DCM LIMITED

August 17, 2017

BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai-400 001

The National Stock Exchange of India Limited
"Exchange Plaza", Plot no. C/1, G Block,
Bandra- Kurla Complex, Bandra (E)
Mumbai-400 051

Sub: Soft Copy of Annual Report of the Company for FY 2016-17

Dear Sir,

This is in continuation of our letter dated July 31, 2017 informing that 127th Annual General Meeting (AGM) of the Company will be held on Friday, September 22, 2017 at 11:00 A.M. at MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi - 110054.

Pursuant to Regulation 30 read with Schedule III part A Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached soft copy of Annual Report of the Company for financial year 2016-17.

You are requested to kindly take the same on record.

Thanking you,
Yours faithfully,
For **DCM Limited**

DCM LIMITED NEW DELHI

Yadvinder Goyal
Company Secretary

Encl. - As above

Registered Office :
Vikrant Tower, 4, Rajendra Place, New Delhi-110008
e-mail id: investors@dcm.in
Phone : (011) 25719967 Fax : (011) 25765214
CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

DCM LIMITED ANNUAL REPORT

2016 -2017

BOARD OF DIRECTORS

Dr. Vinay Bharat Ram
Chairman and Managing Director

Mr. Bipin Maira

Mr. Chandra Mohan

Mr. Jitendra Tuli

Mr. L. Lakshman

Dr. Meenakshi Nayar

Mr. Narendra Pal Chawla
(Nominee of LIC)

Dr. Raghupathi Singhania

Mr. Ravi Vira Gupta

Prof. Sudhir Kumar Jain

COMPANY SECRETARY

Mr. Yadvinder Goyal

BANKERS

Punjab National Bank

State Bank of Bikaner and Jaipur

State Bank of India

HDFC Bank Limited

ICICI Bank Limited

AUDITORS

BSR & Co. LLP

Chartered Accountants

Gurgaon

REGISTERED OFFICE
Vikrant Tower,
4, Rajendra Place,
New Delhi-110 008
Tel : 91-11-25719967
Fax : 91-11-25765214

SHARE TRANSFER AGENT
MCS Share Transfer Agent Limited
F-65, Okhla Industrial Area,
Phase-I, New Delhi-110 020
Tel : 91-11-41406149-52
Fax : 91-11-41709881

DCM LIMITED
Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008
CIN: L74899DL1889PLC000004
e-mail: investors@dcm.in, website: www.dcm.in
Ph: 011-25719967, Fax: 011-25765214

Notice is hereby given that the 127th Annual General Meeting of DCM Limited ('the Company') will be held on Friday, September 22, 2017 at 11:00 A.M. at MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi - 110054 for transacting the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
   a. the audited standalone financial statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and
   b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 together with Report of Auditors thereon.
2. To appoint a director in place of Dr. Vinay Bharat Ram, (DIN 00052826), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification(s),the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 read with Rules issued thereunder, as amended from time to time, and pursuant to resolution passed by the members at the 125th Annual General Meeting (AGM) of the Company held on August 18, 2015, the appointment of M/s. BSR & Co. LLP, Chartered Accountants, (Regn. no. 101248W/W-100022) as Statutory Auditors of the Company to hold office till the conclusion of the next AGM be and is hereby ratified and the Audit Committee of the Board of Directors of the Company be and is here by authorized to fix the remuneration payable to them."

SPECIAL BUSINESS

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

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to Cost Auditors appointed by the Board of Directors of the Company, as stated below be and is hereby ratified and confirmed:
   i. Rs. 50,000/- (Rupees fifty thousand only) plus GST & out-of pocket expenses, if any, to M/s K C Kohli & Co., Cost Accountants (Firm Registration Number 100541), as Cost Auditors, for financial year 2017-18, for audit of cost accounting records of 'Cotton Textiles' manufactured by the Company;
   ii. Rs. 1,25,000/- (Rupees one lac and twenty five thousand only) plus GST & out-of-pocket expenses, if any, to M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Cost Auditors, for financial year 2017-18, for audit of the Cost Accounts pertaining to Cast Iron Unit of the Company namely 'DCM Engineering Products' located at Shaheed Bhagat Singh Nagar, Punjab; and
   iii. Rs. 60,000/- (Rupees sixty thousand only) plus GST & out-of-pocket expenses, if any, to M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Lead Cost Auditor, for financial year 2017-18, for consolidation of the Cost Audit Report etc. of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.**"**

Registered Office	**By order of the Board of Directors**
Vikrant Tower,	**For DCM Limited**
4, Rajendra Place,	
New Delhi – 110008	
	Sd/-
Place : New Delhi	**Yadvinder Goyal**
Date : July 6, 2017	**Company Secretary**

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item no. 4 under Special Business of this Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

   Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution / authority, as applicable.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 16, 2017 to Friday, September 22, 2017 (both days inclusive).
4. Shareholders, who are holding shares in identical order of name in more than one folio, are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holding in one folio.
5. Members are requested to bring their copy of Annual Report.
6. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.

7. The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 7 days before the date of the meeting.

8. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.

9. In terms of SEBI notification, the shares of the Company are subject to compulsory trading only in dematerialized form on the stock exchanges, hence members are requested to convert their physical share certificates into electronic form.

10. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited.

11. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), for securities market transactions and/or for off -market or private transactions involving transfer of shares in physical form, the transferee(s) as well as transferor(s) (including joint holders) shall furnish copy of PAN card to the Company for registration of such transfer of securities. Accordingly, all the shareholders/ transferor(s) / transferee(s) of shares (including joint holders) in physical form are requested to furnish a certified copy of their PAN Card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.

12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a request letter in this respect to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.

13. The Annual Report including Notice of AGM and Attendance Slip is being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s). However, physical copy of the Annual Report including Notice of AGM and Attendance Slip is also being sent to all members.

14. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays & Public Holidays) during business hours up to the date of the Meeting.

15. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings, in respect of person seeking appointment /re-appointment as Director of the Company under Item No. 2 of the Notice, are provided at page no. 4 of the Annual Report.

16. All unclaimed/unencashed dividend, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed/unencashed for a period of seven years from the date they became due for payment, have been/will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government, from time to time, in accordance with applicable provisions of the Companies Act, 1956 and / or the Companies Act, 2013.

    Pursuant to circular issued by Ministry of Corporate Affairs (MCA) with respect to IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 vide G.S.R. 342 (E) dated May 10, 2012, your Company has uploaded the Form 5 INV containing the details of amount lying unclaimed / un-encashed, as on the date of last Annual General Meeting, on account of matured Fixed Deposits/Debentures and Dividend on the website of MCA as well as on its website www.dcm.in. Deposit-holders/Debenture-holders/Shareholders may kindly check the said information and if any amount on account of matured deposits, matured debentures, or interest thereon or dividend is appearing as unclaimed / un-encashed against their name, they may lodge their claim, duly supported by relevant documents to the Company.

    Also, in terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

    Any person whose shares, unclaimed/un-encashed dividend, matured deposits, matured debentures, or interest thereon, have been transferred to the IEPFA, can claim back the shares or apply for refund from IEPFA, as the case may be, by following the procedure prescribed under the aforesaid rules.Therefore, it is in the interest of deposit-holders/debenture-holders/ shareholders to claim the unclaimed / un-encashed amount of dividend, matured deposits, matured debentures or interest thereonwith in scheduled time.

17. Mrs. Pragnya Parimita Pradhan, Company Secretary in whole-time practice, Proprietor of M/s Pragnya Pradhan & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at AGM in a fair and transparent manner.

18. The facility for voting through polling paper shall also be made available at the Annual General Meeting and Members attending the Annual General Meeting who have not already cast their vote by remote e-voting shall be able to vote at the Annual General Meeting.

19. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.

20. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made thereunder and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting).

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

A. In case a Member receives an email from NSDL :

(i) Open the PDF file 'DCM remote e-Voting.pdf ' attached to the e-mail, using your client ID / Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.

(ii) Launch an internet browser and open https://www.evoting.nsdl. com/

(iii) Click on Shareholder - Login.

(iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.

(v) Password change menu will appear. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.

(vi) Home page of e-voting will open. Click on remote e-Voting - Active Voting Cycles.

(vii) Select 'EVEN' (i.e. Remote e-voting Event Number) of DCM Limited.

(viii) Now you are ready for remote e-voting as 'Cast Vote' page opens.

(ix) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.

(x) Upon confirmation, the message 'Vote cast successfully' will be displayed.

(xi) Once you have confirmed your vote on the resolution, you cannot modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at pragnyap.pradhan@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM:

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM, in the manner as stated below:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD /PIN
–	–	–

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

C. Other Instructions:

i. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www. evoting.nsdl.com

ii. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

iii. The remote e-voting period commences on Tuesday, September 19, 2017 (9.00 a.m. IST) and ends on Thursday, September 21, 2017 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on September 15, 2017 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.

iv. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories, as on September 15, 2017 i.e. cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the Annual General Meeting through polling paper.

v. Any person, who acquires and/or allotted/issued shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or contact NSDL at toll free no. 1800-222-990. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.

Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on ***www.evoting.nsdl.com****.*

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No.+Folio No.).

vi. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall counter sign the same.

vii. The result shall be declared not later than 48 hours from conclusion of this Annual General Meeting. The result declared shall be communicated to BSE Limited, National Stock Exchange of India Limited, National Securities Depository Limited (NSDL), MCS Share Transfer Agent Limited (i.e. Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. www.dcm.in

viii. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on date of Annual General Meeting i.e. September 22, 2017.

22. The route map to the venue of the Annual General Meeting is given at page no. 5 of this Annual Report.

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

The Board of Directors of the Company at their meeting held on May 30, 2017, on the recommendation of the Audit Committee, have approved the following appointments:

i. M/s K C Kohli & Co., Cost Accountants (Firm Registration Number 100541), as Cost Auditors, for financial year 2017-18, for audit of cost accounting records of the 'Cotton Textiles' manufactured by the Company at a remuneration of Rs. 50,000/- (Rupees fifty thousand only) plus GST & out-of-pocket expenses, if any;

ii. M/s. V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Cost Auditors, for financial year 2017-18, for audit of Cost Accounts pertaining to Cast Iron Unit of the Company namely 'DCM Engineering Products' located at Shaheed Bhagat Singh Nagar, Punjab at a remuneration of Rs. 1,25,000/- (Rupees one lac and twenty five thousand only)

iii. M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Lead Cost Auditors, for financial year 2017-18, for consolidation of the Cost Audit Report etc. of the Company, at a remuneration of Rs. 60,000/- (Rupees sixty thousand only) plus GST & out-of-pocket expenses, if any.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rules issued thereunder, the remuneration payable to the Cost Auditors as stated above has to be ratified by members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for financial year 2017-18.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of this Notice for approval of the members of the Company.

Registered Office
Vikrant Tower,
4, Rajendra Place,
New Delhi – 110008

By order of the Board of Directors
For DCM Limited

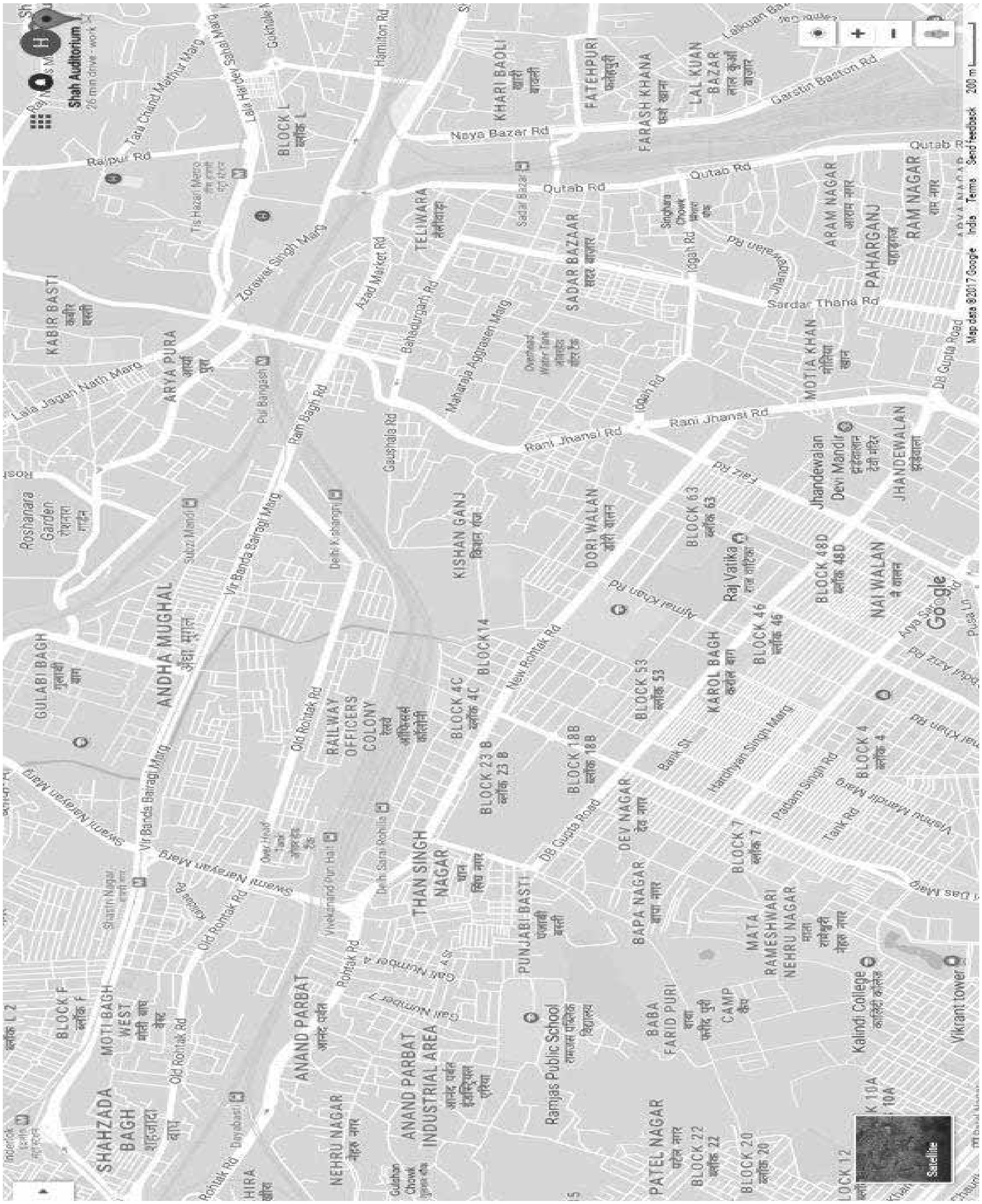
Sd/-
Yadvinder Goyal
Company Secretary

Place : New Delhi
Date : July 6, 2017

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT 127TH ANNUAL GENERAL MEETING OF THE COMPANY

Name of the Director	Dr. Vinay Bharat Ram
Director Identification Number (DIN)	00052826
Date of Birth	18.02.1936
Date of Appointment	Appointed as an Additional Director of the Company w.e.f. 29.01.2016 and Managing Director of the Company w.e.f. 30.01.2016
Qualification	B.A. (Hons.) Economics, University of Delhi, MBA, Michigan University (Ann Arbor), Management Development Programme, Harvard University, Ph.D. in Economics from University of Delhi
Experience & Expertise inspecific functional area	Industry and Management experience of more than five decades
Profile of the Director	Dr. Vinay Bharat Ram was Past President of the Manufactures' Association of Information Technology, Ex-member of International Council of the Asia Society, New York, U.S.A. He was honored and admired as Member of the Textile Association of India. He is the recipient of the National Citizen's Award 1990 for Entrepreneurship from the Prime Minister of India and National Excellence Award for Art & Culture for 1996-97 from T.P. Jhunjhunwala Foundation. He was nominated as Life Trustee of the Institute of Economic Growth, Delhi by the Ex-Prime Minister Dr. Manmohan Singh. He is also Chairman of the Governing Board of Population Foundation of India.
Terms & Conditions of re-appointment along with details of remuneration sought to be paid and last drawnby him	Dr. Vinay Bharat Ram, Chairman & Managing Director of the Company is liable to retire in his capacity as director of the Company and, being eligible, offers himself for re-appointment at the ensuing Annual General Meeting of the Company. He is drawing remuneration from the Company, in his capacity as Managing Director of the Company, which is as mentioned in the Corporate Governance Report, forming part of this Annual Report.
Shareholding in the Company as on 31.03.2017	6525 Equity Shares
Relationship with other directors and KMPs of the Company	He is not related to any other director on the Board of Company. However Mr. Hemant Bharat Ram, President (Textiles) and Mr. Sumant Bharat Ram, Chief Executive & Financial Officer of the Company are sons of Dr. Vinay Bharat Ram.
No. of Meetings of Board attended during the year	7 (for details please refer to the Corporate Governance Report, forming part of this Annual Report)
List of Companies in which outside directorship held	Purearth Infrastructure Ltd. Aggresar Leasing & Finance Pvt. Ltd. Crescita Enterprises Pvt. Ltd.
Chairman/Member of the Committees of Board of Directors of Indian Companies	1. **Chairmanship(s) of Committees of the Board** **DCM Limited** - Corporate Social Responsibility Committee - Review Committee- Textile & IT Division 2. **Membership(s) of Committees of the Board** NIL

Route map for Venue of 127th Annual General Meeting of the Company



DIRECTORS' REPORT

Your directors have pleasure in presenting this 127th Annual Report together with the Audited Financial Statements of your Company for the financial year ended March 31, 2017.

ECONOMIC SCENARIO

The growth in emerging markets and developing economies was encouraging in 2016 despite a slow down in the western economies.

On the global front, two key events have led to a lot of uncertainty and a spurt in volatility across markets. In June 2016, UK voted to leave the European Union leading to an immediate ratings downgrade and financial market volatility. The financial markets have seemingly factored in this event but the impending round of trade negotiations between UK and the European Union, point to a tough road ahead. The November 2016 US election outcome led to considerable capital flight from the emerging markets, including India, on the hopes of strong pro-US growth policy rollouts from the new Government. The challenges faced during the initial roll-out of some of these policies by the new US administration, point to a difficult road ahead which have implications not just for the US economy but globally as well.

India remained the fastest growing major economy in the world, after surpassing China last year. Gross Domestic Product growth rate was 7.1% for FY 2016-17, supported by strong consumption growth and government spending. Inflation eased sharply led by a decline in food inflation amidst government's astute food management, facilitating a 50 basis points rate cut by the RBI in FY 2016-17 before it adopted a neutral stance.

The Indian Economy is on the threshold of the next phase of growth through government sponsored "Make-In-India" programmes and other investment-led strategies. Concurrently, the business environment in India is expected to undergo a radical transformation with the big push to build quality infrastructure covering roads, ports, water-ways, airways and railways.

FY 2016-17 was also marked by two significant economic measures by the government. Government's demonetisation move to counter the shadow economy and promote cashless economy has boosted digital payments in the country. The recent implementation of the landmark GST legislation has been a milestone reform that is bound to usher in efficiencies in the system via ease of doing business (one tax rate subsuming all other taxes), thereby leading to an improved business environment. It is poised to provide a fillip to India's economic growth as it will create a single national market and enhance the efficiency of inter-state movement of goods and services apart from moving a large part of the informal sector within the formal set-up of the economy. The reform process would further help boost India's position in the global arena.

The government also announced a slew of measures aimed at boosting consumption, particularly in rural India. Increased government focus (both central and state) on the rural sector and initiatives like improved support prices, agri-insurance schemes, infrastructure investments (including irrigation projects), and higher outlay for rural employment guarantee schemes all indicate a possibility of improved rural incomes, thereby driving a consumption-led growth.

With a normal monsoon expected in this year, almost all economic indicators are showing positive trends. With a stable government at the Centre and the ruling party winning major state elections, the Indian business community is showing renewed confidence.

The stock markets are scaling new peaks. The Rupee is becoming stronger against the US dollar. Though global markets continue to stagnant and are not encouraging the exports, an increase in domestic consumption is the main driver of growth.

Unless there are some serious unforeseen crises, the reforms such as overhauling the bankruptcy laws and giving banks more teeth to deal with their non-performing assets (NPAs), sustained increase in public infrastructure spending and continuing tight supervision of monetary policy suggests that India is well placed for a period of sustained growth in excess of 7% per annum.

FINANCIAL DATA

Rs. / Crores

	Financial Year ended March 31, 2017	Financial Year ended March 31, 2016
Profit before Interest, Depreciation, Tax and Exceptional Item	**52.95**	69.14
Add: Exceptional Items	**7.75**	-
Profit before Interest, Depreciation, Tax but after Exceptional Item	**60.70**	69.14
Less: -Finance Cost -Depreciation	**26.72** **37.68**	32.56 36.40
Profit before Tax	**(3.70)**	0.18
Less -Provision for tax	**(0.14)**	(3.11)
Profit after tax	**(3.84)**	3.29
Add - Profit brought forward	**143.75**	151.56
Less - Adjustment of Depreciation	**-**	-
Less – Adjustment for amalgamation	**-**	7.96
Profit available for appropriation	**139.91**	146.89
Appropriations:		
Interim Dividend on equity shares	**-**	2.61
Proposed Final Dividend on equity shares	**-**	-
Corporate Dividend Tax	**-**	0.53
General Reserves	**-**	-
Balance Profit carried forward	**139.91**	143.75

TRANSFER TO RESERVES

No amount is proposed to be transferred to the General Reserve out of the amount available for appropriation.

DIVIDEND

Your directors do not recommend any dividend for the financial year 2016-17.

OPERATIONS OVERVIEW

Textile Division

The Textile Division of the Company is located at Hisar in Haryana with a capacity of 1,14,096 Spindles. During the year under review, the Profit Before Tax (PBT) increased to Rs. 31.15 crores in financial Year 2016-17 from Rs. 6.65 crores in the previous financial year 2015-16 on account of increase in yarn prices, reduction in cost of consumed cotton on account of stocking in cotton season at lower prices and operational efficiencies and reduction in interest cost.

Engineering Division

The Engineering Division is supplying castings across all segments in the automotive market: cars, multi-utility vehicles, tractors, light commercial vehicles, heavy commercial vehicles and earth moving equipment.

During the year, the Division acheived total dispatch of 44,970 MT (previous year 40,544 MT). The Division continued to make losses because of lower volume resulting under recovery of fixed overheads, higher rejections and decline in margins on account of price reduction to retain market share as competitors are supplying at lower prices.

The Division continued to focus on process improvements and manufacturing techniques across all areas of operations to improve cost effectiveness and quality.

The sales volume of the Division is expected to increase in the medium and long-term with the commercial supplies of new development items as well as positive growth expected in auto industry on account of increased agriculture growth due to normal monsoon, pickup in rural consumption demand, 7th Pay Commission pay-out besides a healthy economic outlook and sustained increase in public infrastructure spending and new launches in the passenger and commercial vehicle segment.

IT Division

The IT Division of the Company is an established service provider for IT Infrastructure management, networking, Analytics and Cloud related services operating through its offices located in India and USA.

During the year under review, the sales and other income of the Division was Rs. 60.38 crores (previous year Rs. 66.50 crores). The Division continue to have consistent profits. The Profit before Tax (PBT) was Rs. 5.98 crores (Previous year Rs. 5.73 crores).

Based on market conditions and the growth prospects both in India and USA, the Division is consistently investing to build new capabilities which complement the core area of IT infrastructure management to target newer areas, which will help it to grow faster.

MATERIAL CHANGES AND COMMITMENTS

There was no change in the nature of the business of the Company. There were no material changes and commitments affecting the financial position of the Company occurring between March 31, 2016 and the date of this Report.

SCHEMES OF ARRANGEMENT

1. During the year, DCM Engineering Limited was amalgamated with the Company with effect from the appointed date of April 1, 2014 in terms of the scheme of amalgamation ("the Scheme") sanctioned by the Hon'ble High Court of Delhi vide its order dated May 16, 2016 and pursuant to that all assets, liabilities, duties and obligations of DCM Engineering Limited, were transferred to and vested with the Company with effect from April 1, 2014. The Scheme became effective on May 28, 2016 ("Effective Date") on filing of the certified copy of the said Order with the Registrar of Companies, NCT of Delhi & Haryana.

   Pursuant to the Scheme coming into effect, 1,50,49,988 equity shares held by the Company in erstwhile DCM Engineering Limited stand cancelled. In terms of said Scheme the Company has allotted 12,98,712 equity shares of Rs. 10/- each fully paid-up to other shareholders of DCM Engineering Limited.

2. The Board of Directors of the Company approved a Scheme of Arrangement between DCM Limited and DCM Nouvelle Limited, a wholly owned subsidiary of DCM Limited, for the demerger of the cotton textile business undertaking of DCM Limited and vesting of the same with DCM Nouvelle Limited, on a going concern basis with effect from appointed date of January 1, 2017. The aforesaid scheme is subject to approval from concerned regulatory authorities.

3. The Board of Directors of the Company in its meeting held on October 15, 2016, also approved a composite scheme of arrangement, which was further amended in their subsequent meeting held on February 13, 2017 for the:-

   a. Amalgamation of Tiara Investment Holdings Limited into Purearth Infrastructure Limited, a joint venture company with effect from December 31, 2016;

   b. Demerger of the Real Estate Undertaking of DCM Limited into DCM Realty and Infrastructure Limited, on a going concern basis with effect from January 1, 2017; and

   c. Following the amalgamation as referred to in (a) and demerger as referred to in (b) above, amalgamation of the Amalgamated Purearth into the Resulting DCM Realty leading to Amalgamated DCM Realty, with effect from January 1, 2017.

   The above composite scheme is subject to approval from concerned regulatory authorities.

4. The Board of Directors of the Company, in its meeting held on March 31, 2017, approved a scheme of amalgamation for the merger of Crescita Enterprises Private Limited ('Transferor Company') with the Company with effect from appointed date of March 31, 2017 for the purpose of restructuring of shareholding of 'Promoters and Promoter group' of the Company. The aforesaid scheme is subject to approval from the concerned regulatory authorities.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANIES

As on April 1, 2016, the Company had six subsidiaries (including DCM Engineering Limited which was amalgamated with the Company under a Scheme of Amalgamation sanctioned by Hon'ble Delhi High Court vide its order dated May 16, 2016, which become effective from May 28, 2016. DCM Engineering Limited ceased to exist with effect from May 28, 2016) and one associate company with in the meaning of Section 2(87) and 2(6) of the Companies Act, 2013 respectively.

During the year under review, two companies namely DCM Realty and Infrastructure Limited and DCM Nouvelle Limited were incorporated as wholly owned subsidiaries of the Company.

At present, the Company has seven subsidiaries and one associate company within the meaning of Section 2(87) and 2(6) of the Companies Act, 2013 respectively. There has been no material change in the nature of the business of the subsidiaries and associate company.

During the year under review, except as stated above no other company has become or ceased to be Company's subsidiary, joint venture or associate company.

Pursuant to provisions of Section 129(3) and other applicable provisions of the Companies Act, 2103 read with Rules made there under, a statement containing salient features of the financial statements, performance and financial position of each of the subsidiaries, associates and joint venture companies in Form AOC-1 is enclosed as Annexure - A to the standalone financial statements of the Company and hence not repeated here for the sake of brevity.

Pursuant to the provisions of Section 136 of the Companies Act, 2103, the financial statements, consolidated financial statements of the Company along with relevant documents and separate audited accounts in respect of subsidiaries, are available on the website of the Company.

CONSOLIDATED ACCOUNTS

The Consolidated Financial Statements of the Company are prepared in accordance with provisions of the Companies Act, 2013 and relevant Accounting Standards issued by the Institute of Chartered Accountants of India and form part of this Annual Report.

DIRECTORS

Dr. Vinay Bharat Ram, retires by rotation at the ensuing Annual General Meeting and beinge ligible offers himself for re-appointment as a director of the Company. Accordingly, a resolution is included in the Notice of forthcoming 127th Annual General Meeting of the Company for seeking approval of members for his appointment as a director of the Company.

All the Independent Directors of the Company have given declaration(s) and have confirmed that they meet the criteria of independence as provided in the Section149(6)of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

As required by Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, your directors state that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis;

(e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL

The following persons are Whole-Time Key Managerial Personnel ('KMP') of the Company in terms of provisions of Section 203 of the Companies Act, 2013:

a. Dr. Vinay Bharat Ram – Chairman & Managing Director

b. *Mr. Sumant Bharat Ram – Chief Executive & Financial Officer

c. Mr. Hemant Bharat Ram – President (Textiles)

d. Mr. Rakesh Kumar Goel – CEO, Textile Division

e. Mr. Varun Sarin – Chief of Operations & Finance, IT Division

f. Mr. Yadvinder Goyal – Company Secretary

* He remained as KMP in his capacity as Chief Operating & Finance Officer (CO&FO) of the Company till 13.11.2016 and thereafter re-designated as Chief Executive & Financial Officer (CE&FO) of the Company w.e.f. November 14, 2016.

NUMBER OF BOARD MEETINGS

Seven meetings of the Board of Directors of your Company were held during the year under review (for further details please refer to the Corporate Governance Report, forming part of this Annual Report).

EVALUATION OF BOARD PERFORMANCE

Pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the diversity of the Board, effectiveness of the board processes, information and functioning etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees and effectiveness of committee meetings etc.

The performance of the individual directors was reviewed on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc.

The performances of non-independent directors, Board as a whole and of the Chairman was evaluated in a separate meeting of Independent Directors after taking into account the views of executive directors and non-executive directors.

INTERNAL FINANCIAL CONTROL

The Company has in place an established internal control system to ensure proper recording of financial & operational information, compliance of various internal controls and other regulatory/statutory compliances. Further, the Company has also an independent Internal Audit function, which carries out periodic internal audits across locations and functions, based on the Internal Audit plan. All Internal Audit findings and control systems are periodically reviewed by the Audit Committee of the Board of Directors, which provides strategic guidance on Internal Controls.

STATUTORY AUDITORS

M/s B S R & Co. LLP, Chartered Accountants (Registration No. 101248W), were appointed as Statutory Auditors of the Company from the conclusion of 125thAnnual General Meeting (AGM) held on August 18, 2015 till the conclusion of 130thAnnual General Meeting of the Company, subject to ratification of their appointment by the members at every intermittent AGM of the Company.

Accordingly, a resolution for ratification of their appointment as Statutory Auditors of the Company has been included in the Notice of forthcoming 127thAnnual General Meeting of the Company.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors, Cost Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

DIRECTORS' VIEW ON AUDITORS' OBSERVATIONS

Management response to the observations of the statutory auditors even though explained wherever necessary through appropriate notes to the Accounts is reproduced hereunder in compliance with the relevant legal provisions.

Refer 'Basis for Qualified Opinion' in Auditors' Report on Consolidated Financial Statements

Purearth Infrastructure Limited (PIL), a joint venture company, has received advances Rs. 3,335.87 lacs (share of the Group in these advances of joint venture are amounting Rs. 552.42 lacs) for sale bookings of units in Plaza 4 of Central Square project. These advances have been presented as 'advances from customers' under 'other current liabilities' shown as share of joint venture under other current liabilities. The management of PIL is yet to draw up construction plans for Plaza 4 of Central Square project. Further, the revenue including price escalations and other recoveries in terms of the Scheme of Restructuring and understanding arrived with the booking holders of the project cannot be determined at this stage. Thus, the management of PIL could not be able to estimate the likely losses for such bookings under the Plaza 4 of Central Square project and hence has not provided such losses in its financial statements. Therefore, DCM Limited is also not able to provide for its shares of such losses in these consolidated financial statements. (Refer **note 45** to the consolidated financial statements annexed.)

FIXED DEPOSIT / DEBT REPAYMENT

In terms of the Scheme of Restructuring and Arrangement (SORA) approved by the Hon'ble Delhi High Court vide its order dated October 29, 2003 under sections 391 – 394 of the Companies Act, 1956 and subsequent modification thereto vide Hon'ble Delhi High Court order dated April 28, 2011, the Company has complied with its debt repayment obligation under SORA including in respect of fixed deposits, debentures, loans and related interest and where such amount has not been claimed by the concerned party, deposited an equivalent amount into a 'No Lien/Designated Account' with scheduled banks.

In case an invested amount remains unclaimed and un-encashed for a period of seven years from the date it becomes due for payment, the same has been /will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Govt.

Your Company has uploaded the relevant details of amount lying unclaimed / un-encashed, as on the date of last Annual General Meeting, on account of matured Fixed Deposits and Debentures on the website of MCA as well as on its website www.dcm.in. Deposit-holders/Debenture-holders may kindly check the said information and if any amount on account of matured deposits, matured debentures, or interest thereonis appearing as unclaimed / un-encashed against their name, they may lodge their claim, duly supported by relevant documents to the Company.

