous raw materials and spare parts consumed

Particulars	% of total consumption	As at March 31, 2017	As at March 31, 2016
Raw materials			
Imported	0% (PY 0.46%)	-	2,16,58,169
Indigenously obtained	100% (PY 99.54%)	5,21,86,15,726	4,72,06,91,210
Total		5,21,86,15,726	4,74,23,49,379

47. Unhedged foreign currency exposure

Particulars	As at March 31, 2017	As at March 31, 2016
Foreign currency loan (Buyer's credit Principal Euro)	78,489,291	96,990,543
	(Euro 1,133,458.65)	(Euro 1291562.65)
Foreign currency loan (Buyer's credit Interest accrued but not due Euro)	94,556	1,89,015
	(Euro 1,365.48)	(Euro 2,517.00)
Foreign currency loan (Buyer's credit Principal USD)	48,592,314	86,195,290
	(USD 7,49,434.97)	(USD 1299434.97)
Foreign currency loan (Buyer's credit Interest accrued but not due USD)	189,734	1,85,306
	(USD 2,926.25)	(USD 2,793.58)
Total	12,73,65,895	18,35,60,154

48. Net dividend remitted in foreign exchange

Period of remittance (ending on)	As at March 31, 2017	As at March 31, 2016
Period to which it relates	April 01, 2016 to March 31, 2017	April 01, 2015 to March 31, 2016
Number of non resident shareholders	1	-
Number of equity shares held on which dividend was due	2	-
Number of Compulsorily convertible preference shares held on which dividend was due	4,73,462	-
Total Amount remitted as dividend (in USD)	14,252	-
Total Amount remitted as dividend (in Rs.)	9,46,924	-

49. Financial reporting of Interest in Joint Ventures

The Company holds 49% interest in PPSL Capacite JV, a joint venture, which is involved in the business of construction and infrastructure development. PPSL Capacite JV is an unincorporated entity.

The Company's share of the assets, liabilities, income and expenses of the jointly controlled entity For the year ended March 31, 2017 are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Current Assets	13,39,78,929	9,06,16,768
Non- current Assets	6,77,424	8,01,574
Current Liabilities	(9,80,64,403)	(6,75,62,644)
Non- current Liabilities	(4,47,05,486)	(2,46,31,115)
Equity	(81,13,536)	(7,75,417)

Particulars	As at March 31, 2017	As at March 31, 2016
Revenue	1,77,38,000	8,90,91,645
Cost of material consumed	(22,43,169)	(4,52,18,238)
Construction Expenses	(97,05,924)	(2,55,32,016)
Depreciation of plant and machinery	(1,24,151)	(2,55,178)
Employee benefit expenses	(23,68,273)	(66,56,902)
Finance Cost & Other Expenses	(1,06,34,604)	(1,40,22,395)
Profit before tax	(73,38,121)	(25,93,084)
Income tax expenses	-	-
Profit after tax	(73,38,121)	(25,93,084)

Additional Information, as required under Schedule III to the Act, of enterprises consolidated as subsidiary/Joint ventures

Name of the entity	March 31, 2017		For the Year Ended March 31, 2017		March 31, 2016		For the Year Ended March 31, 2016	
	Net Assets/(Liabilities)		Share in Profit/(Loss)		Net Assets/(Liabilities) as on March 31, 2016		Share in Profit/(Loss)	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated net assets	Amount	As % of consolidated profit	Amount
Parent								
CIL	100%	2,99,14,03,052		69,31,66,945	100%	1,70,36,48,926	101%	43,56,71,044
Subsidiaries(Indian)								
CEPL	3%	6,74,52,349	1%	80,93,679	3%	5,93,58,669	2%	68,06,137
Yongnam	-1%	(1,69,30,744)	0%	(14,25,279)	-1%	(1,55,05,466)	1%	23,57,855
Joint Ventures (as per proportionate consolidation)								
PPSL Capacite JV	0%	(81,13,536)	-1%	(73,38,121)	0%	-7,75,416	-1%	-25,93,084
Sub Total	101%	3,03,38,11,121	100%	69,24,97,224	102%	1,74,67,26,713	102%	44,22,41,951
Share in Minority Interest in Subsidiaries								
- Net Assets/(liabilities)	-1%	(2,42,79,936)			-1%	(2,14,47,148)		
- (Profit)/Loss			0%	(28,32,787)			0%	(18,67,863)
Elimination and consolidation adjustments	0%	(1,30,70,000)	1%	41,23,706	-1%	(1,76,33,705)	-2%	(80,39,095)
Consolidated Total	100%	2,99,64,61,185	100%	69,37,88,143	100%	1,70,76,45,860	100%	43,23,34,992