Any person whose unclaimed/un-encashed matured fixed deposits, matured debentures, or interest thereon, have been transferred to the IEPF, can apply for refund, as the case may be, by following the prescribed procedure. Therefore, it is in the interest of deposit-holders/debenture-holders to claim the unclaimed / un-encashed amount of matured fixed deposits, matured debentures or interest thereon with in scheduled time.

No disclosure or reporting is required in respect of deposits covered under Chapter V of the Companies Act, 2013, as the Company has not accepted any deposit after the commencement of the Companies Act, 2013.

RISK MANAGEMENT

There is a continuous process of identifying / managing risks through a Risk Management Process. The measures used in managing the risks are also reviewed. Risks identified by the Company broadly fall in the category of operational risk, regulatory risk, financial & accounting risk and foreign currency related risks. The risk management process consists of risk identification, risk assessment, risk monitoring & risk mitigation. During the year, the Board was informed about measures taken for minimization of risks. In the opinion of the Board, none of the said risks which have been identified may threaten the existence of the Company.

AUDIT COMMITTEE

At present, the Audit Committee of the Company consists of Mr. Bipin Maira, Chairman, Mr. Ravi Vira Gupta, Mr. L Lakshman, Prof. Sudhir Kumar Jain and Dr. Meenakshi Nayar, as members of the committee. The terms of reference of the Audit Committee are in line with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

At present, the CSR Committee of the Company consists of Dr. Vinay Bharat Ram, Chairman, Mr. Ravi Vira Gupta, Mr. Jitendra Tuli and Dr. Meenakshi Nayar, as members of the Committee.

This Committee is responsible for formulating and monitoring the CSR Policy of the Company. The Company's CSR Policy is available on the Company's website www.dcm.in

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is enclosed as Annexure – I, and forms part of this Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 a statement showing the names and other particulars of the top ten employee and employees drawing remuneration in excess of the limits set out in the said rules is enclosed as Annexure - II and forms part of this report.

A statement showing details pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as Annexure - IIA and forms part of this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186

Particulars of investments made and loans given are provided in the standalone financial statements. (Please refer to Note Nos. 12 & 14 of the standalone financial statements).

Pursuant to the approval given by the members of the Company, in its capacity as title holder of land at Bara Hindu Rao / Kishanganj, Delhi (Project land), in respect of which the development rights were vested with joint venture company in terms of SORA, has mortgaged the said land for loans availed in connection with development of real estate project on the said land by joint venture company and also by a body corporate who has been developing the real estate project along with the said joint venture company. The outstanding amount of loans, on which mortgage was created, as on 31.03.2017 was Rs. 213.41 crores (previous year Rs. 193 crores).

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis.

The prescribed Form AOC-2 is enclosed as Annexure - III, and forms part of this Report. Your directors draw attention of members of the Company to Note No. 44 to the standalone financial statements which sets out related party disclosures.

EXTRACT OF ANNUAL RETURN

The details forming part of Extract of Annual Return in prescribed form MGT-9 is enclosed as Annexure- IV and forms part of this Report.

COST AUDIT

The Board in its meeting held on May 30, 2017 has approved the following appointments:

i. M/s K C Kohli & Co., Cost Accountants (Firm Registration Number 100541), as Cost Auditors, for financial year 2017-18, for audit of cost accounting records of the 'Cotton Textiles' manufactured by the Company at a remuneration of Rs. 50,000/- (Rupees fifty thousand only) plus GST & out-of-pocket expenses, if any;

ii. M/s. V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Cost Auditors, for financial year 2017-18, for audit of Cost Accounts pertaining to Cast Iron Unit of the Company namely 'DCM Engineering Products' located at Shaheed Bhagat Singh Nagar, Punjab at a remuneration of Rs. 1,25,000/- (Rupees one lac and twenty five thousand only) plus GST & out-of-pocket expenses, if any; and

iii. M/s V Kumar & Associates, Cost Accountants (Firm Registration Number 100137), as Lead Cost Auditors for consolidation of the Cost Audit Report etc. of the Company, for financial year 2017-18, at a remuneration of Rs. 60,000/- (Rupees sixty thousand only) plus GST & out-of-pocket expenses, if any.

In terms of Section 148 of the Companies Act, 2013 and rules made there under, remuneration of Cost Auditors as stated above is to be ratified by members of the Company. Accordingly, a suitable resolution has been included in the Notice of forthcoming 127th Annual General Meeting for ratification of aforesaid remuneration payable to Cost Auditors, for financial year 2017-18, by members of the Company.

SECRETARIAL AUDIT

The Board has appointed Mrs. Pragnya Parimita Pradhan, Company Secretary in whole time practice, Proprietor of M/s. Pragnya Pradhan & Associates, Company Secretaries, to conduct Secretarial Audit for financial year 2016-17. The Secretarial Audit Report for the financial year 2016-17 is enclosed herewith as Annexure - V and forms part of this Report. The Secretarial Audit Report does not contain any qualifications, reservation or adverse remark.

CORPORATE GOVERNANCE

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance Report along with Auditors' certificate thereon and Management Discussion and Analysis Report are enclosed, and form part of this report.

DISCLOSURE REQUIREMENTS

1 Details of the familiarization programme of the independent directors are available on the website of the Company at weblink: http://dcm.in/wp-content/uploads/2016/10/Familirisation-Program-for-Independent-Directors.pdf

2 Policy for determining material subsidiaries of the Company is available on the website of the Company at weblink: http://dcm.in/wp-content/uploads/2016/10/Material-subsidiary-policy.pdf

3 Policy on materiality of related party transactions and dealing with related party transactions is available on the website of the Company at weblink http://dcm.in/wp-content/uploads/2016/10/Policy-on-related-party-transactions.pdf

4 The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns, which is available on Company's website www. dcm.in. The provisions of this policy are in line with the provisions of Section 177(9) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5 The Company's Remuneration Policy is enclosed as Annexure - VI and forms part of this Report.

6 Annual Report on CSR Activities is enclosed as Annexure - VII and forms part of this Report.

7 There were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

8 During the year under review, there were no cases reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT

The Directors wish to acknowledge and thank the Central and State Governments and all regulatory bodies for their continued support and guidance. The Directors thank the shareholders, customers, business associates, Financial Institutions and Banks for the faith reposed in the Company and its management.

The Directors place on record their deep appreciation of the dedication and commitment of your Company's employees at all levels and look forward to their continued support in the future as well.

For and on behalf of the Board of Directors
For DCM Limited

Sd/-

Place : New Delhi
Date : July 6, 2017

Dr. Vinay Bharat Ram
Chairman and Managing Director

ANNEXURES TO THE DIRECTORS' REPORT

ANNEXURE – I

Information as per Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2017

(A) CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy

Textile Division:

The Textile Division is continuously endeavoring to develop the most energy efficient process as and to upgrade to latest energy-efficient devices.

The Division has taken various steps by process improvement on conservation of energy including:

- Installed 1000 KW roof top solar system;
- Six nos. mechanical variator pulley of ring frame machines replaced with frequency drive;
- Two nos. of pneumatic suction fan controlled with frequency drive;
- Temperature controller installed with exhaust fans;
- Compactor gear motor removed from waste line after modification.
- 1000 nos. of conventional tubes/bulbs are being replaced with LED lights.

Engineering Division:

The Division has taken various steps by process improvement on conservation of energy including:

- Yield improvement and weight reduction;
- Conversion of Water jacket core to cold box technology from electrical heating.

IT Division:

The operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented. Efforts to conserve and optimise the use of energy is a continuous process.

(ii) The steps taken by the Company for utilizing alternate sources of energy

Textile Division - The Division has installed 1000 Kw roof top solar power plant and has generated energy of 1,47,459 units during the financial year 2016-17.

Engineering Division - Nil

IT Division - Nil

(iii) The capital investment on energy conservation equipment's

Textile Division - Rs. 471.60 lacs

Engineering Division - Nil

IT Division - Nil

(B) TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption

Textile Division - Nil

Engineering Division - Installation of Annealing Furnace

IT Division - Nil

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

Textile Division - NA

Engineering Division - Quality improvement & technology upgradations towards the new generations castings

IT Division - NA

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

Textile Division - Nil

(a) The details of technology imported – N.A.
(b) The year of import – N.A.
(c) Whether the technology been fully absorbed – N.A.
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof – N.A.

Engineering Division

(a) The details of technology imported:
Loramendi Core Cell
CNC Milling Machine (Deckel DMF 180)
Loramendi Sand Mixer
Boroscope
Accumulator

(b) The year of import:
Loramendi Core Cell- FY 2014-15
CNC Milling Machine (Deckel DMF 180) FY 2014-15
Loramendi Sand Mixer FY 2015-16
Boroscope- FY 2016-17
Accumulator- FY 2016-17

(c) Whether the technology been fully absorbed: Yes
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: NA

IT Division – Nil

(a) The details of technology imported – N.A.
(b) The year of import – N.A.
(c) Whether the technology been fully absorbed – N.A.
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof – N.A.

(iv) The expenditure incurred on Research and Development

Textile Division - Nil

Engineering Division

The Division has got approval from Department of Scientific & Industrial Research, Ministry of Science and Technology, Delhi for Recognition of In house R&D Unit for the period from 28.05.2015 to 31.03.2018.

In pursuit of R & D endeavors, the Division is regularly incurring the expenditure on R&D. The expenditure incurred on Research and Development during the year:

Rs. In Lacs

Particulars	**Financial Year ended March 31, 2017**	Financial Year ended March 31, 2016
Capital expenditure	**4.73**	0.81
Revenue expenditure	**176.24**	178.43
Development expenditure	**118.61**	-
Total	**299.58**	179.24

R & D activities has resulted in new product development, continuous improvement of existing products for enhanced durability & performance, upgradation of products to the new requirements, reduced operation cost and new business opportunities because of cost, quality and latest technology.

IT Division – Nil

(C) FOREIGN EXCHANGE EARNINGS & OUTGO

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

Rs. In Lacs

Particulars	**Financial Year ended March 31, 2017**	Financial Year ended March 31, 2016
Foreign Exchange Earned	**33680.40**	32158.77
Foreign Exchange Used	**5060.92**	5118.21

For and on behalf of the Board of Directors
For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman and Managing Director

Place : New Delhi
Date : July 6, 2017

ANNEXURE - II

Information as per Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and forming part of the Directors' Report

i. **Details of top ten employees in terms of remuneration drawn during the year under review including details of employees employed throughout the year under review and who are in receipt of remuneration for that year, which in aggregate was not less than Rs. 1.02 crores per annum:**

Sr. No.	Name	Age (Year)	Designation	Qualification	Total Experience (Year)	Date of Commencement of employment	Remuneration received (Rs. In lacs)	Particulars of last Employment	% ge of Equity Shares held in the Company	Whether relative of Director or manager, if yes, then Name of Director or manager
1	Mr. Hemant Bharat Ram	51	President (Textiles)	B.S. (Math & Comp. Sc.), MS (IA)	26	August 1, 1991	183.06	DCM Technologies Ltd.	NIL	Yes, Dr. Vinay Bharat Ram, (Chairman & Managing Director)
2	Dr. Vinay Bharat Ram	81	Chairman & Managing Director	B.A. (Hons.) Economics, University of Delhi, MBA, Michigan University (Ann Arbor), Management Development Programme, Harvard University, Ph.D. in Economics from University of Delhi	55	January 30, 2016	153.95#	DCM Engineering Ltd.	0.034%	No
3	Mr. Sumant Bharat Ram	50	Chief Executive & Financial Officer	B.A. (Hons) Economics, MBA	25	March 1, 2013	134.23	DCM Engineering Ltd.	0.064%	Yes, Dr. Vinay Bharat Ram, (Chairman & Managing Director)
4	Mr. Rakesh Kumar Goel	60	CEO- Textile Division, Hisar	M.B.A.	37	November 23, 1990	108.41	Hafed Spinning Mills	Nil	No
5	Mr. Varun Sarin	55	Chief of Operations & Finance-IT Division	B. Com, CA	30	March 8, 1999	64.95	PT Indorama, Indonesia	Nil	No
6	Mr. T.T. Ganesh	55	COO	B. Tech	35	September 2, 2011	53.64*	Hinduja Foundries Limited	Nil	No
7	Mr. Ashwani Kumar Singhal	60	Executive Vice President (Finance & Accounts)	B. Com. (H), FCA, PhD	37	February 5, 1993	44.63	Modi Rubbers Ltd.	Nil	No
8	Mr. Ramendra Agarwal	57	Chief Operating Officer & Head HR-IT Division	B Tech (IIT-Kanpur)	37	July 15, 1980	40.83	Not Applicable	Nil	No
9	Mr. Dinesh Dhiman	50	General Manager -R&D - Engineering Division	B.E.	24	June 30, 2008	30.77	Amtek India Limited	Nil	No
10	Mr. V K Bhatia	53	Chief Technical Officer-IT Division	B.E (Electrical & Electronic)	31	October 18, 1986	30.38	Indian Communication Network	Nil	No

* Remained in employment of the Company for part of the year.

Remuneration paid to him in his capacity as Managing Director of the Company.

Note:

1. The employments are contractual. 2. Remuneration include basic salary, contribution to provident and superannuation funds, allowances and taxable value of perquisites. 3.Pursuant to proviso to Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the particulars of employees posted and working in a country outside India, not being directors or their relatives, drawing more than sixty lakh rupees per financial year or five lakh rupees per month have not been included in this statement.

For and on behalf of the Board of Directors
For DCM Limited
Sd/-

Place : New Delhi
Date : July 6, 2017

Dr. Vinay Bharat Ram
Chairman and Managing Director

ANNEXURE - IIA

Statement of Particulars as required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(A) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Particulars	Ratio to median remuneration
Non-Executive Director(s)#	
Mr. BipinMaira	NA
Mr. Chandra Mohan	NA
Mr. JitendraTuli	NA
Mr. L Lakshman	NA
Dr. Meenakshi Nayar	NA
Mr. Narendra Pal Chawla	NA
Mr. Ravi Vira Gupta	NA
Mr. Raghupati Singhania	NA
Prof. Sudhir Kumar Jain	NA
Executive Director(s)	
Dr. Vinay Bharat Ram	105.63

All the Non-Executive Directors of the Company were not paid any remuneration and were paid only sitting fee for attending meetings of the Board/Committees of directors. Therefore, the said ratio of remuneration of each Non Executive Director to median remuneration of the employees of the company is not applicable.

(B) The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year

Directors

Particulars	% increase in remuneration in the financial year
Non-Executive Director(s)#	
Mr. Bipin Maira	NA
Mr. Chandra Mohan	NA
Mr. JitendraTuli	NA
Mr. L Lakshman	NA
Dr. Meenakshi Nayar	NA
Mr. Narendra Pal Chawla	NA
Mr. Ravi Vira Gupta	NA
Mr. Raghupati Singhania	NA
Prof. Sudhir Kumar Jain	NA
Executive Director(s)	
Dr. Vinay Bharat Ram*	NA

All the Non-Executive Directors of the Company were not paid any remuneration and were paid only sitting fee for attending meetings of the Board/Committees of Directors. Therefore, the said percentage increase in remuneration of Directors is not applicable.

* He has drawn remuneration and remained in employment in his capacity as Managing Director of the Company for part of the previous year 2015-16. Therefore, the said percentage increase in his remuneration is not applicable.

Chief Executive Officer, Chief Financial Officer and Company Secretary

Particulars	% increase in remuneration in the financial year
Mr. Sumant Bharat Ram, Chief Executive & Financial Officer	6.14
Mr. Hemant Bharat Ram, President (Textiles)	16.17
Mr. Rakesh Kumar Goel, CEO, Textile Division	5.86
Mr. Varun Sarin, Chief of Operations & Finance-IT Division	4.19
Mr. Yadvinder Goyal, Company Secretary	11.82

(C) The percentage increase in the median remuneration of employees in the financial year: 9.02%

(D) The number of permanent employees on the rolls of Company: 3391

(E) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average annual increase in the salaries of employees other than the managerial personnel during the FY 2016-17 over FY 2015-16 was around 9.3054%. Non Executive Directors of the company were not paid any managerial remuneration in the financial year 2016-17. However, Dr. Vinay Bharat Ram was paid remuneration and remained in employment in his capacity as Managing Director of the Company for part of the previous year 2015-16. Therefore, the said comparison of average percentile increase in the salaries of employees other than the managerial personnel with the percentile increase in the managerial remuneration is not applicable.

(F) Affirmation that the remuneration is as per the remuneration policy of the Company

The Company affirms that remuneration is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors
For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman and Managing Director

Place : New Delhi
Date : July 6, 2017

ANNEXURE- III

Form No. AOC-2

[Pursuant to Clause (h) of sub-section (3) of Section 134 the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

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

2. **Details of material contracts or arrangements or transactions at arm's length basis**
   The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2017:NIL
   (a) Name of related party and Nature of relationship: N.A.
   (b) Nature of contracts/arrangements/transactions: N.A.
   (c) Duration of the contracts / arrangements/transactions: N.A.
   (d) Salient terms of the contracts or arrangements or transactions including thevalue, if any: N.A.
   (e) Date of approval by the Board: N.A.
   (f) Amount paid as advances, if any:N.A.

For and behalf of the Boards Directors
For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman and Managing Director

Place: New Delhi
Date: July 6, 2017

ANNEXURE- IV

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2017

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

I. REGISTERATION AND OTHER DETAILS

CIN	:	L74899DL1889PLC000004
Registration Date	:	26th March, 1889
Name of the Company	:	DCM Limited
Category / Sub - Category of the Company	:	Company limited by shares/ Indian Non-Government Company
Address of the Registered office and Contact details	:	DCM Limited, Vikrant Tower, 4, Rajendra Place, New Delhi - 110008, Ph. No. - 011-25719967, Fax: 011-25765214
Whether Listed Company Yes / No	:	Yes
Name, Address and Contact Details of Registrar and Transfer Agents	:	MCS Share Transfer Agent Limited, F- 65, Okhla Industrial Area, Phase - I, New Delhi - 110020, Ph. : - 011-41406149-52

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company are given below:

S. No.	Name and Description of main products /services	NIC Code of the Product/service*	% to total turnover of the company
1	Manufacture of cotton yarn	13111	56.83
2	Manufacture of other iron and steel casting and products	24319	36.82

* As per National Industrial Classification – Ministry of Statistics & Programme Implementation

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	DCM Finance & Leasing Limited 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U74899DL1990PLC041440	Subsidiary Company	99.99	2(87)(ii)
2	DCM Textiles Limited 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U74899DL1996PLC076626	Subsidiary Company	100.00	2(87)(ii)
3	DCM Engineering Limited# Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U74999DL1990PLC041398	Subsidiary Company	75.06	2(87)(ii)
4	DCM Tools & Dies Limited 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U29223DL1998PLC097618	Subsidiary Company	100.00	2(87)(ii)
5	DCM Realty Investment & Consulting Limited Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U65992DL1992PLC047018	Subsidiary Company	99.99	2(87)(ii)
6	DCM Data Systems Limited 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi -110008	U72900DL2012PLC234007	Subsidiary Company	100.00	2(87)(ii)
7	DCM Realty and Infrastructure Limited## 601, 6th Floor Vikrant Tower 4, Rajendra Place New Delhi 110008	U70109DL2016PLC306870	Subsidiary Company	100.00	2(87)(ii)
8	DCM Nouvelle Limited## 601, 6th Floor Vikrant Tower 4, Rajendra Place, New Delhi 110008	U17309DL2016PLC307204	Subsidiary Company	100.00	2(87)(ii)
9	Purearth Infrastructure Limited Vikrant Tower, 4, Rajendra Place, New Delhi-110008	U45202DL1991PLC046111	Associate Company	16.41	2(6)

Pursuant to sanction of Scheme of Amalgamation of DCM Engineering Limited ('transferor company') into and with DCM Limited ('transferee company') with effect from appointed date of 01.04.2014 by the Hon'ble Delhi High Court and its becoming effective from May 28, 2016, DCM Engineering Limited ceased to exist with effect from May 28, 2016 and equity shares held by DCM Limited in DCM Engineering Limited stand cancelled.

incorporated as wholly owned Subsidiary companies of the Company on October 06, 2016 and October 17, 2016 respectively.

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 beginning of the year i.e. 01.04.2016				No. of Shares held at the end of the year i.e. 31.03.2017				% change during the year##
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	36,089	-	36,089	0.21	36,089	-	36,089	0.19	(0.02)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	7,731,793	-	7,731,793	44.49	9,030,495	-	9,030,495	48.35	3.86
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	7,767,882	-	7,767,882	44.70	9,066,584	-	9,066,584	48.54	3.86
(2) Foreign						-		-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2016				No. of Shares held at the end of the year i.e. 31.03.2017				% change during the year##
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	**7,767,882**	**-**	**7,767,882**	**44.70**	**9,066,584**	**-**	**9,066,584**	**48.54**	**3.84**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	7,460	67,465	74,925	0.43	4,087	67,465	71,552	0.38	(0.05)
b) Banks/ FI	10,904	4,234	15,138	0.09	13,512	4,234	17,746	0.10	0.01
c) Central Govt.	-	2,964	2,964	0.02	-	2,964	2,964	0.02	0.00
d) State Govt. (s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	1,495,730	-	1,495,730	8.60	1,495,730	-	1,495,730	8.01	(0.59)
g) FIIs	3,174	-	3,174	0.02	-	-	-	-	(0.02)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B) (1):-	**1,517,268**	**74,663**	**1,591,931**	**9.16**	**1,513,329**	**74,663**	**1,587,992**	**8.51**	**(0.65)**
2. Non - Institutions									
a) Bodies Corp.									
i) Indian	1,321,263	20,912	1,342,175	7.72	1,302,371	20,812	1,323,183	7.08	(0.64)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Shareholders holding nominal share capital up to Rs. 1 Lakh	2,884,987	816,822	3,701,809	21.30	2,963,415	801,250	3,764,665	20.16	(1.14)
ii) Individual Shareholders holding nominal Share capital in excess of Rs. 1 Lakh	2,247,636	-	2,247,636	12.93	2,211,425	-	2,211,425	11.84	(1.09)
c) Others									
c-i) Trust and Foundation	12,608	2,625	15,233	0.09	12,274	959	13,233	0.07	(0.02)
c-ii) Non Resident Individual#	705,507	6,864	712,371	4.10	703,541	6,853	710,394	3.80	(0.30)
c-iii) NBFC registered with SEBI	-	-	-	-	273	-	273	0.00	0.00
Sub -total (B)(2):-	7,172,001	847,223	8,019,224	46.14	7,193,299	829,874	8,023,173	42.95	(3.19)
Total Public Shareholding (B)= (B)(1) + (B)(2)	**8,689,269**	**921,886**	**9,611,155**	**55.30**	**8,706,628**	**904,537**	**9,611,165**	**51.46**	**(3.84)**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	16,457,151	921,886	17,379,037	100.00	17,773,212	904,537	18,677,749	100.00	

Non Resident Shareholders include 71 shareholders (consisting of 70 demat and 1 physical folio) holding 44278 equity Shares of Rs. 10/- each which are in custody of the Custodian of Enemy Property for India.

During the year the Company has allotted 12,98,712 equity shares of Rs. 10/- each to shareholders of DCM Engineering Limited pursuant to sanction of Scheme of Amalgamation of DCM Engineering Limited ('transferor company') into and with the Company by Hon'ble Delhi High Court vide its order dated May 16, 2016. Further due to same the Company's paid up share capital stand increased to 1, 86, 77,749 equity shares of Rs. 10/- each. Hence the term '% change during the year' to be read & understand accordingly.

(ii) Shareholding of Promoters

S. No.	Name	Shareholding at the beginning of the Year i.e. 01.04.2016			Shareholding at the end of the year i.e. 31.03.2017			% change in shareholding during the year[b]
		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	AGGRESAR LEASING AND FINANCE PVT. LTD. [a, c]	37,16,578	21.39	-	-	-	-	(21.39)
2	CRESCITA ENTERPRISES PRIVATE LIMITED[d]	-	-	-	90,30,495	48.35	15.84	48.35
3	BETTERWAYS FINANCE AND LEASING PVT. LTD. [c]	16,23,135	9.34	-	-	-	-	(9.34)
4	XONIX ENTERPRISES PVT. LTD. [c]	7,77,829	4.47	-	-	-	-	(4.47)
5	LOTTE TRADING AND ALLIED SERVICES PVT. LTD. [c]	5,46,862	3.14	-	-	-	-	(3.14)
6	LOTUS FINANCE & INVESTMENTS PVT LTD. [c]	5,35,546	3.08	-	-	-	-	(3.08)
7	MIDOPA HOLDINGS PVT LTD. [a, c]	5,31,843	3.06	-	-	-	-	(3.06)
8	MR. SUMANT BHARAT RAM	12,000	0.07	-	12,000	0.06	-	(0.01)
9	MRS. PANNA BHARAT RAM	7,912	0.05	-	7,912	0.04	-	(0.01)
10	DR. VINAY BHARAT RAM	6,525	0.04	-	6,525	0.03	-	(0.01)
11	MR. RAHIL BHARAT RAM	4,852	0.03	-	4,852	0.03	-	-
12	MR. YUV BHARAT RAM	4,800	0.03	-	4,800	0.03	-	-
	TOTAL	**77,67,882**	**44.70**	-	**90,66,584**	**48.54**	**15.77**	**3.84**

[a]Pursuant to sanction of Scheme of Amalgamation of DCM Engineering Limited (transferor company') into and with the Company by Hon'ble Delhi High Court vide its order dated May 16, 2016, which became effective on May 28, 2016, the Company has allotted 12,98,712 equity shares of Rs. 10/- each fully paid-up to shareholders (other then Company) of DCM Engineering Limited on May 30, 2016, including allotment of 9,35,065 equity shares to Aggressar Leasing and Finance Pvt. Ltd and 3,63,637 equity shares to Midopa Holdings Pvt. Ltd., both forming part of 'Promoters and Promoter Group' of the Company.

As a result thereof, the total shareholding of Aggressar Leasing and Finance Pvt. Ltd and Midopa Holdings Pvt. Ltd. was increased to 46,51,643 and 8,95,480 equity shares. Accordingly shareholding of 'bodies corporate' forming part of 'Promoters and Promoters Group' was increased to 90,30,495 equity shares of Rs. 10 each.

[b] Further due to reason mentioned at note (a) above, the Company's paid up share capital stand increased to 1,86,77,749 equity shares of Rs. 10/- each. Hence the term '% change in shareholding during the year' is to be read & understand accordingly.

[c]Pursuant to sanction of Scheme of Amalgamation ('Scheme') by Hon'ble Delhi High Court and its becoming effective from August 26, 2016, Betterways Finance & Leasing Private Limited, Lotte Trading & Allied Services Private Limited, Lotus Finance & Investments Private Limited, Midopa Holdings Private Limited, Xonix Enterprises Private Limited (collectively referred as 'transferor companies') have been merged into and with Aggresar Leasing & Finance Pvt. Ltd. ('transferee company') and all the assets and liabilities and entire businesses of 'transferor companies' have been transferred/vested into the transferee Company and the said transferor companies ceased to exist from the said effective date. Due to above, 43,78,852 equity shares of DCM Limited held by all these transferor companies (post-merger of DCM Engineering Ltd) were vested with the transferee company (i.e. Aggresar Leasing & Finance Pvt. Ltd.) thereby shareholding of Aggresar Leasing & Finance Pvt. Ltd. stand increased to 90,30,495 equity shares.

[d]Subsequently said 90,30,495 equity shares of DCM Limited were transferred by Aggresar Leasing & Finance Pvt. Ltd. to Crescita Enterprises Private Limited, by way of gift at Nil consideration through inter se transfer among qualified persons as specified under Regulation 10(1) (a) (iii) of Substantial (Acquisition of Shares and Takeover) Regulation, 2011.

(iii) Change in Promoters Shareholding

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	AGGRESAR LEASING AND FINANCE PVT. LTD.	37,16,578	21.39	01.04.2016						
				30.05.2016	9,35,065	Allotment (for further details, pls. refer note (a) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	46,51,643	24.90		
				26.08.2016	43,78,852	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	90,30,495	48.35		
				23.03.2017	(90,30,495)	Transfer (for further details, pls. refer note (d) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					N.A	N.A
2	BETTERWAYS FINANCE AND LEASING PVT. LTD.	16,23,135	9.34	01.04.2016						
				26.08.2016	(16,23,135)	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					N.A	N.A
3	XONIX ENTERPRISES PVT. LTD.	7,77,829	4.47	01.04.2016						
				26.08.2016	(7,77,829)	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					N.A	N.A
4	LOTTE TRADING AND ALLIED SERVICES PVT. LTD.	5,46,862	3.14	01.04.2016						
				26.08.2016	(5,46,862)	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					N.A	N.A
5	LOTUS FINANCE & INVESTMENTS PVT. LTD.	5,35,546	3.08	01.04.2016						
				26.08.2016	(5,35,546)	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					N.A	N.A
6	MIDOPA HOLDINGS PVT. LTD.	5,31,843	3.06	01.04.2016						
				30.05.2016	3,63,637	Allotment (for further details, pls. refer note (a) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	8,95,480	4.79		
				26.08.2016	(8,95,480)	Transfer (for further details, pls. refer note (c) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	NIL	NIL		
				31.03.2017					NA	NA

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
7	**CRESCITA ENTERPRISES PRIVATE LIMITED**	NA	NA	01.04.2016						
				23.03.2017	90,30,495	Transfer (for further details, pls. refer note (d) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report)	90,30,495	48.35		
				31.03.2017			90,30,495	48.35	90,30,495	48.35
8	**MR. SUMANT BHARAT RAM**	12,000	0.07	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			12,000	0.06	12,000	0.06*
9	**MRS. PANNA BHARAT RAM (Deceased)**	7,912	0.05	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			7,912	0.04	7,912	0.04*
10	**DR. VINAY BHARAT RAM**	6,525	0.04	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			6,525	0.03	6,525	0.03*
11	**MR. RAHIL BHARAT RAM**	4,852	0.03	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			4,852	0.03	4,852	0.03
12	**MR. YUV BHARAT RAM**	4,800	0.03	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			4,800	0.03	4,800	0.03

* For further details in respect of change in %ge of shareholding, pls. refer notes (a) & (b) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report.

(iv) Shareholding Pattern of top 10 shareholders (other than directors, promoters and holders of ADRs and GDRs)

S. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company@@*	No. of Shares	% of total shares of the Company@@*
1	**LIFE INSURANCE CORPORATION OF INDIA**	1495730	8.60	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			1495730	8.01	1495730	8.01
2	**KANWALJEET SINGH DHILLON**	410000	2.36	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			410000	2.20	410000	2.20

S. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Share-holding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Compa-ny@@*	No. of Shares	% of total shares of the Compa-ny@@*
3	RELIGARE FINVEST LTD	321601	1.85	01.04.2016						
				30.06.2016	(14650)	transfer	306951	1.64		
				15.07.2016	32	transfer	306983	1.64		
				29.07.2016	(8582)	transfer	298401	1.60		
				12.08.2016	(32)	transfer	298369	1.60		
				26.08.2016	(5100)	transfer	293269	1.57		
				23.09.2016	(8110)	transfer	285159	1.53		
				28.10.2016	(4450)	transfer	280709	1.50		
				02.12.2016	(4350)	transfer	276359	1.48		
				31.12.2016	(6695)	transfer	269664	1.44		
				27.01.2017	(5826)	transfer	263838	1.41		
				03.03.2017	(126864)	transfer	136974	0.73		
				10.03.2017	120554	transfer	257528	1.38		
				31.03.2017	(113)	transfer	257415	1.38	257415	1.38
4	SATPAL KHATTAR	200000	1.15	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			200000	1.07	200000	1.07
5	ANIL KUMAR GOEL	178000	1.02	01.04.2016						
				28.10.2016	(3000)	transfer	175000	0.94		
				31.03.2017			175000	0.94	175000	0.94
6	VINODCHANDRA MANSUKHLAL PAREKH JOINTLY WITH SANJEEV VINODCHANDRA PAREKH	99213	0.57	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			99213	0.53	99213	0.53
7	JAIDEEP SAMPAT JOINTLY WITH ANITA JAIDEEP SAMPAT	95480	0.55	01.04.2016						
				29.04.2016#	(35003)	transfer	60477	0.35		
				31.03.2017					NA	NA

Ceased to be part of Top 10 shareholders on April 29, 2016

8	CHARTERED CAPITAL & INVESTMENT LTD.	94000	0.54	01.04.2016						
				19.08.2016	(3365)	transfer	90635	0.49		
				09.09.2016	(16381)	transfer	74254	0.40		
				23.09.2016*	(2407)	transfer	71847	0.38		
				31.03.2017					NA	NA

*Ceased to be part of Top 10 shareholders on September 23 , 2016

9	BHAVESH DHIRESHBHAI SHAH	79857	0.46	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			79857	0.43	79857	0.43

S. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company@@*	No. of Shares	% of total shares of the Company@@*
10	**VARSHA B SHAH**	65509	0.38	01.04.2016						
				08.04.2016#@			65509	0.38		
				22.04.2016#*			65509	0.38		
				06.05.2016#@			65509	0.38		
				17.06.2016#*			65509	0.35		
				19.08.2016#@			65509	0.35		
				31.03.2017					NA	NA

@Ceased to be part of Top 10 shareholders on April 8, 2016, May 6, 2016, August 19, 2016
#*Re- entered in the Top 10 shareholders on April 22, 2016, June 17, 2016

11	**NDA SECURITIES LTD.**	NA	NA	01.04.2016						
				08.04.2016*^			98316	0.57		
				15.04.2016	(20183)	transfer	78133	0.45		
				22.04.2016##	(24089)	transfer	54044	0.31		
				06.05.2016**			83048	0.48		
				13.05.2016##	(37748)	transfer	45300	0.26		
				03.06.2016**			65966	0.35		
				10.06.2016	3104	transfer	69070	0.37		
				17.06.2016##	(10873)	transfer	58197	0.31		
				31.03.2017					NA	NA

* ^ First Time entered into Top 10 shareholders on April 8, 2016
# #Ceased to be part of Top 10 shareholders on April 22, 2016 , May 13, 2016 and June 17, 2016
**Re- entered in the Top 10 shareholders on May 6, 2016 and June 3, 2016

12	**S C GUPTA**	NA	NA	01.04.2016						
				29.04.2016**^			235500	1.36		
				13.05.2016	28500	transfer	264000	1.52		
				20.05.2016	17500	transfer	281500	1.62		
				08.07.2016	4240	transfer	285740	1.53		
				15.07.2016	(19500)	transfer	266240	1.43		
				29.07.2016	(2452)	transfer	263788	1.41		
				05.08.2016	(3000)	transfer	260788	1.40		
				12.08.2016	(10000)	transfer	250788	1.34		
				19.08.2016	(134025)	transfer	116763	0.63		
				26.08.2016	(10176)	transfer	106587	0.57		
				02.09.2016	(687)	transfer	105900	0.57		
				21.10.2016	(22000)	transfer	83900	0.45		
				04.11.2016	(16000)	transfer	67900	0.36		
				11.11.2016###	(22000)	transfer	45900	0.25		
				31.03.2017					NA	NA

**^ First Time entered into Top 10 shareholders on April 29, 2016
Ceased to be part of Top 10 shareholders on November 11, 2016

13	**ASHLAR SECURITIES PRIVATE LIMITED**	NA	NA	01.04.2016						
				13.05.2016***			101047	0.58		
				20.05.2016	(3800)	transfer	97247	0.56		
				27.05.2016	(11434)	transfer	85813	0.49		
				30.05.2016	13000	transfer	98813	0.53		
				03.06.2016#**	(51500)	transfer	47313	0.25		
				19.08.2016**#			100476	0.54		
				02.09.2016	(4140)	transfer	96336	0.52		
				07.10.2016	(15723)	transfer	80613	0.43		
				14.10.2016#**	(11000)	transfer	69613	0.37		
				24.03.2017**#			93250	0.50		
				31.03.2017	35800	transfer	129050	0.69	129050	0.69

*** First Time entered into Top 10 shareholders on May 13, 2016
#** Ceased to be part of Top 10 shareholders on June 3, 2016 and October 14, 2016
**#Re-entered in the Top 10 shareholders on August 19, 2016 and March 24, 2017

S. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Share-holding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Compa-ny@@*	No. of Shares	% of total shares of the Compa-ny@@*
14	**BHARAT JAMNADAS DATTANI**	NA	NA	01.04.2016						
				23.09.2016*^*			73526	0.39		
				30.09.2016#&			73526	0.39		
				14.10.2017**&			73526	0.39		
				21.10.2016	1000	transfer	74526	0.40		
				31.03.2017#&					NA	NA

*^*First Time entered into Top 10 shareholders on September 23, 2016
#&Ceased to be part of Top 10 shareholders on September 30, 2016 and March 31, 2017
**&Re- entered in the Top 10 Shareholders on October 14 2016

15	**APARNA JAIN**	NA	NA	01.04.2016						
				30.09.2016*$*			95000	0.51		
				07.10.2016	20000	transfer	115000	0.62		
				14.10.2016	10000	transfer	125000	0.67		
				21.10.2016	5000	transfer	130000	0.70		
				13.01.2017	(6100)	transfer	123900	0.66		
				10.03.2017	2100	transfer	126000	0.67		
				17.03.2017	16100	transfer	142100	0.76		
				31.03.2017	5900	transfer	148000	0.79	148000	0.79

$ First Time entered into Top 10 shareholders on September 30, 2016

16	**ANMOL INDUSTRIES PRIVATE LIMITED**	NA	NA	01.04.2016						
				11.11.2016**$			66000	0.35		
				24.02.2017	2000	transfer	68000	0.36		
				03.03.2017##*			68000	0.36		
				10.03.2017#*#			68000	0.36		
				24.03.2017##*			68000	0.36		
				31.03.2017					NA	NA

**$ First Time entered into Top 10 shareholders on Nov 11,2016
##*Ceased to be part of Top 10 shareholders on March 3, 2017 and March 24,2017
#*#Re-enter in top ten shareholders on March 10,2017

17	**YOGENDRA KUMAR GUPTA**	NA	NA							
				03.03.2017*&&			120554	0.65		
				10.03.2017	(120554)	transfer	0	0.000		
				31.03.2017$$*					NA	NA

*&& First Time entered into Top 10 shareholders on March 3, 2017
$$* Ceased to be part of Top 10 shareholders on March 10, 2017

18	**BHAVESH DHIRESHBHAI SHAH**	NA	NA							
				31.03.2017^^			74800	0.40		
				31.03.2017			74800	0.40	74800	0.40

^^ First Time entered into Top 10 shareholders on March 31, 2017

@@* For further details in respect of **'% of total shares of the Company',** pls. refer notes (a) & (b) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report.

(v) Shareholding of Directors and Key Managerial Personnel (KMP)

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Dr. Vinay Bharat Ram (Chairman & Managing Director - KMP)	6,525	0.04	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			6,525	0.03	6,525	0.03*
2	Mr. Jitendra Tuli (Non Independent - Non Executive Director)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
3	Mr. Bipin Maira (Independent - Non Executive Director)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
4	Prof. Sudhir Kumar Jain (Independent - Non Executive Director)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
5	Mr. Ravi Vira Gupta (Independent - Non Executive Director)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
6	Dr. Meenakshi Nayar (Independent - Non Executive Director)	100	0.0006	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			100	0.0005	100	0.0005*
7	Mr. Narendra Pal Chawla (Non Independent - Non Executive Director)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
8	Mr. Chandra Mohan# (Independent - Non Executive Director)	NA	NA	01.04.2016						
				30.05.2016#			0	0		
						No change in shareholding during the year				
				31.03.2017			0	0	0	0

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Share-holding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
9	Mr. L Lakshman# (Independent - Non Executive Director)	NA	NA	01.04.2016						
				30.05.2016#			0	0		
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
10	Dr. Raghupati Singhania# (Independent - Non Executive Director)	NA	NA	01.04.2016						
				30.05.2016#			0	0		
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
11	Mr. Sumant Bharat Ram (Chief Executive & Financial Officer - KMP)	12,000	0.07	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			12,000	0.06	12,000	0.06*
12	Mr. Hemant Bharat Ram [President (Textiles) - KMP]	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
13	Mr. Rakesh Kumar Goel (CEO-Textile Division - KMP)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
14	Mr. Varun Sarin (Chief of Operations & Finance -IT Division - KMP)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
15	Mr. Yadvinder Goyal (Company Secretary - KMP)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0

* For further details in respect of '**% of total shares of the Company**', pls. refer notes (a) & (b) of table given at point no. IV (ii) of form no. MGT-9 i.e. Annexure IV, forming part of this annual report.

#appointed as Independent directors of the Company with effect from May 30, 2016

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in Rs. Lacs)

Particulars	**Secured Loans excluding deposits**	**Unsecured Loans**	**Deposits**	**Total Indebtedness**
Indebtedness at the beginning of the financial year i.e. 01.04.2016				
i) Principal Amount	32,914.83	2,000.00	-	34914.83
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	30.18	-	-	30.18
Total (i+ii+iii)	**32,945.01**	**2,000.00**	**-**	**34,945.01**
Change in indebtedness during the financial year				
Addition	3,907.11	2,000.00	-	5,907.11
Reduction	(2,623.42)	(2,000.00)	-	(4,623.42)
Net Change	**1,283.69**	**-**	**-**	**1,283.69**
Indebtedness at the end of the financial year i.e. 31.03.2017				
i) Principal Amount	34,108.86	2,000	-	36,108.86
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	119.84	-	-	119.84
Total (i+ii+iii)	**34,228.70**	**2,000**	**-**	**36,228.70**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

S. No.	**Particulars of Remuneration**	**Name Of MD/ WTD/ Manager**	**Total Amount**
		Dr. Vinay Bharat Ram Chairman and Managing Director	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	66,60,000	66,60,000
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	80,84,495	80,84,495
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	0	0
2	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission - as % of profit - others, specify….	0	0
5.	Others - PF and Superannuation Contribution	6,50,000	6,50,000
	Total (A)	**1,53,94,495**	**1,53,94,495**
	Annual Ceiling as per the Act (5% of the profits calculated u/s 198 of the Companies Act, 2013)		**Not Applicable**

B. Remuneration to other Directors:

(Amount in Rs.)

S. No.	Particulars of Remuneration	Name of Director							Total Amount
		Mr. Bipin Maira	Mr. Chandra Mohan*	Mr. L Lakshman*	Dr. Meenakshi Nayar	Mr. Raghupati Singhania*	Mr. Ravi Vira Gupta	Prof. Sudhir Kumar Jain	
1	**Independent Directors**								
	-Fee for attending board and committee meetings	3,65,000	50,000	1,45,000	2,60,000	80,000	2,65,000	2,65,000	14,30,000
	- Commission	0	0	0	0	0	0	0	0
	-Others, please specify	0	0	0	0	0	0	0	0
	Total (1)	**3,65,000**	**50,000**	**1,45,000**	**2,60,000**	**80,000**	**2,65,000**	**2,65,000**	**14,30,000**

* appointed as independent directors of the Company w.e.f. 30.05.2016

(Amount in Rs.)

S. No.	Particulars of Remuneration	Name of Director		Total Amount
		Mr. Jitendra Tuli	Mr. Narendra Pal Chawla (Nominee of LIC)	
2	**Other Non-Executive Directors**			
	-Fee for attending board and committee meetings	2,25,000	40,000	2,65,000
	- Commission	0	0	0
	-Others, please specify	0	0	0
	Total (2)	**2,25,000**	**40,000**	**2,65,000**
	Total (B) = (1+2)			**16,95,000**
	Overall Annual Ceiling as per the Act (1% of the profits calculated u/s 198 of the Companies Act, 2013)			**Not Applicable**

- Sittings fees paid to directors has not been considered as part of their respective remuneration in terms of relevant provisions of the Companies Act, 2013. However, the same has been disclosed in the above table for the purpose of limited compliance under above head.

	Total Managerial Remuneration (A+B)			1,70,89,495
	Overall Annual Ceiling as per the Act (11% of the profits calculated u/s 198 of the Companies Act, 2013)			**Not Applicable**

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD: **(Amount in Rs.)**

S. No.	Particulars of Remuneration	Key Managerial Personnel					Total Amount
		Mr. Sumant Bharat Ram Chief Executive & Financial Officer	Mr. Hemant Bharat Ram President (Textiles)	Mr. Rakesh Kumar Goel CEO-Textile Division, Hisar	Mr. Varun Sarin- Chief of Operation& Finance- IT Division	Mr. Yadvinder Goyal - Company Secretary	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income - tax Act, 1961	1,00,77,403	1,39,16,610	72,16,205	57,38,159	15,73,080	3,85,21,457
	(b) Value of perquisites u/s 17(2) Income - tax Act, 1961	18,45,895	24,39,600	7,80,011	21,600	Nil	50,87,106
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	Nil	Nil	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil	Nil	Nil

(Amount in Rs.)

S. No.	Particulars of Remuneration	Key Managerial Personnel					Total Amount
		Mr. Sumant Bharat Ram Chief Executive & Financial Officer	Mr. Hemant Bharat Ram President (Textiles)	Mr. Rakesh Kumar Goel CEO-Textile Division, Hisar	Mr. Varun Sarin- Chief of Operation& Finance- IT Division	Mr. Yadvinder Goyal - Company Secretary	
3	Sweat Equity	Nil	Nil	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify….	Nil	Nil	Nil	Nil	Nil	Nil
5	Others, please specify						
	- Bonus	Nil	Nil	16,00,000	2,20,000	Nil	18,20,000
	- PF and Superannuation Contribution	15,00,000	19,50,000	12,45,000	5,16,000	1,68,000	53,79,000
	Total	1,34,23,298	1,83,06,210	1,08,41,216	64,95,759	17,41,080	5,08,07,563

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS			NIL		
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors
For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman and Managing Director

Place : New Delhi
Date : July 6, 2017

ANNEXURE - V

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2017

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

To,
The Members,
DCM Limited
Vikrant Tower,
4, Rajendra Place,
New Delhi-110008

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 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 reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by DCM Limited ("the Company") for the financial year ended 31st March, 2017 according to the provisions of:

I. The Companies Act, 1956 (the Old Act) and the Rules made thereunder, to the extent applicable;

II. The Companies Act, 2013 (the Act) and the Rules made thereunder;

III. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

IV. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

V. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

VI. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

   d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

   e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

   f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   g. The Securities and Exchange Board of India (Delisting of EquityShares) Regulations, 2009; and

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

VII. We have relied on the systems/mechanism formed by the Company for compliances under other Applicable Acts, laws and regulations applicable to the Company and the management explanation in this regard. The list of major Acts, Laws and Regulations as applicable to the Company is given in Annexure -A

We have not examined compliance with applicable financial laws like Direct and Indirect Tax Laws, since the same have been subject to review by statutory financial audit and tax audit.

We have also examined compliance with the applicable regulations of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have examined compliances of the Secretarial Standards issued by The Institute of Company Secretaries of India. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

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

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

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

We further report that during the year under review following specific events having a major bearing on the Company's affairs havemay be occurred:

1. During the year, DCM Engineering Limited was amalgamated with the Company with effect from the appointed date of April 1, 2014 in terms of the scheme of amalgamation ("the Scheme") sanctioned by the Hon'ble High Court of Delhi vide its order dated May 16, 2016 and pursuant to that all assets, liabilities, duties and obligations of DCM Engineering Limited, were transferred to and vested with the Company with effect from April 1, 2014. The Scheme became effective on May 28, 2016 ("Effective Date") on filing of the certified copy of the said Order with the Registrar of Companies, NCT of Delhi & Haryana.

   Pursuant to the Scheme coming into effect, 1,50,49,988 equity shares held by the Company in erstwhile DCM Engineering Limited stand cancelled. In terms of said Scheme the Company has allotted 12,98,712 equity shares of Rs. 10/- each fully paid-up to other shareholders of DCM Engineering Limited.

2. The Board of Directors of the Company approved a Scheme of Arrangement between DCM Limited and DCM Nouvelle Limited, a wholly owned subsidiary of DCM Limited, for the demerger of the cotton textile business undertaking of DCM Limited and vesting of the same with DCM Nouvelle Limited, on a going concern basis with effect from appointed date of January 1, 2017. The aforesaid scheme is subject to approval from concerned regulatory authorities.
3. The Board of Directors of the Company in its meeting held on October 15, 2016, also approved a composite scheme of arrangement, which was further amended in their subsequent meeting held on February 13, 2017 for the:-
   a. Amalgamation of Tiara Investment Holdings Limited into Purearth Infrastructure Limited, a joint venture company with effect from December 31, 2016;
   b. Demerger of the Real Estate Undertaking of DCM Limited into DCM Realty and Infrastructure Limited, on a going concern basis with effect from January 1, 2017; and
   c. Following the amalgamation as referred to in (a) and demerger as referred to in (b) above, amalgamation of the Amalgamated Purearth into the Resulting DCM Realty leading to Amalgamated DCM Realty, with effect from January 1, 2017.

   The above composite scheme is subject to approval from concerned regulatory authorities.

   In terms of Regulation 37 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has submitted necessary application(s) along with copy of Schemes mentioned at Sr. Nos. 2&3 above, to BSE Ltd. and National Stock Exchange of India Ltd. for obtaining their No Objection letters.
4. The Board of Directors of the Company, in its meeting held on March 31, 2017, approved a scheme of amalgamation for the merger of Crescita Enterprises Private Limited ('the Transferor Company') with the Company with effect from the appointed date of March 31, 2017 for the purpose of restructuring of shareholding 'Promoters and Promoter group' of the Company. The aforesaid scheme is subject to approval from the concerned regulatory authorities.

For Pragnya Pradhan & Associates
Company Secretaries

Sd/-
Pragnya Parimita Pradhan
ACS No. 32778
C P No.: 12030

Place : New Delhi
Date : July 6, 2017

Annexure A

1. Factories Act, 1948;
2. Industries (Development and Regulation) Act 1951;
3. Minimum Wage Act,1948;
4. Employees Provident Fund & Miscellaneous Provisions Act, 1952;
5. Industrial Employment (Standing Orders) Act, 1946;
6. Inter –State Migrant Workman(Regulation of Employment and Condition of Services) Act, 1979;
7. Maternity Benefit Act, 1961;
8. Payment of Gratuity Act, 1972;
9. Payment of Wage Act, 1936;
10. Environment (Protection) Act, 1986;
11. Water (Prevention and Control of Pollution) Act, 1974;
12. The Legal Metrology Act, 2009**.**

ANNEXURE - VI

REMUNERATION POLICY

1. PREAMBLE

This Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy has been approved by the Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

2. OBJECTIVE

The Policy relates to designing the remuneration for the Directors, Key Managerial Personnel (KMP), Senior Management Personnel (SMP) and other employees of the Company.

3. DEFINITIONS

a) **"Board**":- Board means Board of Directors of the Company.

b) "**Director**":- Directors means Directors of the Company.

c) "**Committee"**:- Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, from time to time.

d) **"Company"**:- Company means DCM Limited

e) **"Independent Director":-** As provided in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or under the Companies Act, 2013 and relevant rules thereto.

f) **"Key Managerial Personnel"**:- Key Managerial Personnel (KMP means-

(i) the Chairman and Managing Director;

(ii) the Company Secretary;

(iii) the Chief Financial Officer; and

(iv) such other officer as may be prescribed under the applicable statutory provisions / regulations and / or approved by Board from time to time.

g) **"Senior Management Personnel":-** shall mean the personnel of the Company who are members of its Core Management team, excluding the Board of Directors, comprising all members of management that are one level below the Executive Directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

4. KEY PRINCIPLES

The following principles guide the design of remuneration under this Policy:

(i) Attract, retain and motivate the right talent, including the directors, KMP and employees, required to meet the goals of the Company.

(ii) Remuneration to the Directors, KMPs, and SMPs is aligned with the short term and long term goals and performance of the Company.

(iii) Promote the culture of meritocracy, performance and accountability. Give appropriate weightage to individual and overall Company's performance.

(iv) Reflect market trends and practices, competitive positions to attract the required talent.

5. **APPOINTMENT CRITERIA AND QUALIFICATIONS**

(i) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.

(ii) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

6. **REMUNERATION PAID TO MANAGING DIRECTOR(S) / WHOLE TIME DIRECTOR(S)**

(i) The Remuneration to Executive Directors will be approved by the Board of Directors based on the recommendations of the Committee, subject to the approval of shareholders and such other authorities as may be applicable. The concerned Executive Director will not participate in such discussions of the Board/Committee.

(ii) The compliance of the relevant provisions of the Companies Act,2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges regarding the limits of remuneration will be ensured.

(iii) The remuneration will include the following components:

a) Basic Salary

- Provides for a fixed, per month, base level remuneration to reflect the scale and dynamics of business to be competitive in the external market.
- subject to such annual increment as per the recommendations of the Committee and the approval of the Board of Directors.

b) Commission / Variable Component

- Commission/Variable Component, if any, as per the recommendations of the Committee and the approval of the Board of Directors in addition to the Basic Salary, Perquisites and any other Allowances, benefits and amenities.

c) Perquisites and Allowances

- Perquisites and Allowances commensurate to the position of Executive Directors, as per the recommendations of the Committee and the approval of the Board of Directors

d) Contribution to Provident, Superannuation fund and Gratuity payments

In the event, the remuneration and commission/variable component, if any, payable to Managing Director/ Whole-Time Director exceed the limits laid down under Section 197 and 198 read with Schedule V of the Companies Act, 2013, the same shall be subject to approval of Central Govt. & other statutory authorities as prescribed under Companies Act, 2013.

7. **REMUNERATION PAID TO NON EXECUTIVE AND INDEPENDENT DIRECTORS**

The Non- Executive and Independent Directors would be paid remuneration by way of sitting fees for attending meetings of Board or Committee there of and profit related commission as may be recommended by the Committee and approved by the Board of Directors and Shareholders of the Company. The amount of such fees and commissions shall be subject to ceiling/ limits as provided under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

8. **KEY MANAGERIAL PERSONNEL (KMP) / SENIOR MANAGEMENT PERSONNEL /OTHER OFFICERS & STAFF**

The Remuneration to be paid to KMP's/ Senior Management Personnel/ other officers & staff is based on the role and responsibilities in the Company, the experience, qualification, skills and competencies of the related personnel / employees, the market trends, practices and benchmarks. The positioning strategy is to see that the compensation provides adequate opportunity to attract the required talent and retain the same to be able to meet the requirements of the job and business.

The remuneration is subject to review on the basis of individual and business performance and inflation/market trends. The performance of employees is reviewed based on competency assessment and key results delivered. The performance assessment, more specifically, is used as an input to determine merit/special increments, performance bonus, rewards, incentives (short term and long term) and other recognitions/promotions.

The objective is to ensure that the compensation engage the employees to give their best performance.

9. **EVALUATION**

The Committee shall carry out evaluation of performance of every Director and KMP at regular interval.

10. **RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board and / or Committee will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

11 **WORKMEN COMPENSATION**

Workmen are paid wages in accordance to the settlement with the recognized union of the workers, as applicable. Where there is no union, workmen wages are as per the best industry practice and applicable law. All remuneration components will be in accordance with applicable statutory compliances.

12. **DIRECTORS' AND OFFICERS' INSURANCE**

Where any insurance is taken by the Company on behalf of its Directors,KMPs/ Senior Management Personnel etc. for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

13. **AMENDMENTS**

Notwithstanding the above, the applicable provisions and amendments, if any, under the Companies Act, 2013 and/ or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of this Policy and related matters shall be implemented by the Company. The Committee may recommend amendments to this Policy from time to time as it deems appropriate.

14. **DISCLOSURE**

The Policy shall be disclosed as required by the Companies Act, 2013 read along with the applicable rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ANNEXURE - VII

ANNUAL REPORT ON CSR ACTIVITIES

1.	**A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs.**	The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the web link for the same is http://dcm.in/wp-content/uploads/2016/10/CSR-Policy-DCM-Ltd.pdf
2.	**The Composition of the CSR Committee.**	1) Dr. Vinay Bharat Ram* – Chairman 2) Mr. Ravi Vira Gupta - Member 3) Dr. Meenakshi Nayar – Member 4) Mr. Jitendra Tuli** - Member 5) Mr. Bipin Maira# - Member
3.	**Average net profit of the company for last three financial years**	Rs. 2281.87 Lacs
4.	**Prescribed CSR Expenditure (two percent, of the amount as in item 3 above)**	Rs. 45.64 Lacs
5.	**Details of CSR spent during the financial year 2016-17.** **(1) Total amount to be spent for the F. Y.** **(2) Amount unspent, if any :** **(3) Manner in which the amount spent during the financial year:**	 (1) Rs. 45.64 Lacs (2) Rs.26.26 lacs (3) Necessary details are provided in the table given below:

*Appointed as Chairman of the CSR Committee w.e.f. May 30, 2016

** Appointed as member of the CSR Committee w.e.f. May 30, 2016

Ceased to be member of the CSR Committee w.e.f. May 30, 2016

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	**CSR project or activity identified**	**Sector in which the Project is covered**	**Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken**	**Amount outlay (budget) project or programs wise**	**Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or Programs. (2) Overheads:**	**Cumulative expenditure upto the reporting period**	**Amount spent: Direct or through implementing agency**
1	Contribution for running of School at Hissar up to Class 10th	Promoting of education	Hissar in the state of Haryana	Rs. 15.00 lacs for F.Y.2016-17	Rs.15.88 lacs	Rs.15.88 lacs	Direct
2	The International institute for the achievement of human potential	Promoting of Health	Panchkula in the state of Haryana	Rs.3.00 Lacs	Rs.3.00 Lacs	Rs. 3.00 Lacs	Direct
3	Etasha Society	Promoting of Education	Delhi	Rs. 0.50 Lacs	Rs. 0.50 Lacs	Rs. 0.50 Lacs	
	Total			Rs. 18.50 Lacs	Rs. 19.38 Lacs	Rs. 19.38 Lacs	

6. In case the company has failed to spend the two per cent of the average net profit of thelast three financial years or any part thereof, the reasons for not spending the amount in its Board report.

   During the year, the company has primarily spent amount on CSR on going projects of contributing for running of schools at Hissar for promoting education. It is proposed to strengthen the CSR activities by identifying new projects. Pursuant to above, the total amount required to be spent could not be spent.

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

   I hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and Policy of the Company.

For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman and Managing Director
Chairman, CSR Committee

Place : New Delhi
Date : July 6, 2017

CORPORATE GOVERNANCE REPORT

1. CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance is about credibility, transparency and accountability of the Board and Management towards shareholders and other investors of the Company. We believe in a Board of appropriate size, composition and commitment to adequately discharge its responsibilities and duties. We consistently review on a periodical basis all systems, policies and delegations so as to establish adequate and sound systems of risk management and internal control.

Corporate Governance is founded upon a rich legacy of fair, ethical and transparent governance practices, many of which were practiced by the Company. Our Corporate governance policy has been based on professionalism, honesty, integrity and ethical behaviour.

Through the Governance mechanism in the Company, the Board along with its Committees undertake its fiduciary responsibilities to all its stakeholders by ensuring transparency, fairplay and independence in its decision making.

The Corporate Governance philosophy is further strengthened with the adherence to Total Quality Management as a mean to drive excellence and articulating the Company's values and ethics with a Code of Conduct policy. Given below is a brief report for the year April 01, 2016 to March 31, 2017 on the practices followed at DCM Limited towards achievement of good Corporate Governance:

2. BOARD OF DIRECTORS

Composition and Category of Directors, attendance of the Directors at the Board Meetings and the last Annual General Meeting, Outside Directorships and Membership(s) or Chairmanship(s) of Board Committees and numbers of shares or convertible instruments held

Above information as on March 31, 2017, as applicable, is tabulated hereunder:

Composition of the Board

As at March 31, 2017, in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company's Board of Directors comprised of total ten directors namely, Dr. Vinay Bharat Ram, Chairman and Managing Director, Mr. Bipin Maira, Mr. Chandra Mohan, Mr. JitendraTuli, Mr. Lakshman Lakshminarayan, Dr. Meenakshi Nayar, Mr. Narendra Pal Chawla, Mr. Ravi Vira Gupta, Dr. Raghupati Singhania and Prof. Sudhir Kumar Jain.

The Board of Directors of the Company consists of appropriate number of Executive Director(s), Independent Directors and Non-Executive Directorsin conformity with the provisions of Listing Regulations. Dr. Vinay Bharat Ram is Chairman & Managing Director of the Company. Mr. Bipin Maira, Mr. Chandra Mohan, Mr. Lakshman Lakshminarayan, Dr. Meenakshi Nayar, Mr. Raghupati Singhania, Mr. Ravi Vira Gupta and Prof. Sudhir Kumar Jain are Independent Directors. Mr. JitendraTuli and Mr. Narendra Pal Chawla are Non-Independent Non- Executive Directors. Further, Mr. Narendra Pal Chawla is nominated by Life Insurance Corporation of India (LIC).

All the directors bring with them rich and varied experience in different facets of the corporate functioning**.** They play an active role in the meetings of the Board.

Name of Director	DIN	Category of Director*	Number of equity shares of the Company held	No. of Board meetings held during FY- 2016-17	No. of Board meetings attended	Attendance at last AGM held on 14.09.2016	No. of outside Directorships held#	No. of membership(s) /Chairmanship(s) in Board Committees ##	
								Member	Chairman
Dr. Vinay Bharat Ram	00052826	ED/PD	6525	7	7	Yes	3	0	0
Mr. Bipin Maira	05127804	I -NED	-	7	7	Yes	0	1	1
Mr. Chandra Mohan**	00017621	I -NED	-	6	3	No	5	1	1
Mr. Jitendra Tuli	00272930	NI-NED	-	7	6	Yes	0	1	0
Mr. L Lakshman**	00012554	I -NED	-	6	5	No	8	6	1
Dr. Meenakshi Nayar	06866256	I -NED	100	7	6	No	0	1	0
Mr. Narendra Pal Chawla (Nominee LIC)	06412645	NI-NED	-	7	3	No	0	0	0
Dr. Raghupati Singhania**	00036129	I -NED	-	6	4	No	17	2	2
Mr. Ravi Vira Gupta	00017410	I -NED	-	7	7	Yes	6	4	2
Prof. Sudhir Kumar Jain	06419514	I -NED	-	7	5	No	0	1	1

ED – Executive Director; PD - Promoter Director, I-NED- Independent –Non Executive Director; NED –Non Executive Director; NI-NED- Non-Independent –Non Executive Director.

*Category of Directors is as on March 31, 2017.

#Directorships held in all other companies(including foreign companies) are considered except Directorship held in DCM limited.

##Membership(s)/Chairmanship(s) of only Audit Committee and Share Transfer, Finance facilities and Stakeholder Relationship Committee (i.e. Stakeholder Relationship Committees) held by Directors in all the companies including DCM limited have been considered.

** appointed as Independent directors of the Company with effect from May 30, 2016.Further six meetings of the Board of Directors were held during their respective tenure.

None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies and where any Independent Director is serving as whole-time director in any listed company, such director is not serving as Independent Director in more than three listed companies.

During the year, the Board met seven times on May 30, 2016, August 12, 2016, October 15, 2016, November 14, 2016, February 13, 2017, March 27, 2017 and March 31, 2017. The maximum time gap between any two Board Meetings was less than one hundred and twenty days. All material information was circulated to the directors before the meeting or placed at the meeting, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of Regulation 17(7) of the Listing Regulations.

No director of the Company is inter-se related to any other director on the Board.

3. Compliance with the Code of Conduct

The Company's Board has laid down a Code of Conduct for all the Board members and senior management of the Company, which has been provided to all concerned executives. The updated Code incorporate the duties of Independent Directors. The Code of Conduct is available on the website of the Company (web link http://dcm.in/polices/)

All Board members and designated Senior Management Personnel have affirmed compliance with the Code of conduct. A declaration signed by the Chief Executive and Financial Officer of the Company is enclosed as **Annexure -A** and forms part of this report.

4. Audit Committee

As on March 31, 2017, the Audit Committee of the Company consists of Mr. Bipin Maira, Chairman, Mr. Ravi Vira Gupta, Mr. L Lakshman, Prof. Sudhir Kumar Jain and Dr. Meenakshi Nayar as members. The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013, as applicable, besides other terms as referred by the Board of Directors.

All members of Audit Committee are independent directors.

The terms of reference of Audit Committee covers all areas mentioned under Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013, as applicable.The broad terms of reference of Audit committee as on March 31, 2017, include, *inter-alia,* systematic review of Accounting policies & practices, financial reporting process, adequacy of internal control systems and internal audit function and quarterly/half-yearly financial statements. It also recommends appointment of Statutory Auditors, Internal Auditors, Cost Auditors, Secretarial Auditors and fixation of their audit fees. Mr. Bipin Maira, Mr. L Lakshman, Mr. Ravi Vira Gupta and Dr. Meenakshi Nayar have knowledge of finance and accounts. Prof. Sudhir Kumar Jain has expertise in managerial economics and has knowledge of finance.