50. Related party disclosures

Names of related parties and related party relationship

Related parties under AS 18

Joint Venture	PPSL Capacite JV (Patna JV)
Enterprises Owned by or significantly influenced by key management personnel or their relatives	Katyal Merchandise Pvt Ltd Asutosh Trade links Pratibha Structbuild Pvt. Ltd. (upto October 12, 2015) Rahul Katyal HUF Capacite Ventures Pvt Ltd. Rohit Katyal HUF Mas design
Key Management Personnel & their relatives	Rohit Katyal – Director and Chief Financial Officer (CFO w.e.f January 7, 2016 to May 4, 2016 & September 30, 2016 onwards) Rahul Katyal – Managing director Narayanan Neelkanteshwaran – Whole time director (w.e.f. June 29, 2015) Subir Malhotra - Whole time director Asutosh Katyal - Son of Mr. Rohit Katyal Manasi Nisal - Chief Financial Officer (from May 1, 2015 to January 6, 2016) Susheel P Todi - Chief Financial Officer (from May 5, 2016 to September 29, 2016) Vishwamitra Katyal - Father-in-Law of Mr. Subir Malhotra Monita Malhotra - Wife of Mr. Subir Malhotra
Additional Related parties as per Companies Act, 2013	
Sai Katkar - Company Secretary	

50. Related Party Transaction

Name of Related Party	Relation with related parties	Nature of Transaction	For the Year Ended March 31, 2017	For the Year Ended March 31, 2016
PPSL Capacite JV	Joint Venture	Other Income (Formwork, Equipment and PMC Charges)	56,36,184	1,09,46,579
		Interest income	85,18,498	27,05,312
		Loan received back	-	4,34,41,761
		Loan given	1,65,83,795	4,92,85,652
Pratibha Structbuild Pvt. Ltd.	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance against Property (Transactions disclosed upto October 12, 2015)	-	20,00,000
Rahul Katyal	Managing Director	Loan Taken	15,00,000	-
		Loan Repaid	15,00,000	-
		Directors Remuneration (refer note below)	85,32,996	56,76,411
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance outstanding received	25,000	-
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance outstanding received	25,000	-
Rohit Katyal	Director and Chief Financial Officer (CFO)	Directors Remuneration (refer note below)	88,32,996	58,67,184
		Loan Received	30,00,000	-
		Loan Repaid	30,00,000	-
		Security deposit received back	6,00,000	-
Rohit Katyal jointly with Rahul Katyal	Director and Chief Financial Officer (CFO)	Purchase of Fixed Assets (Non cash)	-	5,35,00,000
		Issue of equity shares (Non cash)	-	5,35,00,000
Narayanan Neelkanteshwaran	Director	Directors Remuneration (refer note below)	78,75,000	56,81,203
Subir Malhotra	Director	Directors Remuneration (refer note below)	98,59,839	38,98,164
		Loan Taken	-	50,49,000
		Loan Repaid	-	50,00,000
Manasi Nisal	Chief Financial Officer	Remuneration	-	10,32,743
Susheel P Todi	Chief Financial Officer	Remuneration	23,77,594	-
Sai Katkar	Company Secretary	Remuneration	12,63,763	7,72,429
Mrs. Monita Malhotra	Relatives of Directors	Rent	27,91,022	27,83,659
Vishwamitra Katyal	Relatives of Directors	Professional Fees	16,85,200	11,94,445
Asutosh Katyal	Relatives of Directors	Training fees	45,50,946	40,60,540
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense	12,24,081	25,33,766
		ICD Repaid (incl. interest)	3,07,33,957	7,19,01,485
		ICD Taken	2,90,00,000	7,00,00,000

Asutosh Trade links	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Given	75,00,000	41,41,000
		Advance Taken	75,00,000	1,16,68,626
		Vehicle Hiring Charges	28,20,000	-
		Purchase of Fixed Assets (Non cash)	-	1,41,00,000
		Issue of equity shares (Non cash)	-	1,41,00,000
Capacite Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Received Against Sale of Shares of Capacite Engineering Pvt Ltd held by Capacit'e Infraprojects Ltd	3,45,00,000	-
Mas Design	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Security Deposit received back	6,06,086	-

Note: The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

Closing Balances of Related Parties (including provisions and accruals)