Audit Committee meetings are attended by Chief Executive and Financial Officer, Sr. Executives of Accounts & Finance Department of the Company. Representatives of Statutory / Cost Auditors and Internal Auditors also attend the Audit Committee Meetings on invitation.

During the year April 01, 2016 to March 31, 2017, Seven (7) Audit Committee meetings have taken place on May 30, 2016, August 12, 2016, October 15, 2016, November14, 2016 and February 13, 2017, March 27, 2017 and March 31, 2017. The attendance of each director at these meetings was as under:

S. No.	Name	Designation	No. of meetings held during FY 2016-17	No. of meetings attended
1.	Mr. Bipin Maira	Chairman	7	7
2.	Mr. Jitendra Tuli*	Member	1	1
3.	Prof. Sudhir Kumar Jain	Member	7	5
4.	Mr. Ravi Vira Gupta	Member	7	7
5	Mr. L Lakshman**	Member	6	5
6	Dr. Mennakshi Nayar**	Member	6	5

* ceased to be member of Audit committee w.e.f. May 30, 2016 due to its reconstitution. Further only one meeting of Audit committee was held during his tenure.

** became members of Audit committee w.e.f. May 30, 2016 due to its reconstitution. Further six meetings of Audit committee were held during their respective tenure.

The composition and terms of reference of the Audit Committee are in conformity with the relevant provisions of 'Listing Regulations' and the Companies Act, 2013. The minutes of the meetings of the Audit Committee are placed before the Board for its information.

5. Nomination and Remuneration Committee

The powers, role and terms of reference of the Nomination and Remuneration Committee covers the areas as contemplated under Regulation 19 of the Listing Regulations and Section 178 of the Companies Act, 2013, besides other terms as referred by the Board of Directors. As on March 31, 2017, the 'Nomination and Remuneration Committee' comprised of Mr. Ravi Vira Gupta, Chairman, Prof. Sudhir Kumar Jain, Mr. Bipin Maira and Dr. Meenakshi Nayar as members of the Committee.

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee cover all areas mentioned under Regulation 19 of the Listing Regulations and Section 178 of the Companies Act, 2013. The broad terms of reference of the Nomination and Remuneration Committee inter-alia include recommending a policy relating to remuneration of directors and senior management personnel, formulation of criteria and identify persons who may be appointed as directors or senior management of the Company, Board diversity and any other matters which the Board of Directors may direct from time to time.

During the year April 01, 2016 to March 31, 2017, Four (4) meetings of the 'Nomination and Remuneration Committee' have taken place on May 30, 2016, October 15, 2016, February 13, 2017 and March 27, 2017. The attendance of each director at these meetings was as under:

S. No.	Name	Designation	No. of meetings held during FY-2016-17	No. of meetings attended
1.	Mr. Ravi Vira Gupta*	Chairman	4	4
2.	Prof. Sudhir Kumar Jain	Member	4	3
3.	Mr. Bipin Maira**	Member	4	4
4	Dr. Mennakshi Nayar#	Member	3	2

* Appointed as Chairman of the Nomination and Remuneration Committee w.e.f. May 30, 2016 due to its reconstitution.

** Ceased to be Chairman of the Nomination and Remuneration Committee w.e.f. May 30, 2016 due to its reconstitution.

become member of the Nomination and Remuneration Committee w.e.f. May 30, 2016 due to its reconstitution.Further three meetings of Nomination and Remuneration committee were held during her tenure.

Performance Evaluation

The criteria for performance evaluation cover the areas relevant to the functioning as Independent Directors such as preparation, participation, conduct and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation the directors who are subject to evaluation had not participated.

6. Remuneration of Directors

During the year under review, there was no pecuniary relationship or transactions of the non-executive directors' vis-à-vis the Company. Non-Executive Directors were only paid sitting fees for attending the meetings of Board of Directors and Committees thereof.

The details of sitting fee & remuneration paid to directors of the Company during the year April 01, 2016 to March 31, 2017 are as under:

S. No.	Name	Sitting Fees # (Rs. /lacs)	Salary & Allowances (Rs. / lacs)	Perquisites	Contribution to PF etc.	Commission and performance linked Incentive	Total
1.	Dr. Vinay Bharat Ram*	-	66,60,000	80,84,495	6,50,000	-	**1,53,94,495**
2	Mr. Bipin-Maira	3,65,000	-	-	-	-	3,65,000
3	Mr. Chandra Mohan	50,000					50,000
4	Mr. Jitendra Tuli	2,25,000	-	-	-	-	2,25,000
5	Mr. L Lakshman	1,45,000					1,45,000
6	Dr. Meenakshi Nayar	2,60,000	-	-	-	-	2,60,000
7	Mr. Narendra Pal Chawla (Nominee-LIC)	40,000	-	-	-	-	40,000
8	Mr. Raghupati Singhania	80,000					80,000
9	Mr. Ravi Vira Gupta	2,65,000	-	-	-	-	2,65,000
10	Prof. Sudhir Kumar Jain	2,65,000	-	-	-	-	2,65,000
	TOTAL	**16,95,000**	**66,60,000**	**80,84,495**	**6,50,000**	**-**	**1,70,89,495**

*He has opted not to receive the retirement benefits w.e.f. 15.10.2016.

Sitting fee of directors for their attending meetings of Board and its Committees has been increased by the Board of Directors of the Company w.e.f. 13.08.2016. Further amount of sitting fee mentioned above exclude service tax. Further siting fee paid to directors not to be considered as part of their respective remuneration in terms of relevant provisions of the Companies Act, 2013

Service Contract and Severance Fees

The remuneration of Dr. Vinay Bharat Ram, Chairman and Managing Director of the Company, was fixed by the Board of Directors of the Company on recommendation of the Nomination and Remuneration Committee, which was subject to approval of the shareholders of the Company and Central Government. The Company had obtained approvals from Shareholders of the Company as well as Central Govt. Either of Dr. Vinay Bharat Ram or Company can terminate the appointment by giving to other, three calendar months' notice in writing. The appointment of Dr. Vinay Bharat Ram is governed by the resolution(s) of the Board of Directors and shareholders of the Company as well as approval of central govt. which covers the terms & conditions of such appointment. Non- Executive Directors are paid sitting fees for attending the meetings of Board of Directors and Committees thereof.

Stock Option Scheme: The Company does not have any Stock Option Scheme for any of its director or employee.

7. Share Transfer, Finance Facilities and Stakeholders'Relationship Committee

The powers, role and terms of reference of the Share Transfer, Finance Facilities and Stakeholders' Relationship Committee covers the areas as contemplated under Regulation 20 of Listing Regulations and Section 178 of the Companies Act, 2013, besides other terms as referred by the Board of Directors. As on March 31, 2017, 'Share Transfer, Finance Facilities and Stakeholders' Relationship Committee' comprised of Prof. Sudhir Kumar Jain, Chairman, Mr. JitendraTuli, Mr. Ravi Vira Gupta and Mr. Bipin Maira, members of committee.

The attendance of directors at meetings of 'Share Transfer, Finance Facilities and Stakeholders'Relationship Committee' was as follows:

S. No.	Name	Designation	No. of meetings held during FY – 2016-17	No. of Committee meetings attended
1.	Prof. Sudhir Kumar Jain*	Chairman	11	8
2.	Mr. JitendraTuli	Member	11	4
3.	BipinMaira**	Member	11	8
4	Mr. Ravi Vira Gupta	Member	11	2

* became the Chairman of the 'Share Transfer, Finance Facilities and Stakeholders' Relationship Committee' w.e.f. May 30, 2016, due to its reconstitution.

** Ceased to be Chairman of the 'Share Transfer, Finance Facilities and Stakeholders' Relationship Committee' w.e.f. May 30, 2016, due to its reconstitution. Further, he continue as a member of the aforesaid committee.

The status of complaints received, disposed off & pending during the year ended March 31, 2017 is as under:

No. of Complaints Received	No. of Complaints not solved to the satisfaction of shareholders' / Investors'	No. of Complaints pending at end of year
9	0	0

The minutes of Share Transfer, Finance Facilities & Stakeholders' Relationship Committee are placed before the Board for its information.

Mr. Yadvinder Goyal, Company Secretary of the Company acts as Compliance Officer of the Company.

1. GENERAL BODY MEETINGS

Details of last three AGMs

Year	Location	Date	Time	Details of Special Resolutions passed
2016	126th AGM Shankar lal Murli Dhar Auditorium (Shri Ram Centre - Auditorium), 4, Safdar Hashmi Marg, Mandi House, New Delhi - 110001	14.09.16	11.00 A.M.	Nil
2015	125th AGM MPCU Shah Auditorium, Shree Delhi Gujrati Samaj Marg, Civil Lines, New Delhi	18.08.15	1.00 P.M.	Re- appointment of Mr. JitendraTuli as Managing Director of the Company for a period of one (1) year w.e.f. December 20, 2014.
2014	124th AGM MPCU Shah Auditorium, Shree Delhi GujratiSamaj Marg, Civil Lines, New Delhi	04.08.14	3.30 P.M.	i. Re- appointment of Mr. JitendraTuli as Managing Director of the Company for a period of one (1) year w.e.f. December 20, 2013; ii. Alteration of Articles of Association of the Company.

POSTAL BALLOTS

A. Details of Special Resolution(s) passed through Postal ballot last year

1. At the beginning of financial year 2016-17, the Company was in process of conducting postal ballot process (including e-voting) for obtaining approval of members of the Company inter-alia for following Special Resolutions, prescribed under Sections 108 & 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015 and other applicable provisions, if any, of the Companies Act, 2013. The results of said postal ballot process was declared on May 28, 2016:

   a. appointment of Dr. Vinay Bharat Ram as Managing Director of the Company

   b. re-appointment of Mr. JitendraTuli as Managing Director of the Company

   The Company had appointed Mrs. Pragnya Parimita Pradhan, Company Secretary in whole time Practice as Scruitinizer for conducting the Postal Ballot process (including e-voting) in a fair and transparent manner. The voting period for e-voting and Postal Ballot was commenced on April 27, 2016 (9.00 Hours IST). The voting period for e-voting ended on May 26, 2016 (17.00 Hours IST) and the NSDL e – voting platform was blocked thereafter. The last date for the receipt of Postal Ballot Forms by the Scrutinizer was May 26, 2016. The result of Postal Ballot (including e-voting) was declared on May 28, 2016.

The details of Postal Ballot (including e-voting) Results are as under:

S. No	Particulars	Through Physical Postal Ballot forms	Through e- voting	Total
Special Resolution for appointment of Dr. Vinay Bharat Ram as Managing Director of the Company				
1.	Total Valid Votes* casted in favour of the Resolution	22,989	93,05,835	93,28,824
2.	Total Valid Votes* casted against the Resolution	3,655	473	4,128
3.	Invalid Votes*	4,416	-	4,416
4.	Valid Votes* casted in favour as percentage of total valid votes polled	86.2821%	99.9949%	99.9558%
Special Resolution for re-appointment of Mr. Jitendra Tuli as Managing Director of the Company				
1.	Total Votes* casted in favour of the Resolution	25,321	93,05,453	93,30,774
2.	Total Votes* casted against the Resolution	884	825	1,709
3.	Invalid Votes*	4,850	-	4,850
4.	Votes* casted in favour as percentage of total valid votes polled	96.6266%	99.9911%	99.9817%

*One Equity share of the Company has one vote. Members' voting right shall be in proportion to his share in the paid-up capital of the Company.

B. Whether any Special resolution is proposed to be conducted through Postal ballot -Nil

1. Means of Communication

The quarterly / half yearly / annual financial results are announced within the stipulated period and are generally published in Financial Express (English) and Jansatta (Hindi) newspapers and are also forwarded to the stock exchanges as per requirements of Listing Regulations. The results are put up on their website(s) by the Stock Exchanges. All financial results and other shareholder information are also available at the website of the Company at www.dcm.in. The quarterly/ half yearly financial results are not sent to shareholders individually.

No presentation of financial results has been made to Financial Institutions/ analysts during the year ended March 31, 2017.

2. GENERAL SHAREHOLDER INFORMATION

i. Annual General Meeting

Day & Date	:	Friday September 22, 2017
Time	:	11.00 A.M.
Place	:	MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Line, New Delhi - 110054

ii. Book Closure Date	:	September 16, 2017 to September 22, 2017 (both days inclusive)
iii. Financial Year	:	April 01 to March 31
iv. Dividend Payment	:	Not Applicable

v. Listing : Shares of Company are listed on following stock exchanges :

Name : BSE Limited
Address : Phiroje Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Name : National Stock Exchange of India Limited
Address : Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai-400051
Listing fee upto financial year 2017-18 has been paid to both of above Stock Exchanges.

vi. Securities code : Securities code for Company's equity shares on the Stock Exchanges are as follows:

BSE Ltd. : 502820
National Stock Exchange of India Limited: DCM

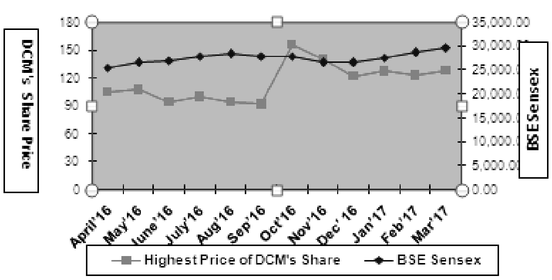
vii. Stock Market Data and Share price performance in comparison to broad base indices

a) DCM LIMITED vs BSE SENSEX

	DCM LIMITED		BSE SENSEX	
	High	Low	High	Low
April-2016	104.90	78.00	26100.54	24523.20
May-2016	107.40	85.35	26837.20	25057.93
June-2016	94.50	82.35	27105.41	25911.33
July-2016	99.70	87.45	28240.20	27034.14
August-2016	94.50	86.00	28532.25	27627.97
September-2016	92.15	79.00	29077.28	27716.78
October-2016	156.10	84.75	28477.65	27488.30
November-2016	140.55	93.60	28029.80	25717.93
December-2016	122.45	100.08	26803.76	25753.74
January-2017	127.75	106.50	27980.39	26447.06
February-2017	122.90	106.00	29065.31	27590.10
March-2017	128.90	107.80	29824.62	28716.21

Source: BSE website

Chart of comparison of DCM Limited's Share Price with BSE Sensex

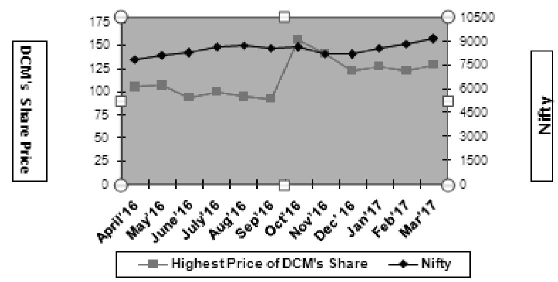


b) DCM LIMITED vs. NIFTY

	DCM LIMITED		NIFTY	
	High	Low	High	Low
April-2016	105.00	78.00	7992.00	7516.85
May-2016	107.00	85.75	8213.60	7678.35
June-2016	94.00	83.00	8308.15	7927.05
July-2016	99.45	87.50	8674.70	8287.55
August-2016	94.75	85.60	8819.20	8518.15
September-2016	92.20	76.10	8968.70	8555.20
October-2016	156.60	84.00	8806.95	8506.15
November-2016	140.60	93.05	8669.60	7916.40
December-2016	122.40	100.30	8274.95	7893.80
January-2017	127.45	106.55	8672.70	8133.80
February-2017	122.75	105.80	8982.15	8537.50
March-2017	129.00	107.30	9218.40	8860.10

Source: NSE website

Chart of Comparison of DCM Limited's Share Price with Nifty



viii. Registrar & Share Transfer Agent

MCS Share Transfer Agent Limited
F–65, Okhla Industrial Area,
Phase I, New Delhi 110 020

Telephone No: 011- 41406149-52

ix. Share Transfer System

The Company's Shares are traded in the Stock Exchanges in compulsorily Demat mode as per Stock Exchanges Regulations. Power of share transfer has been delegated to Registrar & Share Transfer Agents for expediting share transfers. Physical Shares, which are lodged for transfer, are processed at MCS Share Transfer Agent Limited and returned to the Shareholders within 15 days from the date of receipt subject to documents being valid and complete in all respects.

x. Distribution of shareholding as on March 31, 2017

Category	No. of Equity Shares	% of Shareholding
Promoters and Promoters group	90,66,584	48.54
Mutual fund, FIs, Banks, Insurance Companies, Central Govt. and State Govt.(s)	15,87,992	8.50
Bodies Corporates	13,23,183	7.08
NRIs, Trusts and NBFC's	7,23,900	3.88
Individuals	59,76,090	32.00
TOTAL	**1,86,77,749**	**100%**

Shareholdings	No. of folios	No. of Equity Shares	% of Shareholding
Up to 5,000	44,774	36,68,818	19.64
5,001-10,000	76	5,70,030	3.05
10,001 – 50,000	92	17,81,489	9.54
50,001-1,00,000	12	8,11,722	4.35
Above 1,00,000	8	1,18,45,690	63.42
Total	**44,962**	**1,86,77,749**	**100**

xi. Dematerialization of Shares and liquidity

The Equity Shares of the Company are compulsorily tradable in Dematerialized form by all categories of investors and placed under rolling settlement by SEBI. The Company has signed agreement with NSDL & CDSL for dematerialization of shares. ISIN of the Company for dematerialization of equity shares is INE 498A01018. As on March 31, 2017, 95.16% of paid-up share capital of the Company has been dematerialized.

The Equity Shares of the Company are frequently traded at BSE Limited and National Stock Exchange of India Limited.

xii. Outstanding ADRs/ GDRs / Warrants / Convertible Instruments

The Company has not issued any ADRs, GDRs, Warrants or any Convertible Instrument during the financial year 2016-17.

xiii. Location of Works:

Textile Division: Hisar (Haryana)

Engineering Division#: Shahed Bhagat Singh Nagar (Punjab)

IT Division: Gurgaon (Haryana)

Please reffer to point in 4 (ix) of this Corporate Governance Report.

xiv. Address for Correspondence

The shareholders may address their communication to the Registrar and Share Transfer Agents at their address mentioned above or to the Company Secretary, 6th Floor, Vikrant Tower, 4 Rajendra Place, New Delhi – 110008 or at exclusively designated e-mail ID for any grievance at ***investors@dcm.in***

4. Disclosures

i. All the related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. During the year, there are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. Related party transactions have been dealt with in note no. 44 to the Standalone Financial Statements annexed. These transactions are not in conflict with the interest of the Company.

The Board of Directors of the Company has formulated 'Related Party Transaction Policy', which is available on website of the Company at weblink http://dcm.in/wp-content/uploads/2016/10/Policy-on-related-party-transactions.pdf

ii. The Company has not been imposed with any penalty by the Stock Exchanges, SEBI or any other statutory authority on any matter relating to Capital Markets during the last three years.

iii. The Company has a Legal Department headed by General Manager (Legal), which deals with the legal issues. The Secretarial Department is responsible for compliances in respect of Company Law, SEBI, Stock Exchange rules and regulations and other related laws.

iv. The Company has in place Whistle Blower policy which is also available on Company's website www.dcm.in No personnel has been denied access to the audit committee.

v. All mandatory requirements as specified under Listing Regulations have been appropriately complied with. However, the Company has not adopted the non-mandatory requirements as specified in Part-E of Schedule II of Listing Regulations.

vi. Management Discussion and Analysis report forming part of the Annual Report is enclosed.

vii. Disclosure regarding appointment or re-appointment of directors

Pursuant to the Regulation 36 of Listing Regulations, the information required to be given, in case of the appointment of a new director or re-appointment of a director, is given in at page no. 4 of this annual report.

viii. Risk Management

The Company has systems in place to inform the Board members about the Risk Assessment and Risk Minimization. These are being revised from time to time to ensure appropriate Risk Management and control.

ix. Subsidiary Company

All the subsidiary companies of the Company are managed by their respective Boards having the rights and obligations to manage such companies in the best interest of their stakeholders.

Company's only material subsidiary (i.e. erstwhile DCM Engineering Limited) was amalgamated with the Company under a Scheme of Amalgamation as sanctioned by Hon'ble Delhi High Court vide its order dated May 16, 2016, which become effective from May 28, 2016. DCM Engineering Limited ceased to exist with effect from May 28, 2016 and entire Business of DCM Engineering Limited along with all of its assets and liabilities has got vested / transferred with the Company as going concern from the appointed date of April 01, 2014 and identified as 'Engineering Division' of the Company.

Till the time aforesaid material subsidiary cease to exist pursuant to aforesaid amalgamation, the Company has complied with the requirement of composition of Board of Directors of unlisted material subsidiary, as applicable, and as specified under Regulation 24(1) of Listing Regulation.

All minutes of the Board meetings of unlisted subsidiary companies are placed before the Company's Board. All significant transactions and arrangements entered into by the unlisted subsidiary company are brought to the attention of Company's Board.

The Board of Directors of the Company has formulated 'Material Subsidiary Policy',which is available on website of the Company at http://dcm.in/wp-content/uploads/2016/10/Material-subsidiary-policy.pdf

The annual audited accounts of all the subsidiary companies and the related detailed information is available at the website of the Company at www.dcm.in The annual accounts of the subsidiary companies are also kept for inspection by any shareholder in the head office of the Company and of the subsidiary companies concerned. Also the Company shall furnish a hard copy of details of accounts of subsidiaries to any shareholder on request.

x. CEO/CFO Certification

The certificate in compliance with Regulation 17(8) of 'Listing Regulations'was placed before the Board of Directors in its meeting.

xi. The details of familiarization programme for Independent Directors is available on website of the Company at weblink: http://dcm.in/wp-content/uploads/2016/10/Familirisation-Program-for-Independent-Directors.pdf

xii. Commodity price risk or foreign exchange risk and hedging activities

The Company is subject to market risk with respect to commodities price fluctuations in 'Cotton', which are drawn from agriculture in its Textile Division. The Company manages exposure to commodity risk through strategic buying initiatives in the cotton season.

In the Engineering Division, availability of consistent quality iron scrap get affected during monsoon season. However, it does not have much impact as the Division ensure the availability of iron scrap during this period to meet its production requirement by increasing its vendor base and/or stocking etc.

During the year 2016-17, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The details of foreign currency exposure are disclosed in Note No. 49 to the standalone financial statement.

xiii. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the Listing Regulations.

For and on behalf of the Board of Directors
For DCM Limited

Sd/-
Dr. Vinay Bharat Ram
Chairman & Managing Director

Place: New Delhi
Date : July, 6, 2017

ANNEXURE - A

DECLARATION UNDER PARA D OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

CHIEF EXECUTIVE OFFICER DECLARATION

I, Sumant Bharat Ram, Chief Executive & Financial Officer of DCM Limited, certify based on annual disclosures received, that all Board members and senior management personnel have abided by the code of Conduct for Directors & Senior Management laid down by the Company.

For DCM Limited
Sd/-
Sumant Bharat Ram
Chief Executive & Financial Officer

Place : New Delhi
Date : July 6, 2017

Auditors' Certificate regarding Compliance of conditions of Corporate Governance

To
The Members of **DCM Limited**

This Certificate is issued in accordance with the terms of our agreement dated 10 March 2017.

We have examined the compliance of conditions of Corporate Governance by DCM Limited ('the Company') for the year ended 31 March 2017, as per regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management. The Management is also responsible for ensuring that the Company complies with the requirements of the Equity Listing Agreement and for providing all relevant information to the Securities and Exchange Board of India.

Auditor's responsibility

Pursuant to the requirements of the Listing Regulations, it is our responsibility to obtain reasonable assurance and form an opinion as to whether the Company has complied with the conditions of Corporate Governance as per regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable.

Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control ('SQC') 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable.

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

Restrictions on use

This Certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Sd/-
Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

TEXTILE DIVISION

Industry Structure and Developments

The Indian textile industry is varied in nature energing from hand-spun or woven to sophisticated mills sector. The close linkage of the textiles industry to agriculture for raw material such as cotton, and the age old traditions of the country in terms of textiles make the Indian textiles industry predominantly cotton based. India is the second largest producer of textiles and garments in the world. The Indian textiles and apparel industry is one of the oldest industries and has a very strong presence in India's economy. The growth pattern of the India's textile sector unique in comparison to other industries. The Indian textiles industry has the capacity to produce a wide variety of products suitable for different markets, both in India and across the world. At present, the Indian textile sector occupies a prominent position in the world textile trade.

The Textile spinning sector globally seems to be quite unpredictable for various reasons including stagnant demand as against growing supply side, cotton futures, currency fluctuation and above all increasing competition from some countries like Vietnam, Bangladesh, Combodia and Indonesia etc. Recently initiatives launched by the Government envisage inviting FDI which may give an impetus to growth in textiles, particularly with regard to the fabric and processing areas which will lead to balance out the demand-supply position for the spinning sector.

Opportunities and Outlook

The outlook for the textile industry in India is quite optimistic. It is expected that the textile industry will continue to grow at an impressive rate.

The Indian textiles industry, currently estimated at around US$ 108 billion , is expected to reach US$ 223 billion by 2021. The industry is the second largest employer after agriculture providing employment to over 45 million people directly and 60 million people indirectly. The Indian textiles industry contributes approximately 5% to India's GDP and 14% to overall Index of Industrial Production (IIP). The textile sector is among the largest contributors to India's exports, and has the potential to reach US$ 500 billion in size according to a study. The implementation of GST is another positive step to organize the textile sector and for revenue generation both for industry and the Government.

The inherent strengths of the textile industry have seen it through rough days and hard times. There have been many periods of adversity, when growth charts dipped and the future appeared bleak. But like the phoenix, the textile industry has risen each time from the ashes.

Financial and Operational Performance

The performance of the Textile Division for the year ended March 31, 2017 is as follows-

S. No.	Particulars	**Financial Year ended March 31, 2017**	Financial Year ended March 31, 2016
1.	Sales in Quantity (MT)	**29,006**	28,458
2.	Production (MT)	**29,033**	28,490
3.	Sales & other Income (Rs. in lacs)	**58,719**	51,298
4.	Total Expenditure (Rs. in lacs)	**(52,335)**	(46,831)
5.	Profit before finance cost, Depreciation, Amortization & Tax (Rs. in lacs)	**6,384**	4,467
6.	Finance Cost (Rs. in lacs)	**(1,353)**	(1,867)
7.	Depreciation (Rs. in lacs)	**(1,916)**	(1,935)
8.	Profit before Tax (Rs. in lacs)	**3,115**	665

During the year under review, the Profit Before Tax (PBT) increased to Rs. 31.15 crores in the financial Year 2016-17 from Rs. 6.65 crores in the previous financial Year 2015-16 on account of increase in yarn prices, reductionin cost of consumed cotton on account of stocking in cotton season at lower prices besides, operational efficiencies and reduction in interest cost.

Risk & Concerns

High volatility of cotton, yarn prices and the Rupee to US$ exchange rate are the major concerns. The Division is trying to reduce the impact of volatility by reducing open position in respect of above. Labour shortage is another area which is affecting operations. This is being mitigated by increasing worker training programs and strengthening operational efficiency.

Internal Controls

The Division has a proper and adequate system of Internal Controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly. The focus on creating a paperless work environment has increased productivity, de-risked operations and reduced errors as data is captured at the point of transaction. The internal control systems are supplemented by internal audits and review of the same by the Audit Committee at corporate level.

Manpower Development

The Division has always maintained cordial and healthy industrial relations. The training of employees is a continuous and integrated process. Prior to training, the competency of each employee is assessed to identify their potential. Training and mentoring programmes are designed accordingly. The belief in investing in training today is to create tomorrow's leaders. Continuous efforts to improve the quality and productivity of the processes are being pursued under the TQM umbrella, in order to promote the culture of excellence. The total number of people on the rolls of the Textile Division is 1754.

ENGINEERING DIVISION

Industry Structure and Developments

The foundry industry, also known as the casting industry, plays the role of a 'mother' industry in India. It is a core industry producing cast metal components which serve as a basic raw material for many sectors. Growth in the industrial sector, post-recession, especially in manufacturing activities, has given a boost to the foundry industry.

The Indian Foundry Industry manufactures castings of ferrous, non-ferrous, aluminum, alloy, grey iron, ductile iron, steel etc. However, grey iron castings have the major share i.e. approx. 60% of total castings produced. The foundry or metal casting industry is a key component feeder for various sectors such as auto, auto components, railways, agro, tractors, textile, cement making, electrical machinery, earthmoving machinery, power equipment, defence equipment, and aero and space industry. Its sustainable growth has become more important today than ever before given the emphasis of the government on 'Make in India'.

There are approximately 5000 units out of which 90% can be classified as MSME's, out of which approximately 1500 units have some International Quality Accreditation. Several large Indian foundries are modern and globally competitive with efficient induction furnaces and a growing awareness about environment and energy conservation.

Opportunities and Outlook

The growth of the casting industry is driven by the constant increase in production of commercial vehicles, passenger vehicles and tractors. Increase in demand for casting from the Automotive and Farm Sectors plays a significant role in spurring the foundry market's growth prospects.

Both the Automotive and Farm Sectors strive to maintain their leadership position in the domestic market. The mid-term outlook for the Indian auto industry is very positive. The Society of Indian Automobile Manufacturers (SIAM) has forecast a double disits growth in the PV and CV industries.

The Indian Auto Industry is looking forward to a new year with renewed challenges of new regulations. Growing concerns over air pollution, road safety, sustainability and urban congestion, among consumers and society at large, are driving the regulations and policies for motor vehicles and urban development.

The Government has already announced the plan for migration to BSVI emission norms for all vehicles from April, 2020. Similarly, the Government has announced the plan for migration to new safety norms under Bharat New Vehicle Safety Assessment program (BNVSAP) by the Financial Year 2019 for new vehicles and the Financial Year 2020 for existing vehicles.

Given the importance of the automobile industry to the economy, its potential for generating employment opportunities and its backward and forward linkages with several sectors, the Government is keen to support its development under the 'Make in India' initiative.

In 2017-18, CARE Ratings expects the industry to witness a gradual pickup in demand as the effect of demonetization begins to recede. Also, demand is expected to improve as a result of various initiatives taken by the Government in the Union Budget 2017. Higher allocation for infrastructure and transportation segment is likely to bolster demand for commercial vehicles during the year. Higher farm credit allocation is expected to fuel demand for the tractors segment.

Financial and Operational Performance

The performance of the Engineering Division for the year ended March 31, 2017 is as follows:

S. No.	Particulars	Financial Year ended March 31, 2017	Financial Year ended March 31, 2016
1.	Gross Sales in Quantity (MT)	**44,970**	40,544
2.	Gross Production (MT)	**48,704**	42,908
3.	Sales & other Income (Rs. in lacs)	**31,229**	29,804
4.	Total Expenditure (Rs. in lacs)	**31,625**	(29,774)
5.	Profit before finance cost, Depreciation, Amortization & Tax (Rs. in lacs)	**(396)**	30
6.	Finance Cost (Rs. in lacs)	**(1,288)**	(1,375)
7.	Depreciation (Rs. in lacs)	**(1,797)**	(1,659)
8.	Profit before Tax (Rs. in lacs)	**(3,481)**	(3,004)

During the year, the Division acheived total dispatch of 44,970 MT (previous year 40,544 MT). The Division continued to make losses because of lower volume resulting under recovery of fixed overheads , higher rejections and decline in margins on account of price reduction to retain market share as competitors are supplying at lower prices.The Division continued to focus on process improvements and manufacturing techniques across all areas of operations to improve cost effectiveness and quality.

Risk & Concerns

The Company's success depends on its ability to offer products as per customers' requirements in a timely manner and maintaining competitiveness/quality. On the other hand intensifying competition and volatility in input cost could materially and adversely affect the Company's sales, financial conditions and results of operations.

Internal Controls

The Division maintains adequate internal control systems commensurate with the nature of its business and size and complexity of its operations. These are regularly tested for their effectiveness by Statutory as well as Internal Auditors. Further, the internal control systems have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information. The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations.

Manpower Development

The Company has been successful in establishing a positive relationship with employees, with the focus on achieving higher productivity and quality norms.

Continued capability and skill up-gradation through structured training and development is an ongoing priority at the Division. The Division is focusing on domain skills and knowledge development, TQM and building managerial / supervisory / leadership skills. Apart from classroom training, initiatives have been taken to provide learning opportunities through online learning module, knowledge bulletin, technical seminars and on the job training etc. These are based on individual needs as well as department and organizational-level needs.