Name of Related Party	Relation with related parties	Nature of Balance	March 31, 2017	March 31, 2016
PPSL Capacite JV	Joint Venture	Loan given Outstanding	7,86,63,070	4,95,41,112
		Advance given Outstanding	5,713	5,713
		Trade Receivables Outstanding	12,59,345	-
Capacite Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance received for sale of shares	3,45,00,000	-
Katyal Merchandise Pvt. Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest accrued on Intercompany Deposit	-	6,32,281
Rohit katyal	Key Management Personnel & their relatives	Rent deposit paid outstanding	-	6,00,000
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance given Outstanding	-	25,000
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance given Outstanding	-	25,000
Mas Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Trade Payables Outstanding	-	1,71,459
		Security Deposit Outstanding	-	6,06,086
Subir Malhotra	Director	Loan Taken Outstanding	-	49,000
Mrs. Monita Malhotra	Relative of directors	Trade Payables Outstanding	20,67,799	31,29,806

51. Details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 as provided in the table below:

Particulars	SBN	Other Denomination	Total
Closing Balance as on November 08, 2016	16,00,500	58,24,593	74,25,093
Permitted Receipts	-	49,99,894	49,99,894
Permitted Payments	-	(74,76,738)	(74,76,738)
Amount Deposited in Banks	(16,00,500)	-	(16,00,500)
Cash Balance as on December 30, 2016	-	33,47,749	33,47,749

52. Previous year figure

Previous year's figures have been regrouped where necessary to confirm to current period's classification.

As per our report of even date.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No: 324982E/E300003

Jayesh Gandhi

Partner

Membership No : 37924

Place: Mumbai

Date: June 13, 2017

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal

Managing Director

DIN: 00253046

Rohit Katyal

Director and Chief Financial Officer

DIN: 00252944

Sai Katkar

Company Secretary

Form No. MGT-11
PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CAPACIT'E INFRAPROJECTS LIMITED

CIN: U45400MH2012PLC234318

Regd. Office: 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R. K. Studios,
Sion – Trombay Road, Chembur, Mumbai - 400 071, Maharashtra, India. **Tel.:** +91 22 717 33 717 **Fax.:** +91 22 71 733 733
Website: www.capacite.in; **Email:** cs@capacite.in

<i>Name of the member (s):</i>	
<i>Registered address:</i>	
<i>E-mail Id:</i>	
<i>Folio No:</i>	

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint:

1 Name: _____ Address: _____

E-mail Id: _____ Signature: _____

or failing him

2 Name: _____ Address: _____

E-mail Id: _____ Signature: _____

or failing him

3 Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting of the Company, to be held on _____ day, _____ 2017 at _____ A.M. at 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R K Studios, Sion-Trombay Road, Chembur, Mumbai – 400071 and at any adjournment thereof in respect of such resolutions as mentioned in the Notice of the said Annual General Meeting of the Company.

Signed this _____ day of _____ 2017.

Affix Re. 1/-
Revenue
Stamp
Here

Signature of shareholder

Signature of 3rd Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meetin
2. A person can act as proxy on behalf of Members up to and not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company. Further, a Member holding more than ten per cent, of the total share capital of the Bank carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.

CAPACIT'E INFRAPROJECTS LIMITED

CIN: U45400MH2012PLC234318

Regd. Office: 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R. K. Studios,
Sion – Trombay Road, Chembur, Mumbai - 400 071, Maharashtra, India. **Tel.:** +91 22 717 33 717 **Fax.:** +91 22 71 733 733

Website: www.capacite.in; **Email:** cs@capacite.in

ATTENDANCE SLIP

<i>Folio No.</i>	
<i>Name of Member:</i>	
<i>Name of Proxyholder:</i>	
<i>No. of Share(s) Held:</i>	

I hereby record my presence at the 5th Annual General Meeting of CAPACIT'E INFRAPROJECTS LIMITED held on ____ day, _____, 2017 at ____ A.M. at 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R K Studios, Sion-Trombay Road, Chembur, Mumbai – 400071.

Signature of Member/Proxy

Notes:

- (1) *Members / Proxy-holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.*
- (2) *Members are requested to bring their copy of Annual Report for reference at the Meeting.*



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CAPACIT'E INFRAPROJECTS LTD. (Head Office)

605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai- 400071.
Maharashtra, India Tel : +91-22 71733717 Fax :+91-2271733733 www.capacite.in info@capacite.in

For business enquiry contact: Mr. Tushar Srivastava, VP Business Development & Marketing, Email - tushar.srivastava@capacite.in Call: +91-7045900515

CIN - U45400MH2012PLC234318

MMR | NCR | BANGALORE