All these efforts have led to a very stable and conducive work environment in the Division and paves the way for the future growth. The total number of people on the rolls of the Engineering Division is 1389.

IT DIVISION

Industry Structure and Developments

The overall global scenario looks promising with the US economy growing and oil at a reasonable price. This has resulted in Gartner forecasting an increase in IT spending in North America of 1.8%, 1.4% in EMEA (Europe Middle East and Africa) and 4.3% in APAC (Asia - Pacific). In the APAC region the highest growth is predicted for India at 10.7%.

A lot of this growth is because of the digitalization of operations by companies – which includes using more cloud technologies, going in for more automation, using technology to get insights on their customers and other creative uses to remain agile in the market.

Gartner predicts that spending on public cloud services will reach USD 245.4 billion in 2017 a 17.4% increase. Within this, IaaS (infrastructure as a Service) is expected to grow at 35.6%, while PaaS (Platform as a Service) and SaaS (Software as a Service) will grow at 21.5% and 19.2% respectively.

According to Gartner research – digital related services and automation present strong market opportunities, with more than half of the market growth linked to these services. Automation is the most impactful change in the Infrastructure market, with maturity of global sourcing shifting from labor arbitrage to technology arbitrage. Automation combined with smart-machine technologies, will be the top driver in shaping the future of IT service Industry.

The world-wide macro-economic indicators have altered over the last couple of months and may affect the future of the IT Industry globally and especially in India.

The US economy is doing well and in the long term this is good news for India. In the short term however, its is not clear how the new Goverment's policies will roll out across the spectrum. Initiatives on saving jobs in US and on immigration reforms have the potential of hurting the Indian IT companies and stemming the growth rates. Brexit and possible changes in the European Union could have an adverse impact on global trade and the IT spending through the next couple of years.

Opportunities and Outlook

The Government has completed three years in office and policy initiatives have started to percolate down. Whether it is FMCG companies, consumer durables, auto companies or infrastructure companies all are starting to look at higher IT spending initiatives. Coming on the back of a slowdown therefore seems to be a sudden surge of activity. MNCs are also increasing their footprint in India seeing the demographic dividend that can accrue to them.

Seeing this trend, the Divison is increasing its marketing and technology enablement thrusts on Cloud, Digital workplace and Automation.

In India, there was slow momentum on cloud technologies till a couple of years back. Over the last two years, however, the cloud has "crossed the chasm" and today there is an amazing amount of growth. Compared to last year, the number of enquiries the Division is handling for cloud and digital workplace have grown by more than 300%. To be able to leverage on the large possibilities which could be on offer, Division has now also tied up with Amazon AWS and Microsoft for Office 365 & Azure.

Last year the Division had looked at the great possibilities that could open up with the Smart City initiative of the government. While a lot of work is happening on the ground, it has yet to move to the stage of concrete opportunities for the Division on a regular basis. The Division has been involved in bidding through SIs and is currently working on some projects.

Security is another big initiative being taken up by the government across the board. The Division has been working with government agencies on some of these initiatives at the planning stage and is hoping for some business out of these engagements in the current year.

In USA, the rhetoric linked with the "America First Policy", "buy American", "hire American" & "retain jobs in America" policies may have some effect on business, though the impact is not yet clear. The Division sees an opportunity to increase business from existing clients and other SMB (Small and Midsize Business) customers through DCMs new service offerings in the areas of Cloud, Digital and Automation. Potential exists in areas such as cloud migrations, cloud applications, security, machine learning, artificial intelligence, analytics & automation.

Based on market conditions and the growth prospects both in India and the USA, the Division is consistently investing to build new capabilities which complement the core area of IT infrastructure management to target newer areas, which will help the Division to grow faster.

Financial and Operational Performance:

The financial performance of the IT Division for the year ended March 31, 2017 is as follows:

(Rs. in Lacs)

S. No.	Particulars	Financial Year ended March 31, 2017	Financial Year ended March 31, 2016
1.	Sales & Other Income	**6011**	6650
2.	Total Expenditure	**(5377)**	(6039)
3.	Profit before finance cost, Depreciation, Amortization& Tax	**634**	611
4.	Finance Cost	**(9)**	(10)
5.	Depreciation & Amortizations	**(27)**	(28)
6.	Profit Before Tax	**598**	573

During the year, the operations in India grew by about 9% with growth in the export business. However, the US operations underperformed due to sluggish demand and slow off take in Division's Accounts. This had a adverse impact on the revenue of the Division, though the profitability improved compared to the previous year.

The past year has also seen increased focus and investments on the identified newer technology areas viz. Cloud, digital services, application performance management, and mobility services. We expect to retrain our employees and reorient our marketing engine in line with the revised Services portfolio. In addition we expect to invest in automation this year while expanding the Cloud services across different platforms.

During the year the Division added new customers as well as increased the amount of business from existing customers. The US economy is doing well and the Division sees an upswing in its export orders from the USA.

Risks and Concerns

- As a major portion of our business is linked to US-based companies, any turbulence in the US economy could lead to an adverse impact on our financials.
- Post elections in the USA, the impact of the America First Policy of the Trump administration is still not clear, especially with respect to immigration, manpower movement, off-shoring of jobs, etc.
- Buying in India is primarily government-driven. Since the Division has a large exposure in the managed services implementation business to government orders, there can be delays in order closure.
- The Division's business is concentrated with a few key customers. Any change in our customers' business / preferences will have a large impact on our revenue. Given this fact, over the last few years the Division has consciously been working on building new customers.
- Manpower sourcing, on time and of the desired quality is one of the biggest challenges for future growth and customer satisfaction.
- Since a major part of the transactions are in foreign exchange, the exchange rate fluctuation has a direct and significant impact on profitability. Any appreciation in the Indian Rupee will have a direct adverse impact on both the revenues and profits of the Division.

Internal Controls

The operations of the Division are spread across different geographies, including India and the USA. Hence, commensurate internal controls have been instituted that are regularly upgraded in-line with the changes in the regulatory and control requirements. The Division has adequate control systems and internal policies, for order processing, legal compliances, employee recruitment and management, accounting, maintenance services and security systems to safeguard its IT infrastructure.

Manpower Development /Industrial Relations

The Division's business model is manpower-centric and involves providing high end technical services to clients in the field of IT Infrastructure Services. Availability of skilled & employable resources continues to be a major challenge, both in the USA and in India. Hence, it is necessary to train and upgrade the skills of our manpower resources to meet the business requirements. The Division has an in house Competency Centre to impart hands-on training to employees in various IT Infrastructure skills. This in-house capability is the backbone of our operations. The total number of people on the rolls of the IT Division is 224.

Cautionary Note

Statements in the Management Discussion & Analysis report describing the Division's objectives, estimates or projections may be forward looking statements within the meaning of applicable securities law and regulations. Actual results may materially differ from those expressed or implied. Important factors that can make a difference to the Division's operations include change in the main client's purchase procedures, changes in Government regulations, tax regimes, economic outlook in India and theUSA and other incidental factors.

For and on behalf of the Board of Directors
For DCM Limited

Sd/-

Place: New Delhi
Date : July, 6, 2017

Dr. Vinay Bharat Ram
Chairman & Managing Director

INDEPENDENT AUDITOR'S REPORT

To the Members of **DCM Limited**

Report on the Standalone Financial Statements

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

Management's responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified in section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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

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

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

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

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

Opinion

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

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section 11 of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
   a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
   d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
   e. on the basis of written representations received from the directors as on 31 March 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 B"; and
   g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer notes 35 and 48 of 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 - Refer note 53 of the standalone financial statements;
      iii. there has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company after considering Scheme of Restructuring and Arrangement, pursuant to which certain past dues have been rescheduled for repayment - Refer notes 30 and 48 (c) of the standalone financial statements; and
      iv. the Company has provided requisite disclosures in the standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November 2016 to 30 December 2016. Based on the audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management – Refer note 42 of the standalone financial statements.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

Annexure A to the Independent Auditor's Report to the Members of DCM Limited on the standalone financial statements for the year ended 31 March 2017

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

(b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In accordance with the said programme, a portion of fixed assets were physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, as disclosed in Note 11 to the standalone financial statements, are held in the name of the Company.

(ii) The inventories except goods-in-transit, have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. As informed to us, the discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly adjusted in the books of account.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Thus, paragraph 3(iii) of the Order is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances covered under the provisions of section 185 and 186 of the Act. Thus, paragraph 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits from the public during the year.

(vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, duty of customs, duty of excise, cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, duty of customs, duty of excise, cess and other material statutory dues were in arrears as at 31 March, 2017 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income-tax, duty of excise, sales tax, duty of customs, service tax and value added tax which have not been deposited with the appropriate authorities on account of any dispute other than those mentioned below:

Name of the statute	Nature of dues	Amount Involved * (Rs. in lacs)	Amount paid under protest (Rs. in lacs)	Period to which amount relates	Forum where dispute is pending
Income -tax Act, 1961	Income -tax	84.58	-	Assessment Year 2014-15	Commissioner of Income tax (Appeals)
		58.39	-	Assessment Year 2013-14	
		12.73	12.73	Assessment Year 2008-09	Assessing officer
		12.33	-	Assessment Year 2009-10	Assessing officer
		10.08	5.00	Assessment Year 2012-13	Income Tax Appellate Tribunal
Customs Act, 1962	Customs duty	12.55	-	1988-89	Commissioner of Customs (Appeals)
Central Excise Act, 1944	Excise duty	510.43	-	2004-05, 2005-06, 2006-07, 2008-09, 2006-07 to 2010-2011	Central Excise and Service Tax Appellate Tribunal
		1.47	0.06	2013-14	Commissioner of Central Excise (Appeals)
		0.50	-	2002-03, 2003-04	Supreme Court
Punjab VAT Act, 2005	Sales tax	130.25	35.09	2009-10	Punjab VAT Appellate Tribunal
		146.96	36.75	2010-11	

* amount as per demand orders including interest and penalty wherever indicated in the demand.

For the above purposes, statutory dues payable in India have been considered. Further, the demands raised and already set off by the Income-tax Authorities against the carried forward losses of the Company or the refunds due to the Company, being no longer due for payment, have not been considered.

The following matters which have been excluded from the table have been decided in favour of the Company, although we are informed that the concerned regulatory authority has preferred appeal at a higher level:

Name of the statute	Nature of dues	Amount Involved (Rs. in lacs)	Period to which amount relates	Forum where dispute is pending
Income -tax Act, 1961	Income -tax	442.48	Assessment Year 1983-84 to 1990-91	Income tax appellate tribunal
		27.93	Assessment Year 2009-10	High Court
		76.35	Assessment Year 2011-12	Income tax appellate tribunal
		62.93	Assessment Year 2012-13	Income tax appellate tribunal

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or borrowing to any financial institution or bank. As informed to us, the Company has not defaulted in repayment of dues to debenture holders after considering the Scheme of Restructuring and Arrangement, pursuant to which certain past dues were rescheduled for repayment. The Company has not availed any loan or borrowings from government.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they were raised.

(x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations given to us,the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

Annexure B to the Independent Auditor's Report on the standalone financial statements for the year ended 31 March 2017

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 **DCM Limited** ("the Company") as of 31 March 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls, and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 **B S R & Co. LLP**
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

	Note	As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	**1,867.46**	1,737.59
Share capital pending allotment	28	**-**	129.87
Reserves and surplus	3	**21,513.61**	21,897.57
		23,381.07	23,765.03
Non-current liabilities			
Long-term borrowings	4	**11,252.83**	10,182.17
Other long-term liabilities	5	**626.09**	636.03
Long-term provisions	6	**2,080.89**	1,941.98
		13,959.81	12,760.18
Current liabilities			
Short-term borrowings	7	**22,298.53**	20,153.85
Trade payables	8		
Dues to micro and small enterprises		**503.08**	297.10
Dues to others		**4,673.99**	4,300.19
Other current liabilities	9	**3,312.81**	5,503.83
Short-term provisions	10	**640.36**	922.61
		31,428.77	31,177.58
	TOTAL	**68,769.65**	67,702.79
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	11	**23,564.52**	26,259.97
Intangible assets	11	**64.93**	58.19
Capital work-in-progress		**94.72**	38.38
		23,724.17	26,356.54
Non-current investments	12	**3,371.28**	3,361.28
Deferred tax assets (net)	13	**-**	-
Long-term loans and advances	14	**5,443.43**	3,763.11
Other non-current assets	15	**1.29**	2.91
		32,540.17	33,483.84
Current assets			
Inventories	16	**20,106.00**	15,145.44
Trade receivables	17	**10,647.58**	13,039.54
Cash and bank balances	18	**1,624.51**	2,476.84
Short-term loans and advances	19	**3,420.86**	3,019.23
Other current assets	20	**430.53**	537.90
		36,229.48	34,218.95
	TOTAL	**68,769.65**	67,702.79
Significant accounting policies	**1**		

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Statement of Profit and Loss for the year ended March 31, 2017

	Note		For the year ended March 31, 2017 Rs./Lacs		For the year ended March 31, 2016 Rs./Lacs
Revenue					
Revenue from operations (gross)	21		**99,516.10**		93,929.26
Less: Excise duty			**3,957.74**		3,974.91
Revenue from operations (net)			**95,558.36**		89,954.35
Other income	22		**489.58**		1,329.08
Total revenue			**96,047.94**		91,283.43
Expenses					
Cost of materials consumed	23.a		**50,645.09**		44,453.57
Changes in inventories of finished goods, work in progress and land for development	23.b		**(555.32)**		976.11
Employee benefits expense	24		**13,805.56**		13,471.36
Finance costs	25		**2,672.69**		3,255.88
Depreciation and amortisation expense	26		**3,768.09**		3,639.74
Other expenses	27		**26,857.29**		25,468.98
Total expenses			**97,193.40**		91,265.64
Profit/(loss) before exceptional items and tax			**(1,145.46)**		17.79
Exceptional items	45		**775.00**		-
Profit/(loss) before tax			**(370.46)**		17.79
Profit/(loss) before tax from continuing operations		**(4,030.38)**		(2,849.91)	
Tax expense/(benefit):					
Current tax {includes foreign tax Rs. 10.68 lacs (Previous year Rs. 40.54 lacs)}		**10.68**		45.04	
Minimum alternate tax (MAT) credit entitlement		**-**		(4.50)	
Tax adjustment relating to prior years {includes foreign tax Rs. 2.82 lacs (Previous year Rs. 9.91 lacs)}		**2.82**		(351.55)	
		13.50		(311.01)	
Profit/(loss) after tax from continuing operations			**(4,043.88)**		(2,538.90)
Profit before tax from discontinuing operations		**3,659.92**		2,867.70	
Tax expense		**-**		-	
Profit after tax from discontinuing operations			**3,659.92**		2,867.70
Profit/(loss) for the year			**(383.96)**		328.80
Earnings per share (of Rs. 10 each)	36				
Basic			**(2.06)**		1.89
Diluted			**(2.06)**		1.76
Earnings per share (of Rs. 10 each) from continuing operations	36				
Basic			**(21.65)**		(14.60)
Diluted			**(21.65)**		(13.59)
Significant accounting policies	1				

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Cash flow statement for the year ended March 31, 2017

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
A.	**Cash flow from operating activities**		
	Profit before tax	**(370.46)**	17.79
	Adjustments for:		
	Depreciation and amortisation expense	**3,768.09**	3,639.74
	(Profit)/loss on sale of fixed assets	**(1.10)**	11.38
	Finance costs	**2,672.69**	3,230.30
	Unrealised foreign exchange difference	**(74.42)**	36.03
	Liabilities/ provisions no longer required written back	**(9.19)**	(2,310.40)
	Interest income	**(279.24)**	(448.85)
	Operating profit before working capital changes	**5,706.37**	4,175.99
	Adjustments for changes in working capital :		
	Inventories	**(4,960.56)**	(3,021.19)
	Trade receivables	**2,356.96**	2,449.92
	Short-term loans and advances	**(382.38)**	936.78
	Long-term loans and advances	**(13.77)**	245.60
	Other current assets	**23.99**	336.89
	Trade payables	**593.61**	(479.69)
	Other current liabilities	**(354.02)**	478.54
	Other long-term liabilities	**(9.94)**	(241.67)
	Short-term provisions	**(383.96)**	457.09
	Long-term provisions	**138.91**	5.47
		2,715.21	5,343.73
	Net income tax (paid)	**(141.47)**	(40.55)
	Net cash generated operating activities	**2,573.74**	5,303.18
B.	**Cash flow from investing activities:**		
	Purchase of non-current investment	**(10.00)**	-
	Loans and advances written off	**-**	15.00
	Decrease/(increase) in fixed deposits with original maturities greater than 3 months	**947.60**	(937.51)
	Purchase of fixed assets	**(2,551.99)**	(2,193.48)
	Sale of fixed assets	**51.39**	16.91
	Interest received	**362.87**	496.71
	Net cash from investing activities	**(1,200.13)**	(2,602.37)
C.	**Cash flow from financing activities:**		
	Proceeds from long term borrowings	**3,642.59**	1,228.93
	Repayment of long-term borrowings	**(4,593.24)**	(2,726.09)
	Changes in working capital borrowings	**2,265.87**	2,518.87
	Dividend paid (including tax on dividend)	**4.51**	(610.47)
	Finance costs paid	**(2,583.03)**	(3,238.55)
	Net cash from financing activities	**(1,263.30)**	(2,827.31)
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	**110.31**	(126.50)
	Impact of exchange difference on cash and bank balances held in foreign currency	**(16.41)**	-
	Cash and cash equivalents as at the beginning of the year*	**1,286.00**	1,371.42
	Cash and cash equivalents pursuant to amalgamation of DCM Engineering Limited	**-**	41.08
	Cash and cash equivalents as at the end of the year*	**1,379.90**	1,286.00

* Refer note 18

Refer notes 31 and 32 for the net cash flows attributable to the Discontinuing Operations.

Significant accounting policies **1**

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

1. **Significant accounting policies**

a) Accounting convention:

The financial statements of the Company have been prepared and presented in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention except revaluation of certain plots of land. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b) Current–non-current classification:

All assets and liabilities are classified into current and non-current.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

(i) It is expected to be realised in, or is intended for sale or consumption in the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realised within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current assets.

All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current liabilities.

All other liabilities are classified as non-current.

Operating cycle:

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has ascertained its operating cycle being a period within 12 months for the purpose of classification of assets and liabilities as current and non-current.

c) Use of estimates:

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported amount of income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

d) Fixed assets:

Fixed assets, other than certain plots of land, which have been revalued in earlier years, are stated at cost of acquisition/ construction less accumulated depreciation. The cost includes all pre-operative expenses and the financing cost of borrowed funds relating to the construction period in the cases of new projects and expansion of existing factories. Certain lands, which are revalued, are stated at revalued figures on the basis of valuation reports of the approved valuers.

e) Impairment:

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

(a) an intangible asset that is not yet available for use; and

(b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

f) Depreciation and amortisation:

(i) The Company follows straight-line method of depreciation in respect of buildings, plant and machinery, all assets of IT Division, all assets of Engineering Division and written down value method in respect of other assets.

(ii) The depreciation charged on all fixed assets is on the basis of useful life specified in Part "C" of Schedule II to the Companies Act, 2013, with effect from April 01, 2014.

iii) On assets sold, discarded, etc., during the year, depreciation is provided up to the date of sale/discard.

iv) Depreciation has been calculated on a pro-rata basis in respect of acquisition/installation during the year.

v) Leasehold improvements are amortised over the balance of the primary lease period.

vi) Computer software are amortised as per its useful life ranging from 3 to 5 years.

g) Investments:

Long-term investments, are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

h) Inventories:

i) Stores, spares and components are valued at cost or under.

ii) Raw materials, process stocks, finished goods and stock in trade are valued at lower of cost and net realisable value.

iii) Land (for development) on conversion into inventory from fixed assets is valued at the lower of its historical cost and net realisable value, and includes appropriate share of land development expenses and finance cost of borrowed funds relatable thereto.

Cost of inventories, other than land (for development), is ascertained on the weighted average basis in textiles division and moving weighted average basis in engineering division. Further, in respect of the manufactured inventories, i.e., process stocks and finished goods, appropriate share of manufacturing expenses are included on absorption costing basis. Work in process relating to software contracts includes salary and other directly identifiable expenses incurred on fixed price contracts, till the completion of specified deliverables, and are valued at cost or net realisable value, whichever is lower.

i) Revenue recognition:

i) Revenue from sale of goods is recognised when significant risks and rewards of ownership are transferred to the customer and no significant uncertainty exists regarding its collection. Sales are inclusive of excise duty and exclusive of sales tax.

ii) Revenue from software development contracts/ IT infrastructure project are recognised on the basis of milestone achieved, as provided in the contract.

iii) Revenue on maintenance contracts is recognised on pro-rata basis linked with the period of contract.

iv) Services income is recognised on accrual basis, as provided in the contracts.

v) In respect of Land Development Project, sale of rights on outright basis is recognised in the year in which risk and rewards are transferred.

vi) Interest income is recognised using the time proportion method.

vii) Dividend income is recognised when the right to receive payment is established.

j) Excise duty:

Excise duty on sales is being deducted from gross sales and any increase/ decrease in excise duty on finished goods are being shown separately in the Statement of Profit and Loss.

k) Employees' benefits:

The Company's obligations towards various employee benefits have been recognized as follows:

Short-term employee benefits

All employee benefits payable/available wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and bonus, etc., are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Post-employment benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund and employee state insurance to Government administered fund which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service and also includes overseas social security contribution.

The Company makes specified monthly contribution towards superannuation fund to Superannuation Trust which is managed by the Life Insurance Corporation of India ("LIC").

Defined benefit plan

The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary, using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured as the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on Government securities as at the balance sheet date for the estimated term of the obligation. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

Other long term employee benefits (compensated absences)

Benefits under compensated absences constitute other long-term employee benefits. The liability in respect of compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the year-end using the projected unit credit method. Acturial gains and losses are recognized immediately in the Statement of Profit and Loss.

l) Provisions, contingent liabilities and contingent assets:

A provision is recognized when an enterprise has a present obligation as a result of past event and 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. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A contingent liability is disclosed where there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company does not recognize assets which are of contingent nature. However, if it has become virtually certain that an inflow of economic benefits will arise; the asset and related income are recognized in the financial statements of the period in which the change occurs.

m) Earnings/(loss) per share:

Basic earnings/ (loss) per share is 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.

For the purpose of calculating diluted earnings/(loss) per share, the net profit or loss for the year 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.

n) Taxes on income:

Income-tax liability is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income tax Act, 1961.

Deferred tax is recognised, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realize such losses.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. In the year in which MAT credit becomes eligible to be recognised as an asset in accordance with the recommendation contained in the Guidance Note on "Accounting for Credit Available in respect of Minimum Alternative Tax under The Income Tax Act, 1961" issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

o) Foreign exchange transactions:

i) Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transaction.

Monetary items denominated in foreign currency are reported using the closing exchange rates on the date of the balance sheet.

The exchange differences arising on settlement of monetary items or on reporting these items at the rates different from the rates at which these were initially recorded / reported in previous financial statements, are recognised as income / expense in the period in which they arise, except for exchange differences arising during construction period on restatement of foreign currency liabilities incurred in relation to the project which are adjusted in cost of fixed assets.

In case of forward exchange contracts, the premium or discount, arising at the inception of such contracts, is amortised as income or expense over the life of the contract and the exchange difference on such contracts, i.e., difference between the exchange rate at the reporting / settlement date and the exchange rate on the date of inception of contract / the last reporting date, is recognised as income / expense for the period except for exchange differences arising during construction period on restatement of foreign currency liabilities incurred in relation to the project which are adjusted in cost of fixed assets. Derivatives not covered in AS -11 are marked to market at balance sheet date and resulting gain or loss, if any, is recognized in the Statement of Profit and Loss.

(ii) In respect of financial statements of integral foreign operations of foreign branches, fixed assets are recorded at cost, based on the exchange rate prevailing on the date of transactions. Current assets and current liabilities are reported using the exchange rates on the date of the balance sheet. Incomes and expenses are translated at the average of monthly closing rates of exchange. The resultant exchange gains / losses are recognised in the Statement of Profit and Loss.

p) Government grant:

Grants from the government are recognized when there is a reasonable assurance that the conditions attached to them shall be complied with, and the grants will be received.

When the grant is revenue in nature, it is recognized as a deduction from the expenses to which they are intended to compensate.

q) Research and development:

Expenditure on research is expensed off under the respective heads of account in the period in which it is incurred.

Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised, if the cost can be reliably measured, the product or process is technically and commercially feasible and the Company has sufficient resources to complete the development and right to use the asset. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in the Statement of Profit and Loss as an expense as incurred.

Capitalised development expenditure is stated at cost less accumulated amortisation and impairment losses. Fixed assets used for research and development are depreciated in accordance with the Company's policy as stated above.

Materials identified for use in research and development process are carried as inventories and charged to the Statement of Profit and Loss on consumption of such materials for research and development activities.

r) Cash and cash equivalents:

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

s) Leases:

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

		As at March 31, 2017 Rs./Lacs		As at March 31, 2016 Rs./Lacs	
2	**Share capital**				
		No. of shares	**Amount**	No. of shares	Amount
	Authorised				
	Equity shares of Rs. 10 each with voting rights	**83,999,000**	**8,399.90**	83,999,000	8,399.90
	13.50% Redeemable cumulative preference shares of Rs. 100 each	**100**	**0.10**	100	0.10
	9.5% - 6th Cumulative redeemable preference shares of Rs. 25 each	**320,000**	**80.00**	320,000	80.00
	Preference shares of Rs. 25 each	**3,680,000**	**920.00**	3,680,000	920.00
	Cumulative convertible preference shares of Rs. 100 each	**1,000,000**	**1,000.00**	1,000,000	1,000.00
			10,400.00		10,400.00
	Issued, subscribed and fully paid up				
	Equity shares of Rs. 10 each with voting rights	**18,677,749**	**1,867.77**	17,379,037	1,737.90
	Less: Calls in arrears by others		**0.31**		0.31
		18,677,749	**1,867.46**	17,379,037	1,737.59

During the previous year, the authorised equity share capital was increased to 83,999,000 equity shares of Rs. 10 each and 13.50% Redeemable cumulative preference share capital to 100 preference shares of Rs. 100 each pursuant to the amalgamation of its subsidiary, DCM Engineering Limited vide the Order dated May 16, 2016 of the Hon'ble High Court of Delhi. (refer note 28)

(i) Reconciliation of number of shares

	As at March 31, 2017		As at March 31, 2016	
	No. of shares	**Amount**	No. of shares	Amount
Opening balance	**17,379,037**	**1,737.90**	17,379,037	1,737.90
Issued during the year	**1,298,712**	**129.87**	-	-
Closing balance	**18,677,749**	**1,867.77**	17,379,037	1,737.90

(ii) The Company has issued one class of equity shares having at par value of Rs. 10 each per share. Each holder of equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation of the Company, holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of shares held by shareholder.

(iii) The details of shareholders holding more than 5% shares of the Company are as follows:

	As at March 31, 2017		As at March 31, 2016	
	No. of shares	**% of shares held**	No. of shares	% of shares held
Crescita Enterprises Private Limited	**9,030,495**	**48.35%**	-	
Life Insurance Corporation of India	**1,495,730**	**8.01%**	1,495,730	8.61%
Aggresar Leasing and Finance Private Limited	**-**		3,716,578	21.39%
Betterways Finance & Leasing Private Limited	**-**		1,623,135	9.34%

(iv) Issued, subscribed and fully paid up shares includes 1,298,712 equity shares issued during the year pursuant to the scheme of amalgamation of DCM Engineering Limited with the Company to the shareholders of DCM Engineering Limited without any consideration being received in cash.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
3	**Reserves and surplus**		
	Capital reserve *		
	At the beginning and end of the year	**24.90**	24.90
	Capital redemption reserve		
	Opening balance	**130.10**	130.00
	Add: Transferred on amalgamation (refer note 28)	-	0.10
	Closing balance	**130.10**	130.10
	Securities premium account		
	Opening balance	**7,367.00**	3,767.00
	Add: Transferred on amalgamation (refer note 28)	-	3,600.00
	Closing balance	**7,367.00**	7,367.00
	General reserve		
	Opening balance	-	1,045.00
	Add: Transferred on amalgamation (refer note 28)	-	320.00
	Less: Adjustment on amalgamation (refer note 28)	-	(1,365.00)
	Closing balance	-	-
	Surplus in the Statement of Profit and Loss		
	Opening balance	**14,375.57**	15,156.77
	Add: Transferred on amalgamation (refer note 28)	-	2,040.24
	Less: Adjustment on amalgamation for loss of erstwhile DCM Engineering Limited for the year ended March 31, 2015 (refer note 28)	-	(1,836.52)
	Less: Adjustment on amalgamation (refer note 28)	-	(999.97)
		14,375.57	14,360.52
	Add: Profit/(loss) for the year	**(383.96)**	328.80
		13,991.61	14,689.32
	Less: Interim dividend on equity shares	-	260.69
	Corporate dividend tax	-	53.06
	Closing balance	**13,991.61**	14,375.57
		21,513.61	21,897.57

* Represents Central/State Government subsidy

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
4	**Long-term borrowings**		
	Secured		
	Term loans		
	From banks *	**11,794.66**	12,725.98
	From others**	**15.67**	35.00
		11,810.33	12,760.98
	Unsecured		
	Term loans		
	From banks ***	**-**	2,000.00
	From others #	**2,000.00**	-
		2,000.00	2,000.00
		13,810.33	14,760.98
	Less: Current maturities on long term borrowings ##	**2,557.50**	4,578.81
		11,252.83	10,182.17

* Term loans from banks include:

- Term loans aggregating Rs. 8,401.00 lacs (Previous year Rs. 9,810.23 lacs) are secured by first charge alongwith the charge created for availing cash credit, overdraft and working capital demand loan facilities described in note 7, on existing as well as future block of movable assets and an equitable mortgage by deposit of title deeds of land admeasuring 129.47 acres and all the immovable assets, both present and future, pertaining to the Textile Division at Hissar. The term loan carries a floating interest rate ranging between 6.30%-8.30% (net of TUF subsidy) per annum.

  Rs. 408.00 lacs repayable in 7 quarterly installments, Rs. 274.00 lacs repayable in 8 quarterly installments and Rs. 7,719.00 lacs repayable in 24 quarterly installments.
- Rs. 439.90 lacs (Previous year Rs. 1,142.20 lacs) secured by way of first pari passu charge on the fixed assets of the Company's Engineering division, both present and future, including equitable mortgage of Engineering division's factory land and building measuring 71 Acre- 07K-18M and second pari passu charge on the entire current assets^ of the Company, both present and future. The term loan carries a floating interest rate ranging between 11.85%-12.50% per annum and is repayable in 8 monthly installments.
- Rs. 1,267.00 lacs (Previous year Rs. 1,687.00 lacs) secured by way of first pari passu charge on the fixed assets of the Company's Engineering division, both present and future, including equitable mortgage of Engineering division's factory land and building measuring 71 Acre- 07K-18M and second pari passu charge on the entire current assets^ of the Company, both present and future. The term loan carries a floating interest rate ranging between 12.05%-12.65% per annum and is repayable in 34 monthly installments.
- Rs. 1,500 lacs (Previous year Rs.Nil) secured by way of first pari passu charge on the fixed assets (including immovable assets) of the Company's Engineering Division and second pari passu charge on the entire stock of raw material, work-in-progress, semi-finished and finished goods, consumable stores & spares and such other movables including book debts, bills, whether documentory or clean, both present & future. The term loan carries a floating interest rate @ 11.75% per annum and is repayable in 12 quarterly instalments.
- Rs. 186.76 lacs (Previous year Rs. 86.55 lacs) relate to assets purchased under hire purchase/financing arrangements with banks and are secured by way of hypothecation of the specified assets. Repayable in equal monthly installments. The loans carry an interest rate ranging between 9.50%-13.50% per annum.

** Rs. 15.67 lacs (Previous year Rs. 35.00 lacs) relate to assets purchased under hire purchase/financing arrangements and are secured by way of hypothecation of the specified assets. Repayable in equal monthly installments. The loans carry an interest rate ranging between 9.50%-13.50% per annum.

*** Rs. Nil (Previous year Rs. 2,000.00 lacs) secured by way of extensions of pledge of 100% equity shares of Teak Farms Private Limited (TFPC) and 100% equity shares of Juhi Developers Private Limited (enterprises over which Key Managerial Personnel have significant influence). The term loan carries a floating interest rate ranging between 13.20%-13.50% per annum.

\# Rs. 2,000.00 lacs (Previous year Rs. Nil) secured by way of extensions of pledge of 100% equity shares of Teak Farms Private Limited (TFPC) and 100% equity shares of Juhi Developers Private Limited and pledge of 14.30 lacs equity shares of DCM Limited held by Crescita Enterprises Private Limited (enterprises over which Key Managerial Personnel have significant influence). The Loan is further secured by personal guarantee of Mr. Sumant Bharat Ram (Chief executive and financial officer). The term loan carries a floating interest rate of 12.50% per annum and is repayable in 8 equal installments of Rs. 250 lacs each, commencing from June 2019.

There is no continuing default as on the balance sheet date in repayment of loans and interest thereon.

\## refer note 9

^ Current assets have a meaning as per the terms of the related agreement and without considering the changes in definition of "current" included in Schedule III of the Companies Act, 2013.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
5	**Other long-term liabilities**		
	Trade payables	-	28.14
	Security deposits	8.55	8.91
	Other deposits	90.09	71.54
	Others	527.45	527.44
		626.09	636.03

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
6	**Long-term provisions**		
	Provision for employee benefits:		
	Compensated absences	431.93	391.67
	Gratuity (refer note 29)	1,648.96	1,550.31
		2,080.89	1,941.98

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
7	**Short-term borrowings**		
	Secured		
	Loans repayable on demand from banks *	22,298.53	20,153.85
		22,298.53	20,153.85

* Loans repayable on demand from banks include

- Cash credit/overdraft and working capital demand loan facilities relating to Textile Division at Hissar aggregating Rs. 16,257.76 lacs (Previous year Rs. 12,495.13 lacs) and other non-fund based facilities from a bank, are secured by way of hypothecation of stocks / stores and book debts, both present and future. These are further secured by equitable mortgage of land admeasuring 129.47 acres and all immovable assets, both present and future, and first charge, ranking pari-passu with the charge created for availing term loans as described in note 4, by way of hypothecation of existing as well as future block of movable assets pertaining to the Division.
- Cash credit facilities relating to IT Division, aggregating Rs. 199.60 lacs (Previous year Rs. 183.58 lacs) and other non-fund based facilities from a bank, are secured by way of first charge/hypothecation of inventories, book debts and other assets of the Division (both present and future), and by way of first charge on office property at Hyderabad.
- Cash credit/ overdraft and working capital demand loans facilities relating to the Company's Engineering division aggregating to Rs. 4,944.27 lacs (Previous year Rs. 6,483.93 lacs) secured by first pari passu charge by way of hypothecation of entire stocks of raw material, work in process, semi-finished goods and finished goods, consumable stores and spares and such other movables including book debts, bills, whether documentary or clean, both present and future and second pari passu charge on all fixed assets, both present and future, including mortgage of factory's land and building located at village Asron, Hadbast No. 418, Tehsil Balachaur District Hoshiarpur, Punjab, measuring 71 Acre- 07K-18M together with all buildings, plant and machinery, erections, godowns and constructions of every description which are standing, erected or attached or shall at any time hereafter during the continuance of the security hereby constituted be erected or attached and standing or attached thereto.
- Overdraft facility of Rs. 896.90 lacs (Previous year Rs. 991.21 lacs) relating to the Company's Engineering division is secured by land and building located in Kodukanthangal Village and Serkadu Village, Katpadi Sub-Registration District, Vellore Registration District, Vellore District, Tamil Nadu measuring 39.02 acres and land and bulding located in Rail Mazra Village, Tehsil Balachaur, Distt Shaheed Bhagat Singh Nagar, Punjab measuring 4.02 acres.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
8	**Trade payables**		
	Dues to micro enterprises and small enterprises #	**503.08**	297.10
	Dues to others	**4,673.99**	4,300.19
		5,177.07	4,597.29

\# The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated August 26, 2008 which recommends that the Micro, Small and Medium Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Based on the information presently available with the management, the disclosures required under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") are given below:

The principal amount remaining unpaid to any supplier as at the end of the year	**503.08**	297.10
The interest due on the principal remaining outstanding as at the end of the year	**-**	-
The amount of interest paid under the MSMED Act, along with the amounts of the payment made beyond the appointed day during the year	**-**	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	**-**	-
The amount of interest accrued and remaining unpaid at the end of the year	**-**	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act	**-**	-
	503.08	297.10

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
9	**Other current liabilities**		
	Current maturities of long-term borrowings*		
	Secured		
	From banks	**2,547.96**	2,558.48
	From others	**9.54**	20.33
	Unsecured		
	From banks	**-**	2,000.00
		2,557.50	4,578.81
	Unclaimed dividends	**88.39**	83.88
	Unclaimed matured deposits and interest accrued thereon **	**3.53**	45.14
	Unclaimed matured debentures and interest accrued thereon **	**15.99**	30.05
	Statutory dues payable	**186.35**	181.78
	Liabilities for capital goods	**101.59**	11.45
	Security deposits received	**5.81**	6.89
	Advances from customers	**174.11**	473.05
	Interest accrued but not due on borrowings	**119.84**	30.18
	Other payables	**59.70**	62.60
		3,312.81	5,503.83

* Refer note 4

** No amount is due for transfer under Investor Education and Protection Fund in view of SORA, pursuant to which certain past dues have been rescheduled for payment.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
10	**Short-term provisions**		
	Provision for employee benefits:		
	Compensated absences	**47.39**	46.22
	Gratuity (refer note 29)	**277.96**	254.02
		325.35	300.24
	Others:		
	Provision for sales return (refer note 51)	**123.30**	49.54
	Provision for sales price difference	**-**	482.83
	Provision for tax {net of advance tax of Rs. 1,849.51 lacs (Previous year Rs. Nil)}	**191.71**	90.00
		315.01	622.37
		640.36	922.61

11. Fixed assets **(Rupees in lacs)**

Description	Gross block					Depreciation and amortisation					Net block
	As at April 01, 2016	Transferred on amalgamation	Additions **	Deductions/ Adjustments	As at March 31, 2017	Upto March 31, 2016	Transferred on amalgamation	For the year	Deductions/ Adjustments	Upto March 31, 2017	As at March 31, 2017
Tangible assets (Owned)											
Freehold land*	**2,118.03**	-	-	-	**2,118.03**	-	-	-	-	-	**2,118.03**
	(977.48)	(415.82)	(724.73)	-	(2,118.03)	-	-	-	-	-	(2,118.03)
Buildings	**5,991.26**	-	**5.95**	-	**5,997.21**	**1,432.29**	-	**162.22**	-	**1,594.51**	**4,402.70**
	(4,452.05)	(1,409.71)	(129.50)	-	(5,991.26)	(801.13)	(470.43)	(160.73)	-	(1,432.29)	(4,558.97)
Leasehold improvements	**28.43**	-	**10.76**	-	**39.19**	**20.74**	-	**5.06**	-	**25.80**	**13.39**
	(28.43)	-	-	-	(28.43)	(17.43)	-	(3.31)	-	(20.74)	(7.69)
Plant and equipment	**45,499.18**	-	**869.02**	**687.45**	**45,680.75**	**26,335.63**	-	**3,456.43**	**681.93**	**29,110.13**	**16,570.62**
	(22,219.07)	(20,629.51)	(2,759.89)	(109.29)	(45,499.18)	(10,654.09)	(12,459.14)	(3,328.85)	(106.45)	(26,335.63)	(19,163.55)
Furniture and fittings	**347.14**	-	**5.46**	**1.48**	**351.12**	**295.05**	-	**11.44**	**1.48**	**305.01**	**46.11**
	(293.65)	(51.13)	(2.36)	-	(347.14)	(254.67)	(26.93)	(13.45)	-	(295.05)	(52.09)
Office equipment	**278.89**	-	**17.48**	**4.50**	**291.87**	**206.53**	-	**26.61**	**4.24**	**228.90**	**62.97**
	(134.74)	(123.97)	(20.59)	(0.41)	(278.89)	(104.26)	(73.38)	(29.28)	(0.39)	(206.53)	(72.36)
Vehicles	**622.09**	-	**177.68**	**149.39**	**650.38**	**334.81**	-	**69.75**	**104.88**	**299.68**	**350.70**
	(290.20)	(320.40)	(70.98)	(59.49)	(622.09)	(175.12)	(122.27)	(71.49)	(34.07)	(334.81)	(287.28)
Sub total	**54,885.02**	-	**1,086.35**	**842.82**	**55,128.55**	**28,625.05**	-	**3,731.51**	**792.53**	**31,564.03**	**23,564.52**
	(28,395.62)	(22,950.54)	(3,708.05)	(169.19)	(54,885.02)	(12,006.70)	(13,152.15)	(3,607.11)	(140.91)	(28,625.05)	(26,259.97)
Intangible assets (owned)											
Computer software	**380.30**	-	**43.32**	**52.55**	**371.07**	**322.11**	-	**36.58**	**52.55**	**306.14**	**64.93**
	(87.80)	(278.02)	(14.48)	-	(380.30)	(83.77)	(205.71)	(32.63)	-	(322.11)	(58.19)
Sub total	**380.30**	-	**43.32**	**52.55**	**371.07**	**322.11**	-	**36.58**	**52.55**	**306.14**	**64.93**
	(87.80)	(278.02)	(14.48)	-	(380.30)	(83.77)	(205.71)	(32.63)	-	(322.11)	(58.19)
Grand total	**55,265.32**	-	**1,129.67**	**895.37**	**55,499.62**	**28,947.16**	-	**3,768.09**	**845.08**	**31,870.17**	**23,629.45**
	(28,483.42)	(23,228.56)	(3,722.53)	(169.19)	(55,265.32)	(12,090.47)	(13,357.86)	(3,639.74)	(140.91)	(28,947.16)	(26,318.16)

Figures given in brackets pertains to the previous year.

* include Rs. 969.00 lacs added in 1992-93 on revaluation (refer note 37).

** Borrowing cost capitalised during the year Rs. Nil (Previous year Rs. 31.88 lacs).

			As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
12	**Non-current investments**			
	(valued at cost unless otherwise stated)			
(a)	**Traded (unquoted)**			
	In equity instruments			
	(i)	Subsidiary		
		50,000 (Previous year 50,000) shares of Rs. 10 each fully paid up in DCM Textiles Limited	**5.00**	5.00
		50,000 (Previous year 50,000) shares of Rs. 10 each fully paid up in DCM Data Systems Limited	**5.00**	5.00
		49,996 (Previous year 49,996) shares of Rs. 10 each fully paid up in DCM Finance & Leasing Limited	**5.00**	5.00
		2,550,020 (Previous year 2,550,020) shares of Rs. 10 each fully paid up in DCM Realty Investment & Consulting Limited	**255.00**	255.00
		50,000 (Previous year 50,000) shares of Rs. 10 each fully paid up in DCM Tools & Dies Limited	**5.00**	5.00
		50,000 (Previous year Nil) shares of Rs. 10 each fully paid up in DCM Nouvelle Limited	**5.00**	-
		50,000 (Previous year Nil) shares of Rs. 10 each fully paid up in DCM Realty and Infrastructure Limited	**5.00**	-
	(ii)	Joint venture company		
		17,853,605 (Previous year 17,853,605) shares of Rs. 10 each fully paid up in Purearth Infrastructure Limited @	**2,986.18**	2,986.18
			3,271.18	3,261.18
	In preference shares			
		Subsidiaries		
		100 (Previous year 100) 13.5% Redeemable cumulative preference shares of Rs. 100 each fully paid up in DCM Finance & Leasing Limited	**0.10**	0.10
		Total - Trade investments (a)	**3,271.28**	3,261.28
(b)	**Others (unquoted)**			
	In preference shares			
		Others		
		100,000 (Previous year 100,000) 0% Non Cumulative redeemable preference shares of Rs. 100 each fully paid up in Combine Overseas Limited*	**100.00**	100.00
		Total - Other investments (b)	**100.00**	100.00
		Total (a+b)	**3,371.28**	3,361.28

@ In terms of SORA, the Company will not dispose off its shareholding in Purearth Infrastructure Limited until the completion of the land development project at Bara Hindu Rao/ Kishan Ganj, Delhi.

* Refer note 39

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
13	**Deferred tax assets (net)**		
	Deferred tax liability on:		
	Difference between block of assets as per books and as per Income-tax Act, 1961	**1,492.35**	1,718.72
		1,492.35	1,718.72
	Deferred tax asset on:		
	Unabsorbed depreciation	**2,852.19**	2,658.14
	Accrued expenses deductible on payment	**1,001.61**	934.92
	Provision for doubtful debts and advances	**13.34**	20.52
		3,867.14	3,613.58
	Net deferred tax asset	**2,374.79**	1,894.86
	Net deferred tax asset recognized in the financial statements *	**-**	-

* As at March 31, 2017, the Company has unabsorbed depreciation under the provisions of the Income-tax Act, 1961. Consequent to the provisions of Accounting Standard 22 - "Accounting for Taxes on Income", in the absence of virtual certainty supported by convincing evidence, deferred tax assets have been recognised only to the extent of deferred tax liability.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
14	**Long-term loans and advances**		
	Unsecured, considered good		
	Capital advances		
	To related parties (refer note 44)	**1,454.44**	-
	Others (refer note 38)	**921.93**	920.25
	Security deposits	**953.51**	949.68
	Loans and advances to employees	**6.52**	10.44
	Balances with government authorities	**133.95**	48.25
	Advance income tax {net of provision of Rs. 2,169.32 lacs (Previous year Rs. 4,401.40 lacs)}	**1,213.09**	762.50
	MAT credit entitlement *	**548.48**	788.64
	Other loans and advances	**211.51**	283.35
	Considered doubtful		
	Other loans and advances $	**785.07**	785.07
		6,228.50	4,548.18
	Less: Provision for other doubtful loans and advances	**785.07**	785.07
		5,443.43	3,763.11

* MAT credit entitlement of Rs. 240.16 lacs (Previous year Rs. Nil) has been reclassified as advance income tax on account of adjustment of losses of erstwhile DCM Engineering Limited pursuant to the amalgamation w.e.f. April 01, 2014.

$ Include Rs. 100.00 lacs (Previous year Rs. 100.00 lacs) as inter corporate deposits.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
15	**Other non-current assets**		
	(Unsecured, considered good)		
	Other receivables		
	Interest accrued on deposits held for more than 12 months	-	0.25
	Other bank balances		
	Deposits with maturity for more than 12 months * (refer note 18)	**1.29**	2.66
		1.29	2.91

* Include Rs. 1.29 lacs (Previous year Rs. 0.58 lacs) held as margin money

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
16	**Inventories**		
	(Valued at lower of cost and net realisable value)		
	Raw materials	**13,527.42**	9,309.43
	Work-in-progress	**2,802.42**	2,617.22
	Finished goods	**2,266.12**	1,896.00
	[Includes goods in transit Rs. 1,215.42 lacs (Previous year Rs. 749.04 lacs)]		
	Stores and spares	**1,510.04**	1,322.79
		20,106.00	15,145.44

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
17	**Trade receivables**		
	Trade receivables outstanding for a period exceeding six months from the date they became due for payment		
	Secured, considered good	**0.50**	0.50
	Unsecured, considered good	**63.74**	1,267.16
	Doubtful	**29.89**	50.65
		94.13	1,318.31
	Less: Provision for doubtful trade receivables	**29.89**	50.65
		64.24	1,267.66
	Other trade receivables		
	Secured, considered good	**2.00**	1.27
	Unsecured, considered good	**10,581.34**	11,770.61
		10,583.34	11,771.88
		10,647.58	13,039.54

		As at March 31, 2017 Rs./Lacs	As at March 31, 20176 Rs./Lacs
18	**Cash and bank balances**		
	Cash and cash equivalents		
	Cash on hand	**9.62**	11.58
	Balances with banks		
	In current accounts *	**1,027.46**	791.57
	In deposit accounts with original maturity of three months or less ^	**342.82**	482.85
		1,379.90	1,286.00
	Other bank balances		
	In deposit accounts **	**245.90**	1,193.50
		245.90	1,193.50
	Less: Deposits due for realization after 12 months of the reporting date (refer note 15)	**1.29**	2.66
		1,624.51	2,476.84

^ Includes held as margin money Rs. Nil (Previous year Rs. 5.24 Lacs)

* Includes Rs. 88.39 lacs (Previous year Rs. 83.88 lacs) in unpaid dividend account, Rs. 7.36 lacs (Previous year Rs. 6.97 lacs) deposited with Debenture trustees and Rs. Nil (Previous year Rs. 4.25 lacs) earmarked for other specific uses.

** Includes Rs. Nil (Previous year Rs. 5.00 lacs) deposited with Debenture trustees, Rs. 12.16 lacs (Previous year Rs. 94.51 lacs) earmarked for other specific uses and Rs. 1.09 lacs (Previous year Rs 71.33 lacs) against margin money.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
19	**Short term loans and advances**		
	(Unsecured, considered good)		
	Advance to suppliers	**920.86**	233.20
	Loans and advances to employees	**63.90**	51.17
	Prepaid expenses	**142.96**	126.12
	Balances with government authorities	**2,273.89**	2,013.50
	Advance income tax (net of provision of Rs. 10.68 lacs (Previous year Rs. Nil))	**19.25**	-
	Other advances *	**-**	595.24
		3,420.86	3,019.23

* include Rs. Nil (Previous year Rs. 587.37 lacs) due from related parties.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
20	**Other current assets**		
	(Unsecured, considered good)		
	Interest accrued on fixed deposits	**4.45**	24.38
	Unbilled revenue	**343.66**	120.24
	Insurance claim receivables	**-**	18.98
	Technology upgradation fund (TUF) subsidy receivable	**64.78**	274.31
	Other receivables *	**17.64**	99.99
		430.53	537.90

* includes Rs. 7.12 lacs (Previous year Rs. 89.37 lacs) due from related parties.

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
21	**Revenue from operations**		
	Sale of products		
	Manufactured goods		
	Cotton yarn	**53,962.38**	47,156.56
	Iron castings	**34,297.68**	33,077.78
	Patterns, jigs and fixtures	**667.51**	70.25
	Sale of development rights	**-**	1,289.49
	Sale of product licences	**61.50**	59.25
	Sale of services		
	IT infrastructure services	**5,965.19**	6,510.95
		94,954.26	88,164.28
	Other operating revenues		
	Waste sales	**3,470.82**	2,860.31
	Duty drawback and other export incentives	**939.44**	887.90
	Liabilities relating to conversion of leasehold land, written back (refer note 46)	**-**	1,813.46
	Miscellaneous	**151.58**	203.31
		4,561.84	5,764.98
		99,516.10	93,929.26

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
22	**Other income**		
	Interest income	**279.24**	448.85
	Gain on foreign currency transactions and translation	**145.96**	335.85
	Profit on sale of fixed assets	**7.04**	0.95
	Liabilities/ provisions no longer required written back	**9.19**	496.94
	Miscellaneous	**48.15**	46.49
		489.58	1,329.08

	For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
23 Cost of materials consumed		
23.a Cost of materials consumed		
Opening stock	**9,309.43**	5,222.11
Add: Opening stock transferred on amalgamation	**-**	219.92
Add: Purchases	**54,863.08**	48,320.97
	64,172.51	53,763.00
Less: Closing stock	**13,527.42**	9,309.43
	50,645.09	44,453.57
Materials consumed comprises:		
Cotton	**40,171.22**	34,695.10
Melting scrap	**7,823.30**	6,858.91
Pig iron	**783.13**	1,363.27
Ferro alloys	**884.71**	737.96
Metallic additives	**622.43**	516.74
Carboriser	**360.30**	281.59
	50,645.09	44,453.57

	For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
23.b Changes in inventories of finished goods, work-in-progress and land (for development)		
Inventories at the end of the year:		
Finished goods (cotton yarn)	**2,266.12**	1,896.00
Work-in-progress		
cotton yarn	**1,059.88**	807.39
iron casting	**1,742.54**	1,809.83
	5,068.54	4,513.22
Inventories at the beginning of the year:		
Finished goods (cotton yarn)	**1,896.00**	1,834.84
Work-in-progress		
cotton yarn	**807.39**	802.36
iron casting	**1,809.83**	-
Land (for development)	**-**	379.26
	4,513.22	3,016.46
Add: Opening stock transferred on amalgamation		
Work-in-progress (iron casting)	**-**	2,472.87
	4,513.22	5,489.33
Net (increase) / decrease	**(555.32)**	976.11

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
24	**Employee benefits expense**		
	Salaries, wages, bonus, etc.	**12,217.61**	11,936.31
	Gratuity	**412.37**	331.76
	Contributions to provident and other funds	**841.44**	780.23
	Staff welfare expenses	**334.14**	423.06
		13,805.56	13,471.36

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
25	**Finance costs** *		
	Interest expense:		
	On borrowings	**2,248.43**	2,810.20
	Others	**12.46**	22.30
	Other borrowing costs	**411.80**	423.38
		2,672.69	3,255.88

* refer note 11

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
26	**Depreciation and amortisation expense**		
	Depreciation on tangible assets	**3,731.51**	3,607.11
	Amortisation on intangible assets	**36.58**	32.63
		3,768.09	3,639.74

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
27	**Other expenses**		
	Consumption of stores and spare parts	**7,326.22**	6,542.84
	Power, fuel, etc.	**12,401.77**	11,398.14
	Rent (refer note 40)	**108.74**	158.42
	Repairs and maintenance to:		
	Buildings	**45.49**	57.89
	Machinery	**709.95**	697.11
	Others	**114.21**	103.69
	Subcontracting charges ^	**1,839.61**	2,040.18
	Freight and forwarding	**1,567.55**	1,550.57
	Insurance	**92.60**	89.25
	Rates and taxes	**31.02**	24.63

Contd...

		For the year ended March 31, 2017 Rs./Lacs		For the year ended March 31, 2016 Rs./Lacs
Other expenses continued...				
Brokerage, discount (other than trade discount), etc		**316.27**		249.41
Auditors' remuneration #		**69.80**		69.75
Directors' fees		**21.19**		14.65
Travelling and conveyance		**530.60**		513.41
Commission to selling agents (other than sole selling)		**304.67**		345.16
Sales expenses		**91.97**		102.62
Donations		**-**		1.20
Expense on corporate social responsibilty ##		**19.38**		22.66
Legal and professional fees		**501.88**		499.27
Provision for doubtful trade receivables		**-**		0.24
Bad trade and other receivables, loans and advances written off	**6.37**		27.64	
Less: Adjusted against Provisions	**(4.37)**	**2.00**	-	27.64
Loss on fixed assets sold/ written off		**5.94**		12.33
Land development expenses	**-**		558.38	
Less: Adjusted against provision held	**-**	**-**	(244.61)	313.77
Miscellaneous expenses		**756.43**		634.15
		26,857.29		25,468.98

^ includes freight, transportation expense Rs. 202.68 lacs (Previous year Rs. 171.39 lacs) incurred on materials sent to and received back from sub-contractors.

\# Auditors' remuneration includes *

As auditor		
Statutory audit	**23.00**	23.74
Tax audit	**2.30**	4.29
limited review of unaudited financial results	**23.58**	20.86
In other capacity		
fees for certification	**3.74**	3.43
fees for Company law or other matters	**12.71**	14.22
Reimbursement of out-of-pocket expenses **	**4.47**	3.21
	69.80	69.75

* includes service tax

** includes an amount of Rs. Nil (Previous year Rs. 0.35 lacs) paid to erstwhile auditors during the year.

\## net of government grant of Rs. 4.67 lacs (Previous year Rs. 30.84 lacs) (refer note 52) .

28. Amalgamation of companies

a) Nature of business: DCM Engineering Limited (also referred to as Transferor Company or "DEL") was engaged in the business of supplying castings across all segments in the automotive market. The Company had 75.06% of the voting power of DCM Engineering Limited prior to amalgamation.

b) During the previous year, DCM Engineering Limited was amalgamated with the Company with effect from the appointed date i.e. April 1, 2014 in terms of the scheme of amalgamation ("the Scheme") sanctioned by the Hon'ble High Court of Delhi vide their order dated May 16, 2016 and pursuant thereto all assets, liabilities, duties and obligations of DEL, were transferred to and vested in the Company retrospectively with effect from April 1, 2014. The Scheme became effective on May 28, 2016 ("Effective Date") on filing of the certified copy of the said Order with the Registrar of Companies, New Delhi.

Pursuant to the Scheme coming into effect, all the equity shares held by the Company in DEL were cancelled and remaining shareholders of DEL holding fully paid equity shares were allotted 20 fully paid up shares of Rs. 10 each in the Company for every 77 fully paid up shares of Rs. 10 each held in the share capital of DEL. The resultant shares issued were disclosed as "Share capital pending allotment" as at March 31, 2016.

Further, the impact of profit for the year ended March 31, 2015, pertaining to erstwhile DCM Engineering Limited was included by way of an adjustment to opening balance of "Reserves and surplus" of the Company for the year ended March 31, 2016.

c) The amalgamation was accounted for under the "pooling of interests" method as prescribed by Accounting Standard (AS-14) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Accordingly, the assets, liabilities and reserves of DEL as at April 1, 2014 were taken over at their book values and in the same form.

Difference between the amounts recorded as investments of the Company and the amount of share capital of DEL was adjusted in the "General reserve" and "Surplus in the statement of profit and loss" in the previous year.

Accordingly, the amalgamation resulted in transfer of assets, liabilities and reserves in accordance with the terms of the Scheme at the following summarised values:

(Rupees in lacs)

Particulars	**Amount**
Assets	
Non-current assets	
Fixed assets	
Tangible assets	9,702.86
Intangible assets	94.56
Capital work in progress	1,093.21
	10,890.63
Non-current investments	127.72
Long-term loans and advances	1,260.67
Other non-current assets	1.00
	12,280.02
Current assets	
Inventories	4,236.50
Trade receivables	6,622.17
Cash and bank balances	48.17
Short-term loans and advances	414.97
Other current assets	413.04
	11,734.85
Total assets	**24,014.87**
Less:	
Liabilities	
Non-current liabilities	
Long-term borrowings	1,970.15
Long-term provisions	1,497.96
	3,468.11
Current liabilities	
Short-term borrowings	5,723.73
Trade payables	4,677.11
Other current liabilities	1,972.67
Short-term provisions	207.91
	12,581.42
Total liabilities	**16,049.53**
Net assets	**7,965.34**
Less:	
Shares issued (1,298,712 equity shares of company in the ratio of 20 equity shares of the Company for every 77 equity shares of the DEL)	129.87
Adjustment of cancellation of investment in DCM Engineering Limited	4,205.00
Transfer of balance of Capital redemption reserve	0.10
Transfer of balance of General Reserve	320.00
Transfer of balance of Securities premium account	3,600.00
Transfer of Surplus in the Statement of Profit and Loss	2,040.24
Depreciation on transition to Schedule II of the Companies Act, 2013	35.10
Balance adjusted with Reserves and Surplus as at appointed date	**(2,364.97)**
Adjusted with General reserve	(1,365.00)
Adjusted with Surplus in statement of profit and loss	(999.97)

d) During the year 2014-15, DCM Engineering Limited incurred a loss after tax of Rs. 1,836.52 lacs which was adjusted with Surplus in the Statement of Profit and Loss as on April 1, 2015 which was arrived as follows:

(Rupees in lacs)

Particulars		**Amount**
Revenue		
Revenue from operations		
Sale of products (net)		37,157.28
Other operating income		112.50
		37,269.78
Other income		122.41
	(A)	**37,392.19**
Expenses		
Cost of materials consumed		14,548.34
Changes in inventories of work in progress		(90.59)
Employee benefit expenses		4,957.78
Finance costs		1,119.47
Depreciation and amortisation expense		1,595.88
Other expenses		17,097.83
	(B)	**39,228.71**
Loss adjusted in Surplus in the Statement of Profit and Loss (A - B)		**(1,836.52)**

29. Disclosures required under Accounting Standard – 15 "Employee Benefits" are given below:

Defined contribution plans

Contributions to defined contribution plans charged off for the year are as under:

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Company's contribution to provident fund	**489.61**	421.11
Company's contribution to superannuation fund	**75.47**	101.40
Company's contribution to employees' state insurance	**123.81**	110.95
Company's Contribution to Social security	**152.55**	182.03

Defined benefit plans

Gratuity: These are unfunded schemes, the present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognise each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Change in present value of obligation		
Present value of obligation as at the beginning of the year	**1,804.33**	457.94
Adjustment in opening balance on merger	**-**	1,341.02
Current service cost	**131.49**	118.21
Interest cost	**131.61**	143.92
Actuarial (gain) / loss	**149.27**	69.63

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Benefits paid	**(289.78)**	(326.39)
Present value of obligation as at the end of the year	**1,926.92**	1,804.33
Non - current portion	**1,648.96**	1,550.31
Current portion	**277.96**	254.02
Change in plan assets	**Not applicable**	Not applicable
Plan assets at the beginning of the year	**-**	-
Expected return on plan assets	**-**	-
Contribution by the Company	**-**	-
Benefits paid	**-**	-
Actuarial gain / (loss)	**-**	-
Plan assets at the end of the year	**-**	-
Cost for the year		
Current service cost	**131.49**	118.21
Interest cost	**131.62**	143.92
Return on plan assets	**-**	-
Actuarial losses	**149.27**	69.63
Net cost	**412.37**	331.76
Constitution of plan assets	**Not applicable**	Not applicable
Principal actuarial assumptions		
Discount rate	**7.50%**	8.00%
Rate of increase in compensation levels	**6.00%**	5.00/6.00%
Retirement age (years)	**58/60**	58/60
Mortality table	**IALM (2006-08) ultimate**	IALM (2006-08) ultimate
Withdrawal rate		
Upto 30 years	**3.00%**	3.00%
From 31 to 44 years	**2.00%**	2.00%
Above 44 years	**1.00%**	1.00%

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

Particulars	**March 31, 2017**	March 31, 2016	March 31, 2015*	March 31, 2014*	March 31, 2013*
Present value of obligations at the end of the year	**1,926.92**	1,804.33	457.94	421.00	397.12
Fair value of plan assets at the end of the year	**-**	-	-	-	-
Funded status: (deficit)	**(1,926.92)**	(1,804.33)	(457.94)	(421.00)	(397.12)
Experience gain / (loss) adjustments on plan liabilities	**(19.82)**	(25.53)	(1.90)	(11.94)	(17.67)
Experience gain / (loss) adjustments on plan assets	**-**	-	-	-	-

* Figures are not comparable on account of amalgamation of DCM Engineering Limited accounted in the financial year 2015-16.

30. In terms of the Scheme of Restructuring and Arrangement approved by the Delhi High Court vide its order dated October 29, 2003 under section 391-394 of the Companies Act, 1956 (Act) and subsequent modification thereto vide Delhi High Court order dated April 28, 2011 (hereinafter referred to as SORA), the Company had:

a) entered into definitive agreement on February 16, 2004 with Purearth Infrastructure Limited (PIL), a co-promoted company, for sale of development rights in freehold and leasehold land at Bara Hindu Rao/Kishanganj for a total consideration of Rs. 28,812 lacs (including Rs. 3,400 lacs on account of leasehold land out of which Rs. 2,400 lacs was subject to certain minimum profits being earned by PIL from the leasehold land). The status of these agreements is as under:

- In terms of the Freehold Definitive Agreement dated February 16, 2004, the Company had, during the year 2003-04, recognized the sale of development rights to PIL in freehold land at Bara Hindu Rao for a consideration of Rs.14,449.92 lacs (excluding the outstanding of Rs.10,962.08 lacs against the sale of rights aggregating Rs. 39,567 lacs in the Previous years).
- In terms of the "Leasehold Definitive Agreement" ("LDA") dated February 16, 2004, pursuant to completion of its obligation to get the leases restored/converted from leasehold to freehold, the Company had recognized the entire revenue of Rs. 3,400 lacs from sale of development rights in leasehold land in the year 2014-15 and 2015-16.
- The outstanding receivable from for the said sale of development rights in freehold and leasehold land is amounting to Rs. Nil (Previous year Rs 1,850.00 lacs) as at year end.

b) After considering the effect of Delhi High Court order dated April 28, 2011, the Company had complied with the debt repayment obligations including in respect of debentures, deposits, loans and related interest and where such amount has not been claimed by the concerned party, deposited an equivalent amount into a 'No Lien /Designated Account' with scheduled banks. Aggregate of amount so deposited as at the year-end is Rs. 19.52 lacs (Previous year Rs. 91.83 lacs).

31. The Board of Directors of the Company, in its meeting held on October 15, 2016, approved a Scheme of Arrangement ("the Scheme") between DCM Limited and DCM Nouvelle Limited, a wholly owned subsidiary of DCM Limited, for the demerger of the Textile business of DCM Limited as defined in the scheme and vesting of the same with DCM Nouvelle Limited, on a going concern basis with effect from January 1, 2017, i.e. the appointed date. The aforesaid scheme is subject to approval from the concerned regulatory authorities. Pursuant to above, the required disclosures as per the Accounting Standard (AS) 24, 'Discontinuing Operations' relating to the above division/ business are given below:-

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Total revenue*	**58,719**	51,298
Total expenditure**	**55,834**	50,841
Profit before tax	**2,885**	457
Tax expense	**-**	-
Profit after tax	**2,885**	457
Assets	**39,219**	33,688
Liabilities (excluding borrowings)	**2,396**	1,438
Borrowings	**24,711**	22,348

* includes other income

** includes finance costs and corporate office expenses pertaining to discontinuing operations

Net cash flows attributable to the above discontinuing operations are as follows:

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Net cash inflows/(outflows) from operating activities	**206.26**	3,421.97
Net cash inflows/(outflows) from investing activities	**(458.29)**	(76.44)
Net cash inflows/(outflows) from financing activities	**196.06**	(3,297.54)
Net cash inflows/(outflows) for the year	**(55.97)**	47.99

32. The Board of Directors of the Company, in its meeting held on October 15, 2016, approved a Composite scheme of arrangement ('the Composite Scheme') which was further amended in its subsequent meeting held on February 13, 2017 for the:-

a. Amalgamation of Tiara Investment Holdings Limited into Purearth Infrastructure Limited, a jointly controlled entity ('the Amalgamated Company'), with effect from December 31, 2016;

b. Demerger of the Real Estate business of DCM Limited, as defined in the Composite Scheme, into DCM Realty and Infrastructure Limited ('the Resulting Company'), on a going concern basis with effect from January 1, 2017; and

c. Following the amalgamation as referred to in (a) and demerger as referred to in (b) above, amalgamation of the Amalgamated Company, i.e. Purearth Infrastructure Limited with the Resulting Company, i.e. DCM Realty and Infrastructure Limited, with effect from January 1, 2017.

The Composite Scheme is subject to approval from the concerned regulatory authorities. Pursuant to above, the required disclosures as per the Accounting Standard (AS) 24, 'Discontinuing Operations' are given below:-

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Total revenue*	**775**	3,103
Total expenditure	**-**	693
Profit before tax	**775**	2,410
Tax expense	**-**	-
Profit after tax	**775**	2,410
Assets **	**2,987**	4,901
Liabilities	**1**	1

* includes other income and exceptional items

** includes Rs. 2,986 lacs being investments in the shares of Purearth Infrastructure Limited

Net cash flows attributable to the above discontinuing operations are as follows:

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Net cash inflows/(outflows) from operating activities	**2,689**	1,911
Net cash inflows/(outflows) from investing activities	**-**	-
Net cash inflows/(outflows) from financing activities	**-**	-
Net cash inflows/(outflows) for the year	**2,689**	1,911

33. The Board of Directors of the Company, in its meeting held on March 31, 2017, approved a scheme of arrangement for the merger of Crescita Enterprises Private Limited ('the Transferor Company') with the Company with effect from March 31, 2017 (i.e. the appointed date). After the above said merger, 48.35% shares of the Company which are presently being held by the Transferor Company would be cancelled and the Company would issue one new equity share of Rs. 10 each, as fully paid up at par, to each shareholder of the Transferor Company in proportion to their shareholding in the Transferor Company as on the record date. The aforesaid scheme is subject to approval from the concerned regulatory authorities.

34. Estimated amount of contracts remaining to be executed on capital account (net of capital advances) and not provided for in the financial statements aggregate Rs. 80.99 lacs (Previous year Rs. 195.00 lacs).

35. Contingent liabilities not provided for:

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Claims not acknowledged as debts:		
Excise claims	**512.40**	512.40
Sales tax matters	**277.21**	277.21
Income-tax matters	**345.32**	293.99
Customs duty	**12.55**	12.55
Employees' claims (to the extent ascertained)	**43.47**	42.70
Property tax	**283.67**	283.67
Others	**321.09**	397.72

All the above matters are subject to legal proceedings in the ordinary course of business. The legal proceedings, when ultimately concluded will not, in the opinion of management, have a material effect on the results of operations or financial position of the Company.

36. Earnings per share:

S.No.	Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a)	Profit/(loss) after tax as per the statement of profit and loss (rupees in lacs)	**(383.96)**	328.80
(b)	Profit/(loss) after tax as per the statement of profit and loss (rupees in lacs) from continuing operations	**(4,043.88)**	(2,538.90)
(c)	Weighted average number of shares for computing basic earnings per share (face value of Rs. 10 per share)	**18,677,749**	17,379,037
	Add: dilution effect for shares to be issued	**-**	1,298,712
	Weighted average number of shares for computing diluted earnings per share (face value of Rs. 10 per share)	**18,677,749**	18,677,749
(d)	Earnings per share (Rs. per share)		
	Basic	**(2.06)**	1.89
	Diluted	**(2.06)**	1.76
(e)	Earnings per share (Rs. per share) from continuing operations		
	Basic	**(21.65)**	(14.60)
	Diluted	**(21.65)**	(13.59)

37. During the financial period 1992-93, the Company revalued the lands pertaining to the Company's unit Hissar Textile Mills, Hissar, as of April 1, 1990, the date when the Company was re-organised, on the basis of valuation carried out by an approved valuer. This revaluation resulted in a surplus of Rs. 969 lacs, which was credited to the revaluation reserve, already adjusted in previous years.

38. Capital advances includes Rs. 870.00 lacs (Previous year Rs. 870.00 lacs) to acquire certain property under construction at New Delhi. The construction was a matter of litigation between the builder and the local authorities. The High Court of Delhi has allowed the builder to construct the property subject to certain conditions. The management is confident that the advance paid to acquire the property is good and fully recoverable.

39. In the previous years, the Company's claim for the refund of an Inter Corporate Deposit amounting to Rs.100 lacs against a body corporate was settled by the body corporate by issuing, in terms of an arbitration award, 0% non-cumulative, non-voting, redeemable preference shares of Rs.100 each to the Company, redeemable within 20 years. The management is confident that the investment acquired by the Company in preference shares of the body corporate is good and fully recoverable.

40. The Company's significant operating lease arrangements are in respect of premises (residential, office, stores, godown, etc.). These leasing arrangements, which are cancellable, are renewable at mutually agreeable terms. The lease rentals charged as employee benefits expense aggregate Rs. 111.25 lacs (Previous year Rs. 51.50 lacs) under note 24 and lease rentals charged as rent aggregate Rs. 108.74 lacs (Previous year Rs. 158.42 lacs) under note 27.

41. Research and development expenditure

Company has claimed weighted tax deductions on eligible research and development expenditure u/s 35(2AB) of the Income Tax Act, 1961 equivalent to 200% of such expenditure based on the approval received from Department of Scientific and Industrial Research (DSIR) w.e.f. May 28, 2015. The details of such expenditure are as follows:

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Capital expenditure		
Furniture	-	0.81
Plant and machinery	**3.70**	-
Computers	**1.03**	-
Revenue expenditure		
Salaries, wages and compensated absences	**157.25**	151.65
Contribution to provident and other funds	**8.68**	12.07
Travelling and conveyance	**6.35**	8.93
Others	**3.96**	5.78
Development expenditure	**118.61**	-
Total	**299.58**	179.24

42. Disclosure of Specified Bank Notes (SBNs) (as defined in the notification of Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407 (E) dated 08 November 2016) during the period November 08, 2016 to December 30, 2016, as required by Notification No. G.S.R 308(E) dated March 30, 2017 issued by the Ministry of Company Affairs:

(Rupees in lacs)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	7.57	10.46	18.03
Add: Permitted receipt transactions	-	27.45	27.45
Less : Paid for permitted transactions	-	30.58	30.58
Less : Deposited in bank accounts	7.57	-	7.57
Closing cash in hand as on December 30, 2016	-	7.34	7.34

43. Segment Reporting:

a) The business segments comprise the following:

Textiles	- Yarn manufacturing
IT Services	- IT Infrastructure services
Real Estate	- Development at the Company's real estate site at Bara Hindu Rao / Kishan Ganj, Delhi.
Grey Iron casting	- Grey iron casting manufacturing

b) Business segments have been identified based on the nature and class of products and services, their customers and assessment of the differential risks and returns and financial reporting system within the Company.

c) The geographical segments considered for disclosure are based on location of customers, broadly as under:

- within India
- outside India

d) Segment accounting policies;

In addition to the significant accounting policies, applicable to the business as set out in note 1 'Notes to the financial statements', the accounting policies in relation to segment accounting are as under:

(i) Segment assets and liabilities:

All segment assets and liabilities have been allocated to the various segments on the basis of specific identification. Segment assets consist principally of fixed assets, capital work in progress, inventories, trade receivables, other current assets and loans and advances. Segment assets do not include unallocated corporate assets, investments, advance tax and other assets not specifically identifiable with any segment.

Segment liabilities include all operating liabilities and consist principally of trade payables and accrued liabilities. Segment liabilities do not include borrowings and those related to income taxes.

(ii) Segment revenue and expenses:

Segment revenue and expenses are directly attributable to the segment and have been allocated to various segments on the basis of specific identification. Segment revenue does not include interest income and other income in respect of non-segmental activities. Segment expenses do not include depreciation on unallocated corporate fixed assets, interest expense, tax expense and other expenses in respect of non-segmental activities.

(iii) Inter segment sales:

Inter-segment sales are accounted for at cost and are eliminated in consolidation.

43. e. 1) Primary Segment information (Business Segments) **(Rupees in lacs)**

	Particulars	Textiles**		IT Services		Real Estate**		Grey Iron Castings		Segment total		Unallocated		Total company	
		Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
1	Segment revenue (net of excise duty)														
	External sales/services	**53,916.57**	47,091.54	**6,026.69**	6,570.20	**-**	1,289.49	**31,053.26**	29,238.14	**90,996.52**	84,189.37	**-**	-	**90,996.52**	84,189.37
	Other Operating income	**4,457.90**	3,784.79	**-**	-	**-**	# 1,813.46	**103.94**	166.73	**4,561.84**	5,764.98	**-**	-	**4,561.84**	5,764.98
	Total revenue	**58,374.47**	50,876.33	**6,026.69**	6,570.20	**-**	3,102.95	**31,157.20**	29,404.87	**95,558.36**	89,954.35	**-**	-	**95,558.36**	89,954.35
2	Segment results	**4,128.12**	2,115.16	**622.09**	503.32	*** 775.00**	2,409.92	**(2,264.94)**	(2,028.06)	**3,260.27**	3,000.34	**-**	-	**3,260.27**	3,000.34
	Unallocated corporate expenses/ income (net of unallocated income/ expenses)											**(1,237.28)**	(175.52)	**(1,237.28)**	(175.52)
3	Interest income											**279.24**	448.85	**279.24**	448.85
4	Profit before finance costs and tax													**2,302.23**	3,273.67
5	Finance costs											**2,672.69**	3,255.88	**2,672.69**	3,255.88
6	Profit/(loss) before tax													**(370.46)**	17.79
7	Provision for taxation											**13.50**	(311.01)	**13.50**	(311.01)
8	Profit/(loss) after taxation													**(383.96)**	328.80
9	Other information														
(a)	Segment assets	**39,219.45**	33,687.51	**2,698.54**	2,622.47	**25.36**	1,933.50	**18,219.39**	20,926.03	**60,162.74**	59,169.51			**60,162.74**	59,169.51
	Investments											**3,371.28**	3,361.28	**3,371.28**	3,361.28
	Other unallocated assets											**5,235.63**	5,172.00	**5,235.63**	5,172.00
	Total assets											**8,606.91**	8,533.28	**68,769.65**	67,702.79
(b)	Segment liabilities	**2,396.64**	1,437.94	**614.52**	695.26	**23.62**	23.62	**4,893.22**	5,700.56	**7,928.00**	7,857.38			**7,928.00**	7,857.38
	Share capital and reserves											**23,381.07**	23,765.03	**23,381.07**	23,765.03
	Loan funds											**36,108.86**	34,914.83	**36,108.86**	34,914.83
	Other unallocated liabilities											**1,351.72**	1,165.55	**1,351.72**	1,165.55
	Total liabilities													**68,769.65**	67,702.79
(c)	Capital expenditure	**631.95**	143.40	**48.12**	802.44	**-**	-	**389.42**	2,801.04	**1,069.49**	3,746.88	**116.52**	9.71	**1,186.01**	3,756.59
(d)	Depreciation and amortisation	**1,916.17**	1,934.58	**27.13**	28.16	**-**	-	**1,797.00**	1,658.79	**3,740.30**	3,621.53	**27.79**	18.21	**3,768.09**	3,639.74
(e)	Non-cash expenditure other than depreciation	**0.47**	-	**5.52**	0.69	**-**	-	**6.33**	39.52	**12.32**	40.21	**-**	-	**12.32**	40.21

43. e. **2)** Secondary segment information (Geographical segments) **(Rupees in lacs)**

	Year ended March 31, 2017	Year ended March 31, 2016
Segment revenue (net of excise duty)		
Revenue within India	*** 61,883.53**	# 57,795.86
Revenue outside India	**33,674.83**	32,158.49
Total segment revenue	**95,558.36**	89,954.35
Segment assets		
Within India	**53,411.04**	53,611.71
Outside India	**6,751.70**	5,557.80
Total segment assets	**60,162.74**	59,169.51
Capital expenditure		
Within India	**1,184.26**	3,756.11
Outside India	**1.75**	0.48
Total segment capital expenditure	**1,186.01**	3,756.59

* includes exceptional items (refer note 45)

** Discontinuing operations (refer note 31 and 32)

\# refer note 46

44. Related party disclosures under Accounting Standard (AS) 18

A. Names of related party and nature of related party relationship:

I. Related parties where control exists
Subsidiaries:

a. DCM Finance & Leasing Limited (DFL)
b. DCM Textiles Limited (DTL)
c. DCM Realty and Infrastructure Limited (DRIL)
d. DCM Tools & Dies Limited (DTDL)
e. DCM Realty Investment & Consulting Limited (DRICL)
f. DCM Data Systems Limited (DDSL)
g. DCM Nouvelle Limited (DNL)

II. Other related parties with whom transactions have taken place during the year

- **Joint venture:**

  Purearth Infrastructure Limited (PIL)

- **Key management personnel and/or Individuals having direct or indirect control or significant influence, and their relatives:**

a. Dr. Vinay Bharat Ram – Chairman and Managing Director (with effect from January 29, 2016)
b. Mr. Jitendra Tuli – Chairman and Managing Director (upto January 29, 2016)
c. Mr. Hemant Bharat Ram – President (Textiles division)
d. Mr. Sumant Bharat Ram – Chief Executive and Financial Officer
e. Mr. Rahil Bharat Ram – Son of Mr. Sumant Bharat Ram
f. Mr. Yuv Bharat Ram – Son of Mr. Sumant Bharat Ram

- **Enterprises where key management personnel have significant influence**

a. Aggresar Leasing and Finance Private Limited (ALFPL)
b. Betterways Finance and leasing Private Limited (BFLPL)
c. Xonix Enterprises Private Limited (XEPL)
d. Lotus Finance & Investments Private Limited (LFIPL)
e. Midopa Holdings Private Limited (MHPL)
f. Lotte Trading and Allied Services Private Limited (LTASPL)
g. Juhi Developers Private Limited (JDPL)
h. Teak Farms Private Limited (TFPL)
i. Crescita Enterprises Private Limited (CIPL)

B. Transactions with related parties referred to in A above.

i) Transactions with subsidiaries, joint venture company and enterprises where key management personnel have significant influence

(Rupees in lacs)

Particulars		Subsidiary		Joint venture		Others*	
		Year ended March 31, 2017	Year ended March 31, 2016	**Year ended March 31, 2017**	Year ended March 31, 2016	**Year ended March 31, 2017**	Year ended March 31, 2016
Expenses recovered	DRICL	**-**	0.08	**-**	-	**-**	-
	DRIL	**0.04**	-	**-**	-	**-**	-
	DNL	**0.02**	-	**-**	-	**-**	-
	CNPL	**0.61**	-	**-**	-	**-**	-
	PIL	**-**	-	**63.74**	96.89	**-**	-
Interest Income	PIL	**-**	-	**65.84**	70.50	**-**	-
Exceptional items (income)	PIL	**-**	-	**775.00**	-	**-**	-
Sale of development rights	PIL	**-**	-	**-**	1,289.49	**-**	-
Investments in equity shares	DNL	**5.00**	-				
	DRIL	**5.00**	-				
Purchase of rights in flats	PIL	**-**	-	**867.07**	-	**-**	-

(Rupees in lacs)

Particulars		Subsidiary		Joint venture		Others*	
		Year ended March 31, 2017	Year ended March 31, 2016	**Year ended March 31, 2017**	Year ended March 31, 2016	**Year ended March 31, 2017**	Year ended March 31, 2016
Dividend paid	ALFPL	-	-	-	-	-	111.50
	BFLPL	-	-	-	-	-	48.69
	XEPL	-	-	-	-	-	23.33
	LTASPL	-	-	-	-	-	16.40
	LFIPL	-	-	-	-	-	16.07
	MHPL	-	-	-	-	-	15.96
Balance outstanding at the year end							
a) Trade receivables	PIL	-	-	-	1,850.00	-	-
b) Other receivables	PIL	-	-	-	63.45	-	-
c) Advance given for purchase of rights in flats	PIL	-	-	**1,454.44**	587.37	-	-
d) Advances recoverable / (Payable)	PIL	-	-	**7.12**	25.92	-	-

* Enterprises in which key managerial persons have significant influence

ii) Transactions with key managerial personnel (Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Remuneration*		
Dr. Vinay Bharat Ram	**153.95**	37.05
Mr. Hemant Bharat Ram	**183.06**	157.58
Mr. Sumant Bharat Ram	**134.24**	126.47
Sitting fees (including service tax)		
Mr. Jitendra Tuli	-	1.55
Dividend paid		
Dr. Vinay Bharat Ram **	-	0.44
Mr. Sumant Bharat Ram	-	0.36
Mr. Rahil Bharat Ram	-	0.15
Mr. Yuv Bharat Ram	-	0.14
Guarantee taken during the year		
Mr. Sumant Bharat Ram (refer note 4)	**2,000.00**	-
Payables:		
Dr. Vinay Bharat Ram	**3.90**	-
Mr. Hemant Bharat Ram	**7.57**	-

* Does not include provision for leave salary and gratuity, since the provision is made for the Company as a whole on actuarial basis.

** includes Rs. Nil (Previous year: Rs. 0.24 lacs) paid to his wife Mrs. Panna Bharat Ram (deceased)

45. Exceptional items represent recovery of an amount during the year from a jointly controlled entity pursuant to the settlement reached by the Company.

46. The Company has written back liability amounting to Rs. 1,813.46 lacs during the previous year ended March 31, 2016 payable to a body corporate in terms of Memorandum of Understanding dated March 31, 2016 reached by jointly controlled entity with the said body corporate and the Company.

47. Disclosures related to joint venture:

Name	Country of incorporation	Nature of Interest	Percentage of ownership as at	
			March 31, 2017	March 31, 2016
Purearth Infrastructure Limited	India	Equity share holding	**16.56%**	16.41%

The Company's share of assets, liabilities, income and expenses, etc. (without elimination of the effect of transactions between the Company and the joint venture) are as under:

(Rupees in lacs)

Particulars	As at March 31, 2017 (Based on ownership interest of 16.56%)	As at March 31, 2016 (Based on ownership interest of 16.41%)
Assets		
Non-current assets		
Fixed assets		
Tangible assets	**15.63**	19.71
Intangible assets	**0.07**	0.10
Non-current investments	**-**	3.28
Long-term loans and advances	**105.54**	205.98
Current assets		
Inventories	**5,695.12**	5,591.77
Trade receivables	**440.82**	307.90
Cash and bank balances	**56.38**	49.18
Short-term loans and advances	**41.17**	94.55
Other current assets	**3.38**	99.63

Particulars	As at March 31, 2017 (Based on ownership interest of 16.56%)	As at March 31, 2016 (Based on ownership interest of 16.41%)
Liabilities		
Non-current liabilities		
Long-term borrowings	**1,367.49**	288.58
Other long-term liabilities	**579.66**	574.52
Long-term provisions	**16.30**	15.10
Current liabilities		
Trade payables	**747.35**	786.96
Other current liabilities	**1,454.75**	2,078.80
Short-term provisions	**20.91**	22.61

Particulars	For the year ended March 31, 2017 (Based on ownership interest of 16.56%)	For the year ended March 31, 2016 (Based on ownership interest of 16.41%)
Revenue		
Revenue from operations	**572.95**	965.41
Other income	**11.33**	5.50
Expenses		
Cost of acquisition of rights, development and construction	**485.68**	844.68
Employee benefits expense	**102.97**	99.40
Finance costs	**211.37**	162.27
Depreciation and amortization expense	**5.70**	7.17
Other expenses	**155.48**	209.14
Tax expense		
Current tax	**0.71**	-
Deferred tax credit	**-**	182.89
Tax relating to prior years	**3.63**	0.27
Other matters		
Contingent liabilities	**2,651.44**	153.80

48. (a) There are no undisputed dues of wealth tax and service tax which have not been deposited by the Company. The details of disputed dues as of March 31, 2017 in respect of customs duty, income tax, excise duty and sales tax/ PVAT that have not been deposited by the Company, are as follows:

Name of the statute	Nature of dues	Amount Involved * (Rs. in lacs)	Amount paid under protest (Rs. in lacs)	Period to which amount relates	Forum where dispute is pending
Income -tax Act, 1961	Income -tax	84.58	-	Assessment Year 2014-15	Commissioner of Income tax (Appeals)
		58.39	-	Assessment Year 2013-14	Commissioner of Income tax (Appeals)
		10.08	5.00	Assessment Year 2012-13	Income tax appellate tribunal
		12.33	-	Assessment Year 2009-10	Assessing officer
		12.73	12.73	Assessment Year 2008-09	Assessing officer
Customs Act, 1962	Custom duty	12.55	-	1988-89	Commissioner of Customs (Appeals)
Central Excise Tax Law	Excise duty	510.43	-	2004-05, 2005-06, 2006-07, 2008-09, 2006-07 to 2010-2011	Central Excise and Service Tax Appellate Tribunal
		1.47	0.06	2013-14	Commissioner of Central Excise (Appeals)
		0.50	-	2002-03, 2003-04	Supreme Court
Punjab VAT Act, 2005	Sales tax	130.25	35.09	2009-10	Punjab VAT Appellate Tribunal
		146.96	36.75	2010-11	

* amount as per demand orders including interest and penalty wherever indicated in the demand.

For the above purposes, statutory dues payable in India have been considered. Further, the demands raised and already set off by the Income-tax Authorities against the carried forward losses of the Company or the refunds due to the Company, being no longer due for payment, have not been considered.

(b) The following matters which have been excluded from the above table have been decided in favour of the Company, although the concerned regulatory authority has preferred an appeal at a higher level:

Name of the statute	Nature of dues	Amount involved (Rs. in lacs)	Period to which amount relates	Forum where dispute is pending
Income -tax Act, 1961	Income -tax	442.48	Assessment Year 1983-84 to 1990-91	Income tax appellate tribunal
		27.93	Assessment Year 2009-10	High Court
		76.35	Assessment Year 2011-12	Income tax appellate tribunal
		62.93	Assessment Year 2012-13	Income tax appellate tribunal

(c) The Company has been regular in transferring amounts to the Investor Education and Protection Fund after considering SORA, pursuant to which certain past dues have been rescheduled for repayment.

49. Quantitative data about Derivative Instruments:

Nature of derivative	Number of deals		Purpose		Amount in foreign currency (US $ in lacs)		Amount in Rupees (lacs)	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year	**Current year**	Previous year
Forward Contract	**8**	2	**Hedge**	Hedge	**15.17**	1.50	**1,094.72**	101.25

Foreign currency exposures of the Company that are not hedged by derivative instruments or otherwise are as follows:-

Particulars	**As at March 31, 2017**			As at March 31, 2016		
	Amount in Foreign currency (lacs)		**Amount in Rupees (lacs)**	Amount in Foreign currency (lacs)		Amount in Rupees (lacs)
Trade receivables	**US$**	**23.92**	**1,544.27**	US$	32.36	2,137.17
Cash and bank balances	**US$**	**9.86**	**636.11**	US$	7.43	490.49
Loans and advances	**US$**	**1.83**	**117.81**	US$	1.88	124.69
	Euro	**0.44**	**30.77**	Euro	0.49	37.50
Trade payables and other liabilities	**US$**	**5.51**	**359.37**	US$	5.68	375.58
	Euro	**0.50**	**35.18**	Euro	0.42	31.57

50. Other additional information **(Rupees in lacs)**

	Description		Year ended March 31, 2017		Year ended March 31, 2016
(a)	Value of imports on CIF basis				
	Raw materials		**839.48**		90.95
	Components and spare parts		**194.97**		74.89
	Capital goods		**91.59**		362.02
(b)	Expenditure in foreign currency				
	Commission, travel etc.		**300.31**		305.79
	Technical consultancy		**10.52**		40.49
	Overseas office expenses		**3,624.05**		4,244.07
(c)	Earnings in foreign exchange				
	Direct export of goods on FOB basis/ as per contracts where FOB value not readily ascertainable		**28,362.97**		26,617.55
	Software / Services export		**1,442.63**		949.64
	Overseas office income		**3,874.80**		4,591.58
(d)	Value of imports/indigenous raw materials, components and stores and spares consumed				
	(i) Raw materials				
	Imported	**758.23**	**1.51%**	102.29	0.23%
	Indigenous	**49,886.86**	**98.49%**	44,351.28	99.77%
	Total	**50,645.09**	**100.00%**	44,453.57	100.00%
	(ii) Stores, spares parts and packing material				
	Imported	**235.18**	**3.08%**	121.45	1.86%
	Indigenous	**7,091.04**	**96.92%**	6,421.39	98.14%
	Total	**7,326.22**	**100.00%**	6,542.84	100.00%

51. The schedule of provisions as required to be disclosed in compliance with Accounting Standard-29 on "Provisions, Contingent liabilities and Contingent Assets" is as under:

Particulars	Opening balance	Additional provision created during the year	Utilisation/ (reversed) during the year	Closing balance
Provision for sales return				
Current year	49.54	73.76	-	123.30
Previous year	85.56	-	36.02	49.54

52. Expenditure on corporate social responsibility **(Rupees in lacs)**

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Gross amount required to be spent	**45.64**	69.70
Amount spent:		
Promotion of education	**18.88**	22.66
Others	**0.50**	-

53. The Company did not have any long term contracts including contracts for which there were any material foreseeable losses.

54. Previous year figures have been regrouped wherever considered necessary to make them comparable with those of the current year.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Pursuant to first proviso to sub section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules, 2014 **Annexure "A"**

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A" : Subsidiaries **(Rupees in lacs)**

SN	Name of the Subsidary Company	Reporting period for the subsidiary concerned. If different from the holding company's reporting period	Reporting currency and ex-change rate as on the last date of the relevant financial year in case of foreign subsidiaries	Share capital	Re-serves and surplus	Total assets	Total liabil-ities	Invest-ments	Turn-over	Profit/ (Loss) Before Taxa-tion	Pro-vision for Taxa-tion	Profit/ (Loss) After Taxa-tion	Pro-posed Divi-dend	% of share-holding
1	DCM Textiles Limited	31.03.2017	N.A.	5.00	0.98	6.14	0.16	-	0.39	0.16	0.12	0.04	-	99.99%
2	DCM Realty Investment & Consulting Limited	31.03.2017	N.A.	255.01	54.16	317.22	8.05	-	2.83	2.46	0.47	1.99	-	100.00%
3	DCM Tools & Dies Limited	31.03.2017	N.A.	5.00	1.68	6.85	0.17	-	0.42	0.21	0.13	0.08	-	100.00%
4	DCM Finance & Leasing Limited	31.03.2017	N.A.	5.10	6.11	11.47	0.26	-	0.74	0.50	0.25	0.25	-	99.99%
5	DCM Data Systems Limited	31.03.2017	N.A.	5.00	0.05	5.20	0.15	-	0.33	0.12	0.10	0.02	-	100.00%
6	DCM Realty and Infrastructure Limited	31.03.2017	N.A.	5.00	(0.48)	4.61	0.09	-	-	(0.48)	-	(0.48)	-	100.00%
7	DCM Nouvelle Limited	31.03.2017	N.A.	5.00	(0.43)	4.66	0.09	-	-	(0.43)	-	(0.43)	-	100.00%

Subsidiaries which are yet to commence business:

1 DCM Tools & Dies Limited
2 DCM Textiles Limited
3 DCM Data Systems Limited
4 DCM Realty and Infrastructure Limited
5 DCM Nouvelle Limited

Part "B" : Joint Ventures **(Rupees in lacs)**

1	Name of the Joint Venture	Purearth Infrastructure Limited
2	Latest audited Balance Sheet Date	Friday, March 31, 2017
3	Share of Joint venture held by the Company on the year end	
	No.	17,853,605
	Amount invested in Joint venture	2,986.18
	Extend of holding %	16.56%
4	Decscription of how there is significant influence	Pursuant to shareholder agreement.
5	Reason why the Joint venture is not consolidated	Not applicable
6	Networth attributable to shareholding as per latest balance sheet *	2,171.41
7	Profit/ (Loss) for the year	
i	Considered in consolidation *	(381.22)
ii	Not considered in consolidation	Nil

* without elimination of the effect of transactions between the Company and the joint venture.

For and on behalf of the Board of Directors

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Operating and Finance Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of **DCM Limited**

Report on the Consolidated Financial Statements

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

Management's Responsibility for the Consolidated Financial Statements

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

Auditor's Responsibility

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

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

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

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements.

Basis for Qualified Opinion

Attention is invited to note 45 of the consolidated financial statements, wherein it has been explained that Purearth Infrastructure Limited, the jointly controlled entity, had received advances during earlier years aggregating Rs. 3,335.87 lacs for certain bookings in Plaza 4 of Central Square Project and presented these as 'advances from customers' (share of the Group in these advances aggregates Rs. 552.42 lacs). The jointly controlled entity has not provided for likely losses, if any, in respect of these bookings. As explained by the management of the jointly controlled entity, it is not practicable to determine the likely loss on these sale bookings as the management is yet to draw up construction plans for Plaza 4 of Central Square Project as also the resultant price escalations and other recoveries in terms of the Scheme of Restructuring and Arrangement and understanding arrived at with the booking holders of the project. Pending determination of such amounts, we are unable to determine the impact, if any, of such non-accrual. Our report on the consolidated financial statements for the previous year was also qualified in relation to the above matter.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for possible effects of the matter described in 'Basis for Qualified Opinion' paragraph above, the aforesaid consolidated financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its jointly controlled entity and its subsidiaries as at 31 March 2017, their consolidated loss and their consolidated cash flows for the year ended on that date.

Other matters

We did not audit the financial statements of 7 subsidiaries of the Holding Company, whose financial statements reflect total assets of Rs. 356.08 lacs as at 31 March 2017, total revenues (including other income) of Rs. 4.70 lacs and net cash flows amounting to Rs. 6.97 lacs for the year ended on that date, as considered in the consolidated financial statements.These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and the subsidiaries of the jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries and subsidiaries of the jointly controlled entity, is based solely on the reports of the other auditors.

We did not audit the financial statements of 3 subsidiaries of the Jointly Controlled Entity, whose financial statements reflect Group's share of total assets of Rs. 106.74 lacs as at 31 March 2017, total revenues (including other income) of Rs. 3.19 lacs and net cash flows amounting to Rs. 4.50 lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and the subsidiaries of the jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries and subsidiaries of the jointly controlled entity, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on other legal and regulatory requirements

(i) As required by sub-sections 3 of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements of subsidiary companies of the Holding Company and the subsidiary companies of the jointly controlled entity, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:

(a) we have sought and, except for the possible effects of the matter described in the 'Basis for Qualified Opinion' paragraph above, 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, except for the possible effects of the matter described in the 'Basis for Qualified Opinion' paragraph above, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;

(c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report, are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) in our opinion, except for the possible effects of the matter described in the 'Basis for Qualified Opinion' paragraph above, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) the matter described in the 'Basis for Qualified Opinion' paragraph above, in our opinion, may have an adverse effect on the functioning of the jointly controlled entity;

(f) on the basis of the written representations received from the directors of the Holding Company and the jointly controlled entity as on 31 March 2017 taken on record by the Board of Directors of Holding Company and the jointly controlled entity and the reports of other statutory auditors of subsidiary companies of the Holding Company and subsidiary companies of the jointly controlled entity incorporated in India, none of the directors of the Group's companies, jointly controlled entity and its subsidiaries, is disqualified as on 31 March 2017 from being appointed as a director of that company in terms of Section 164 (2) of the Act;

(g) the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the 'Basis for Qualified Opinion' paragraph above;

(h) with respect to the adequacy of the internal financial controls over financial reporting of the Group, the jointly controlled entity and its subsidiaries and the operating effectiveness of such controls, refer to our separate Report in "Annexure-A"; and

(i) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, a jointly controlled entity and its subsidiaries - Refer note 35 to the consolidated financial statements;

ii. except for the possible effects of the matters described in the 'Basis for Qualified Opinion' paragraph above, provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer notes 10, 16, 30 and 48 to the consolidated financial statements in respect of such items as it relates to the Group;

iii. there has been no delay in transferring amounts that were required to be transferred to the Investor Education and Protection Fund by the Group and a jointly controlled entity after considering Scheme of Restructuring and Arrangement, pursuant to which certain past dues have been rescheduled for repayment – Refer note 30 to the consolidated financial statements; and

iv. the requisite disclosures in the consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November 2016 to 30 December 2016 have been provided with respect to the Holding Company, its subsidiary companies, jointly controlled entity and its subsidiaries incorporated in India. Based on the audit procedures by us, reliance on the management's representation and reports of the other auditors, we report that the disclosures are in accordance with books of account and other records maintained by the Holding Company, its subsidiary companies, jointly controlled entity and its subsidiaries incorporated in India and as produced to us by the Management of the Holding Company – Refer note 43 to the consolidated financial statements.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

Annexure-A to the Independent Auditor's Report on the consolidated financial statements for the year ended 31 March 2017

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 DCM Limited ("the Holding Company") as of and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting of the Holding Company, its subsidiary companies, a jointly controlled entity 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 Holding company, its subsidiary companies, a jointly controlled entity 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's, its subsidiary companies', a jointly controlled entity's and its subsidiary companies' internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on 'Audit of Internal Financial Controls Over Financial Reporting' (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls, and both issued by the ICAI. 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 audit evidence obtained by other auditor in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's, a jointly controlled entity's and its subsidiary companies internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

Other matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 7 subsidiary companies of the Holding Company and 3 subsidiary companies of a jointly controlled entity, which are incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration no.: 101248W/W-100022

Kaushal Kishore
Partner
Membership No.: 090075

Place : New Delhi
Date : July 6, 2017

Consolidated Balance Sheet as at March 31, 2017

	Note	As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	**1,867.46**	1,737.59
Share capital pending allotment	28	**-**	129.87
Reserves and surplus	3	**20,138.61**	20,962.89
		22,006.07	22,830.35
Minority interest			
Non-current liabilities			
Long-term borrowings	4	**12,620.32**	10,470.75
Other long-term liabilities	5	**1,205.75**	1,210.56
Long-term provisions	6	**2,097.19**	1,957.08
		15,923.26	13,638.39
Current liabilities			
Short-term borrowings	7	**22,298.53**	20,153.85
Trade payables	8		
Dues to micro and small enterprises		**503.08**	297.10
Dues to others		**5,422.26**	4,784.07
Other current liabilities	9	**4,754.59**	7,415.58
Short-term provisions	10	**669.31**	952.72
		33,647.77	33,603.32
	TOTAL	**71,577.10**	70,072.06
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	11	**23,580.15**	26,279.90
Intangible assets	11	**65.00**	58.28
Capital work-in-progress		**94.72**	38.38
		23,739.87	26,376.56
Goodwill on consolidation		**952.48**	952.48
Non-current investments	12	**100.00**	100.00
Deferred tax assets (net)	13	**-**	-
Long-term loans and advances	14	**5,777.76**	3,976.57
Other non-current assets	15	**1.29**	2.91
		30,571.40	31,408.52
Current assets			
Inventories	16	**24,295.60**	19,166.18
Trade receivables	17	**11,088.40**	13,043.77
Cash and bank balances	18	**1,726.67**	2,562.94
Short-term loans and advances	19	**3,462.03**	3,266.83
Other current assets	20	**433.00**	623.82
		41,005.70	38,663.54
	TOTAL	**71,577.10**	70,072.06
Significant accounting policies	1		

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

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Consolidated Statement of Profit and Loss for the year ended March 31, 2017

	Note		For the year ended March 31, 2017 Rs./Lacs		For the year ended March 31, 2016 Rs./Lacs
Revenue					
Revenue from operations (gross)	21		**100,022.03**		94,682.84
Less: Excise duty			**3,957.74**		3,974.91
Revenue from operations (net)			**96,064.29**		90,707.93
Other income	22		**492.07**		1,329.25
Total revenue			**96,556.36**		92,037.18
Expenses					
Cost of materials consumed	23.a		**50,964.49**		44,570.04
Changes in inventories of finished goods, work in progress and land for development	23.b		**(555.32)**		976.11
Employee benefits expense	24		**13,908.54**		13,574.59
Finance costs	25		**2,873.37**		3,406.59
Depreciation and amortisation expense	26		**3,773.79**		3,646.91
Other expenses	27		**27,014.98**		25,679.61
Total expenses			**97,979.85**		91,853.85
Profit/(loss) before exceptional items and tax			**(1,423.49)**		183.33
Exceptional items	41		**674.00**		-
Profit/(loss) before tax			**(749.49)**		183.33
Profit/(loss) before tax from continuing operations		**(4,028.76)**		(2,862.45)	
Tax expense/(benefit):					
Current tax {includes foreign tax Rs. 10.68 lacs (Previous year Rs. 40.54 lacs)}		**8.12**		46.30	
Minimum alternate tax (MAT) credit entitlement		**-**		(4.50)	
Tax adjustment relating to prior years {includes foreign tax Rs. 2.82 lacs (Previous year Rs. 9.91 lacs)}		**6.45**		(351.24)	
		14.57		(309.44)	
Profit/(loss) after tax from continuing operations			**(4,043.33)**		(2,553.01)
Profit before tax from discontinuing operations		**3,279.27**		3,045.78	
Tax expense					
Deferred tax benefits		**-**		182.89	
Tax adjustment relating to prior years		**4.32**		-	
		4.32		182.89	
Profit after tax from discontinuing operations			**3,274.95**		2,862.89
Profit/(loss) after tax			**(768.38)**		309.88
Less: Minority interest			**-**		-
Profit/(loss) for the year			**(768.38)**		309.88
Earnings per share (of Rs. 10 each)	36				
Basic			**(4.11)**		1.78
Diluted			**(4.11)**		1.66
Earnings per share (of Rs. 10 each) from continuing operations	36				
Basic			**(21.65)**		(14.68)
Diluted			**(21.65)**		(13.66)
Significant accounting policies	1				

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

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Consolidated Cash flow statement for the year ended March 31, 2017

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
A.	**Cash flow from operating activities**		
	Profit before tax	**(749.49)**	183.33
	Adjustments for:		
	Depreciation and amortisation expense	**3,773.79**	3,646.91
	(Profit)/loss on sale of fixed assets	**(1.10)**	11.41
	Finance costs	**2,873.37**	3,381.01
	Unrealised foreign exchange difference	**(74.42)**	36.03
	Liabilities/ provisions no longer required written back	**(9.19)**	(2,314.87)
	Interest income	**(270.40)**	(448.23)
	Operating profit before working capital changes	**5,542.56**	4,495.59
	Adjustments for changes in working capital :		
	Inventories	**(5,129.42)**	(3,658.11)
	Trade receivables	**1,920.37**	2,999.86
	Short-term loans and advances	**(175.95)**	853.49
	Long-term loans and advances	**88.92**	254.13
	Other current assets	**117.17**	288.07
	Trade payables	**858.00**	(104.05)
	Other current liabilities	**(229.63)**	(177.85)
	Other long-term liabilities	**(4.81)**	332.85
	Short-term provisions	**(385.65)**	458.05
	Long-term provisions	**140.11**	2.80
		2,741.67	5,744.83
	Net income tax (paid)	**(148.57)**	(49.40)
	Net cash generated operating activities	**2,593.10**	5,695.43
B.	**Cash flow from investing activities:**		
	Loans and advances written off	**-**	15.00
	Decrease/(increase) in fixed deposits with original maturities greater than 3 months	**945.57**	(915.28)
	Purchase of fixed assets	**(2,774.86)**	(2,197.20)
	Sale of fixed assets	**51.58**	24.99
	Interest received	**344.30**	509.87
	Net cash from investing activities	**(1,433.41)**	(2,562.62)
C.	**Cash flow from financing activities:**		
	Proceeds from long term borrowings	**4,150.78**	1,706.60
	Repayment of long-term borrowings	**(4,616.88)**	(3,438.11)
	Changes in working capital borrowings	**2,265.87**	2,518.87
	Premium on redemption of shares in jointly controlled entity	**(54.96)**	-
	Dividend paid (including tax on dividend)	**4.51**	(610.47)
	Finance costs paid	**(2,783.71)**	(3,403.31)
	Net cash from financing activities	**(1,034.39)**	(3,226.42)
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	**125.30**	(93.61)
	Impact of exchange difference on cash and bank balances held in foreign currency	**(16.41)**	-
	Cash and cash equivalents as at the beginning of the year*	**1,348.16**	1,426.36
	Adjustment on consolidation of jointly controlled entity	**(0.96)**	15.41
	Cash and cash equivalents as at the end of the year *	**1,456.09**	1,348.16

* Refer note 18

Refer notes 31 and 32 for the net cash flows attributable to the Discontinuing Operations.

Significant accounting policies 1

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

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Basis of Consolidation

The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS) - "Consolidated Financial Statements" and Accounting Standard 27 (AS) – "Financial Reporting of Interests in Joint Ventures" specified under section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles accepted in India.

(i) The subsidiaries (which along with DCM Limited, the parent, constitute the Group) and jointly controlled entity (includes its subsidiaries) and considered in preparation of these consolidated financial statements are:

Subsidiaries of DCM Limited	Percentage of voting power as on	
	March 31, 2017	March 31, 2016
DCM Realty Investment & Consulting Limited (DRICL)	**99.99%**	99.99%
DCM Tools & Dies Limited (DTDL)	**100%**	100%
DCM Textiles Limited (DTL)	**100%**	100%
DCM Finance & Leasing Limited (DFLL)	**99.99%**	99.99%
DCM Data Systems Limited (DCMDSL)	**100%**	100%
DCM Nouvelle Limited (DNL)	**100%**	-
DCM Realty and Infrastructure Limited (DRIL)	**100%**	-

Joint Controlled Entity and its subsidiaries	Percentage of voting power as on	
	March 31, 2017	March 31, 2016
Purearth Infrastructure Limited (PIL)	**16.56%**	16.41%
Kalptru Realty Private Limited (KRPL)	**16.56%**	16.41%
Kamayani Facility Management Private Limited (KFMPL)	**16.56%**	16.41%
Vighanharta Estates Private Limited (VEPL)	**16.56%**	16.41%

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 intra group balances, intra group transactions and unrealised profit/loss in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements".

Interest in jointly controlled entity has been accounted by using the proportionate consolidation method as per Accounting Standard (AS) 27 - "Financial Reporting of Interest in Joint Ventures".

The difference between the cost of investment in the subsidiaries/ jointly controlled entity, over the proportionate share in the net assets at the time of acquisition of shares in the subsidiaries/ jointly controlled entity is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be.

The consolidated financial statements are 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 standalone financial statements.

1. **Significant accounting policies**

(a) Accounting convention:

The consolidated financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014/ and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable. The consolidated financial statements have been prepared on accrual basis under the historical cost convention except revaluation of certain plots of land. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year.

(b) Current–non-current classification:

All assets and liabilities are classified into current and non-current.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

(i) It is expected to be realised in, or is intended for sale or consumption in, the Group's and jointly controlled entity's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realised within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current assets.

All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Group and jointly controlled entity's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Group and jointly control entity does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current liabilities.

All other liabilities are classified as non-current.

Operating cycle:

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group and jointly controlled entity has ascertained its operating cycle being a period within 12 months for the purpose of classification of assets and liabilities as current and non-current.

(c) Use of estimates:

The preparation of the consolidated financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the consolidated financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

(d) Fixed assets:

Fixed assets, other than certain plots of land, which have been revalued, are stated at cost of acquisition/ construction less accumulated depreciation. The cost includes all pre-operative expenses and the financing cost of borrowed funds relating to the construction period in the cases of new projects and expansion of existing factories. Certain lands, which are revalued, are stated at revalued figures on the basis of valuation reports of approved valuers.

(e) Impairment:

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each consolidated financial year even if there is no indication that the asset is impaired:

(a) an intangible asset that is not yet available for use; and

(b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Consolidated Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Consolidated Statement of Profit and Loss, to the extent the amount was previously charged to the Consolidated Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

(f) Depreciation and amortisation:

(i) The Group follows straight-line method of depreciation in respect of buildings, plant and machinery, and all assets of IT Division and all assets of Engineering Division and written down value method in respect of other assets (including all assets of "PIL and its subsidiaries").

(ii) The depreciation charged on all fixed assets is on the basis of useful life specified in Part "C" of Schedule II to the Companies Act, 2013, with effect from April 01, 2014.

(iii) On assets sold, discarded, etc., during the year, depreciation is provided up to the date of sale/discard.

(iv) Depreciation has been calculated on a pro-rata basis in respect of acquisition/installation during the year.

(v) Leasehold improvements are amortised over the balance of the primary lease period.

(vi) Computer software are amortised as per its useful life ranging from 3 to 5 years.

(g) Investments:

Long-term investments, are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

(h) Inventories:

i) Stores, spares and components are valued at cost or under.

ii) Raw materials, process stocks, finished goods and stock in trade are valued at lower of cost and net realisable value.

iii) Land (for development) on conversion into inventory from fixed assets is valued at the lower of its historical cost and net realisable value, and includes appropriate share of land development expenses and finance cost of borrowed funds relatable thereto.

Cost of inventories, other than land (for development), is ascertained on the weighted average basis in textiles division and moving weighted average basis in engineering division. Further, in respect of the manufactured inventories, i.e., process stocks and finished goods, appropriate share of manufacturing expenses are included on absorption costing basis. Work in process relating to software contracts includes salary and other directly identifiable expenses incurred on fixed price contracts, till the completion of specified deliverables, and are valued at cost or net realisable value, whichever is lower.

iv) Development rights of real estate project, development work-in-process related thereto and construction material and consumables are valued at lower of cost and net realizable value. Cost includes acquisition cost, construction cost, architect and project management fees, costs that are attributable to the construction activity in general and borrowing costs relating to building up of the inventories, which necessarily takes substantial period of time to get ready for its intended sale.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

When the cost of unit is estimated to exceed its expected revenue, the loss is recognized immediately.

(i) Revenue recognition:

i) Revenue from sale of goods is recognised when significant risks and rewards of ownership are transferred to the customer and no significant uncertainty exists regarding its collection. Sales are inclusive of excise duty and exclusive of sales tax.

ii) Revenue from software development contracts/IT infrastructure projects is recognised on the basis of milestone achieved, as provided in the contract.

iii) Revenue on maintenance contracts is recognised on pro-rata basis linked with the period of contract.

iv) Services income is recognised on accrual basis, as provided in the contracts.

v) In respect of Land Development Project, sale of rights on outright basis is recognised in the year in which risk and rewards are transferred.

vi) Interest income is recognised using the time proportion method.

vii) Dividend income is recognised when the right to receive payment is established.

viii) Interest on housing loans: Repayment of housing loan is by way of equated monthly installments (EMI's) comprising principal and interest. Interest is calculated each year on the outstanding balance at the beginning of the borrower's financial year. EMI's commence once the entire loan is disbursed. Pending commencement of EMIs, Pre-EMI interest is payable every month.

ix) Revenue from real estate projects in PIL is recognised as under:

Revenue is derived from sale of rights in property (Units) under development and is recognized in relation to the sold units only upon transfer of significant risks and rewards of ownership of such property as per the terms of the contract entered into with the buyers. Revenue is recognized on the basis of percentage of completion method, when the contract reaches a mile stone that the cost incurred, excluding cost of land, is 25% or more of the total estimated cost of contract and the buyers' investment is adequate to demonstrate commitment to pay and is reasonably certain that the ultimate collection will be made. Revenue with respect to Residential Project is recognized based on percentage of cost incurred, including cost of land, to total estimated cost of the project to be incurred by the jointly controlled entity and contractor.

With regard to the projects being developed under joint development, revenue is recognized upon transfer of significant risks and rewards in terms of the Joint Development Agreement (JDA), which coincides with grant of right to sell coupled with possession of land to the developer.

The estimates of the projected revenue, projected profits, projected costs, cost to completion and the foreseeable loss are reviewed periodically by the management and any effect of changes in estimates is recognized in the period in which such changes are determined.

Amounts due in respect of claims for price escalation and/or variations in contract work are recognized as revenue only if the contract allows for such claims or it is evident that the customer has accepted it and that claims are capable of being reliably measured.

Revenue in respect of maintenance service is recognized on accrual basis, in accordance with the terms of the respective maintenance agreement.

Rental income is accounted for on accrual basis over the period of lease term except in cases where ultimate collection is considered doubtful.

Interest due on delayed payments by customers is accounted for on receipts basis due to uncertainty of recovery of the same.

Income from transfer charges received from customers on transfer of ownership of property during the construction period is accounted for on receipts basis due to uncertainty of recovery of the same.

(j) Cost of acquisition rights, development and construction:

Cost of construction / development incurred, including cost of development rights (excluding repossession expense which is charged to the Consolidated Statement of Profit and Loss in the period in which it is incurred), is charged to the Consolidated Statement of Profit and Loss proportionate to the revenue recognized as per accounting policy 1(i) above. Final adjustments, if required, are made on completion of the respective projects.

(k) Excise duty:

Excise duty on sales is being deducted from gross sales and any increase/ decrease in excise duty on finished goods are being shown separately in the Consolidated Statement of Profit and Loss.

(l) Employees' benefits*:*

The Group's and jointly controlled entity's obligations towards various employee benefits have been recognized as follows:

Short-term employee benefits

All employee benefits payable/available wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and bonus, etc., are recognised in the Consolidated Statement of Profit and Loss in the period in which the employee renders the related service.

Post employment benefit

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Group and jointly controlled entity makes specified monthly contributions towards employee provident fund and employee state insurance to Government administered fund which is a defined contribution plan. The Group's and jointly controlled entity's contribution is recognised as an expense in the Consolidated Statement of Profit and Loss during the period in which the employee renders the related service and also includes overseas social security contribution.

The Group makes specified monthly contribution towards superannuation fund to Superannuation Trust which is managed by the Life Insurance Corporation of India ("LIC").

Defined benefit plan

The Group's and jointly controlled entity's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary, using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured as the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on Government securities as at the balance sheet date for the estimated term of the obligation. Actuarial gains and losses are recognized immediately in the Consolidated Statement of Profit and Loss.

Other long term employee benefits

Benefits under compensated absences constitute other long-term employee benefits. The liability in respect of compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the year-end using the projected unit credit method. Acturial gains and losses are recognized immediately in the Consolidated Statement of Profit and Loss.

(m) Provisions, contingent liabilities and contingent assets

A provision is recognized when an enterprise has a present obligation as a result of past event and 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. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A contingent liability is disclosed where there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Group and jointly controlled entity do not recognize assets which are of contingent nature. However, if it has become virtually certain that an inflow of economic benefits will arise; the asset and related income are recognized in the consolidated financial statements of the period in which the change occurs.

(n) Earnings/(loss) per share

Basic earnings/(loss) 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.

For the purpose of calculating diluted earnings/(loss) per share, the net profit or loss for the year 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.

(o) Taxes on income:

Income-tax liability is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income tax Act, 1961.

Deferred tax is recognised, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or subsequent periods. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realize such losses.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Group and jointly controlled entity will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. In the year in which MAT credit becomes eligible to be recognised as an asset in accordance with the recommendation contained in the Guidance Note on "Accounting for Credit Available in respect of Minimum Alternative Tax under The Income Tax Act, 1961" issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Group and jointly controlled entity reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Group and jointly controlled entity will pay normal income tax during the specified period.

(p) Foreign exchange transactions:

i) Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transaction.

Monetary items denominated in foreign currency are reported using the closing exchange rates on the date of the balance sheet.

The exchange differences arising on settlement of monetary items or on reporting these items at the rates different from the rates at which these were initially recorded / reported in previous consolidated financial statements, are recognised as income / expense in the period in which they arise, except for exchange differences arising during construction period on restatement of foreign currency liabilities incurred in relation to the project which are adjusted in cost of fixed assets.

In case of forward exchange contracts, the premium or discount, arising at the inception of such contracts, is amortised as income or expense over the life of the contract and the exchange difference on such contracts, i.e., difference between the exchange rate at the reporting/ settlement date and the exchange rate on the date of inception of contract / the last reporting date, is recognised as income / expense for the period except for exchange differences arising during construction period on restatement of foreign currency liabilities incurred in relation to the project which are adjusted in cost of fixed assets. Derivatives not covered in AS -11 are marked to market at balance sheet date and resulting gain or loss, if any, is recognized in the consolidated statement of profit and loss.

(ii) In respect of financial statements of integral foreign operations of foreign branches, fixed assets are recorded at cost, based on the exchange rate prevailing on the date of transactions. Current assets and current liabilities are reported using the exchange rates on the date of the balance sheet. Incomes and expenses are translated at the average of monthly closing rates of exchange. The resultant exchange gains / losses are recognised in the consolidated statement of profit and loss.

(q) Government grant:

Grants from the government are recognized when there is a reasonable assurance that the conditions attached to them shall be complied with, and the grants will be received.

When the grant is revenue in nature, it is recognized as a deduction from the expenses to which they are intended to compensate.

(r) Research and development expense:

Expenditure on research is expensed off under the respective heads of account in the period in which it is incurred.

Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised, if the cost can be reliably measured, the product or process is technically and commercially feasible and the Group has sufficient resources to complete the development and right to use the asset. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in the Consolidated Statement of Profit and Loss as an expense as incurred.

Capitalised development expenditure is stated at cost less accumulated amortisation and impairment losses. Fixed assets used for research and development are depreciated in accordance with the Group's policy as stated above.

Materials identified for use in research and development process are carried as inventories and charged to the Consolidated Statement of Profit and Loss on consumption of such materials for research and development activities.

(s) Cash and cash equivalents:

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

(t) Leases:

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are recognised as an expense in the Consolidated Statement of Profit and Loss on a straight-line basis over the lease term.

		As at March 31, 2017 Rs./Lacs		As at March 31, 2016 Rs./Lacs	
2	**Share capital**				
		No. of shares	**Amount**	No. of shares	Amount
	Authorised				
	Equity shares of Rs. 10 each with voting rights	**83,999,000**	**8,399.90**	83,999,000	8,399.90
	13.50% Redeemable cumulative preference shares of Rs. 100 each	**100**	**0.10**	100	0.10
	9.5% - 6th Cumulative redeemable preference shares of Rs. 25 each	**320,000**	**80.00**	320,000	80.00
	Preference shares of Rs. 25 each	**3,680,000**	**920.00**	3,680,000	920.00
	Cumulative convertible preference shares of Rs. 100 each	**1,000,000**	**1,000.00**	1,000,000	1,000.00
			10,400.00		10,400.00
	Issued, subscribed and fully paid up				
	Equity shares of Rs. 10 each with voting rights	**18,677,749**	**1,867.77**	17,379,037	1,737.90
	Less: Calls in arrears by others		**0.31**		0.31
		18,677,749	**1,867.46**	17,379,037	1,737.59

During the previous year, the authorised equity share capital was increased to 83,999,000 equity shares of Rs. 10 each and 13.50% Redeemable cumulative preference share capital to 100 preference shares of Rs. 100 each pursuant to the amalgamation of its subsidiary, DCM Engineering Limited vide the Order dated May 16, 2016 of the Hon'ble High Court of Delhi. (refer note 28)

(i) Reconciliation of number of shares

	As at March 31, 2017 Rs./Lacs		As at March 31, 2016 Rs./Lacs	
	No. of shares	**Amount**	No. of shares	Amount
Opening balance	**17,379,037**	**1,737.90**	17,379,037	1,737.90
Issued during the year	**1,298,712**	**129.87**	-	-
Closing balance	**18,677,749**	**1,867.77**	17,379,037	1,737.90

(ii) The Company has issued one class of equity shares having at par value of Rs. 10 each per share. Each holder of equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation of the Company, holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of shares held by shareholder.

(iii) The details of shareholders holding more than 5% shares of the Company are as follows:

	As at March 31, 2017		As at March 31, 2016	
	No. of shares	**% of shares held**	No. of shares	% of shares held
Crescita Enterprises Private Limited	**9,030,495**	**48.35%**	-	
Life Insurance Corporation of India	**1,495,730**	**8.01%**	1,495,730	8.61%
Aggresar Leasing and Finance Private Limited	**-**		3,716,578	21.39%
Betterways Finance & Leasing Private Limited	**-**		1,623,135	9.34%

(iv) Issued, subscribed and fully paid up shares includes 1,298,712 equity shares issued during the year pursuant to the scheme of amalgamation of DCM Engineering Limited with the Company to the shareholders of DCM Engineering Limited without any consideration being received in cash.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
3	**Reserves and surplus**		
	Capital reserve *		
	At the beginning and end of the year	**24.92**	24.92
	Less: Transferred to capital redemption reserves (share of joint venture)	**0.02**	-
		24.90	24.92
	Capital redemption reserve		
	Opening balance	**130.10**	130.08
	Add: Transferred on amalgamation	**-**	0.02
		130.10	130.10
	Add: Share of joint venture	**16.00**	-
	Closing balance	**146.10**	130.10
	Securities premium account		
	Opening balance	**7,367.00**	3,767.00
	Add: Transferred on amalgamation	**-**	3,600.00
		7,367.00	7,367.00
	Add: Share of joint venture	**947.35**	1,002.29
	Closing balance	**8,314.35**	8,369.29
	Reserve fund #		
	At the beginning and end of the year	**0.27**	0.27
	Special reserve ##		
	At the beginning and end of the year	**29.96**	29.96
	General reserve		
	Opening balance	**-**	1,285.20
	Add: Transferred on amalgamation	**-**	79.80
	Less: Adjustment on amalgamation	**-**	(1,365.00)
	Closing balance	**-**	-
	Surplus in Statement of Profit and Loss		
	Opening balance	**12,408.35**	12,966.40
	Add: Transferred on amalgamation	**-**	877.42
	Less: Adjustment on amalgamation for loss of erstwhile DCM Engineering limited for the year ended March 31, 2015 (refer note 28)	**-**	457.99
	Less: Adjustment on amalgamation (refer note 28)	**-**	973.61
	Less: Adjustment on consolidation of jointly controlled entity	**0.96**	-
		12,407.39	12,412.22
	Add: Profit/(loss) for the year	**(768.38)**	309.88
		11,639.01	12,722.10
	Less: Interim dividend on equity shares	**-**	260.69
	Corporate dividend tax	**-**	53.06
	Transfer to capital redemption reserve of jointly controlled entity	**15.98**	-
	Closing balance	**11,623.03**	12,408.35
		20,138.61	20,962.89

* Represents Central/State Government subsidy

As per Income tax Act, 1961

As per Reserve Bank of India Act, 1934

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
4	**Long-term borrowings**		
	Secured		
	Term loans		
	From banks *	**11,794.66**	12,725.98
	From others**	**15.67**	35.00
		11,810.33	12,760.98
	Unsecured		
	Term loans		
	From banks ***	**-**	2,000.00
	From others #	**2,000.00**	-
		2,000.00	2,000.00
		13,810.33	14,760.98
	Less: Current maturities of long term borrowings ###	**2,557.50**	4,578.81
		11,252.83	10,182.17
	Add: Share of joint venture (net of current maturities ###) ##	**1,367.49**	288.58
		12,620.32	10,470.75

* Term loans from banks include:

- Term loans aggregating Rs. 8,401.00 lacs (Previous year Rs. 9,810.23 lacs) are secured by first charge alongwith the charge created for availing cash credit, overdraft and working capital demand loan facilities described in note 7, on existing as well as future block of movable assets and an equitable mortgage by deposit of title deeds of land admeasuring 129.47 acres and all the immovable assets, both present and future, pertaining to the Textile Division at Hissar. The term loan carries a floating interest rate ranging between 6.30%-8.30% (net of TUF subsidy) per annum. Rs. 408.00 lacs repayable in 7 quarterly installments, Rs. 274.00 lacs repayable in 8 quarterly installments and Rs. 7,719.00 lacs repayable in 24 quarterly installments.
- Rs. 439.90 lacs (Previous year Rs. 1,142.20 lacs) secured by way of first pari passu charge on the fixed assets of the Company's Engineering division, both present and future, including equitable mortgage of Engineering division's factory land and building measuring 71 Acre- 07K-18M and second pari passu charge on the entire current assets^ of the Company, both present and future. The term loan carries a floating interest rate ranging between 11.85%-12.50% per annum and is repayable in 8 monthly installments.
- Rs. 1,267.00 lacs (Previous year Rs. 1,687.00 lacs) secured by way of first pari passu charge on the fixed assets of the Company's Engineering division, both present and future, including equitable mortgage of Engineering division's factory land and building measuring 71 Acre- 07K-18M and second pari passu charge on the entire current assets^ of the Company, both present and future. The term loan carries a floating interest rate ranging between 12.05%-12.65% per annum and is repayable in 34 monthly installments.
- Rs. 1,500 lacs (Previous year Rs.Nil) secured by way of first pari passu charge on the fixed assets (including immovable assets) of the Company's Engineering Division and second pari passu charge on the entire stock of raw material, work-in-progress, semi-finished and finished goods, consumable stores & spares and such other movables including book debts, bills, whether documentory or clean, both present & future. The term loan carries a floating interest rate @ 11.75% per annum and is repayable in 12 quarterly instalments.
- Rs. 186.76 lacs (Previous year Rs. 86.55 lacs) relate to assets purchased under hire purchase/financing arrangements with banks and are secured by way of hypothecation of the specified assets. Repayable in equal monthly installments. The loans carry an interest rate ranging between 9.50%-13.50% per annum.

** Rs. 15.67 lacs (Previous year Rs. 35.00 lacs) relate to assets purchased under hire purchase/financing arrangements and are secured by way of hypothecation of the specified assets. Repayable in equal monthly installments. The loans carry an interest rate ranging between 9.50%-13.50% per annum.

*** Rs. Nil (Previous year Rs. 2,000.00 lacs) secured by way of extensions of pledge of 100% equity shares of Teak Farms Private Limited (TFPC) and 100% equity shares of Juhi Developers Private Limited (enterprises over which Key Managerial Personnel have significant influence). The term loan carries a floating interest rate ranging between 13.20%-13.50% per annum.

\# Rs. 2,000.00 lacs (Previous year Rs. Nil) secured by way of extensions of pledge of 100% equity shares of Teak Farms Private Limited (TFPC) and 100% equity shares of Juhi Developers Private Limited and pledge of 14.30 lacs equity shares of DCM Limited held by Crescita Enterprises Private Limited (enterprises over which Key Managerial Personnel have significant influence). The Loan is further secured by personal guarantee of Mr. Sumant Bharat Ram (Chief executive and financial officer). The term loan carries a floating interest rate of 12.50% per annum and is repayable in 8 equal installments of Rs. 250 lacs each, commencing from June 2019.

\## - Term loans (including current maturities as per note 9) relating to share of jointly controlled entity amounting to Rs. 1,630.97 lacs (previous year Rs. 1,145.03 lacs) is secured by first pari-passu charge on the land admeasuring 118,823.90 sq. yrds. situated at Bara Hindu Rao, Delhi, owned by "the Company"and the flats/flatted factories, present and future constructed/to be constructed thereon excluding the flats/flatted factories booked by the customers of erstwhile builders and on which lien has been specifically released. The charge shall rank pari-passu with the charge created/to be created to secure loan amounts converted into advance against rights in property. During the current year, these term loans are further secured by first charge over the receivables of the jointly controlled entity from the project "Central Square", first charge/lien on escrow accounts held singly/jointly by jointly controlled entity and the jointly controlled entity 's revenue share from present and future built up space/FSI being developed under the "Joint Development

Agreement" for its residential project named as "Park Square" (now known as "The Amaryllis"). During the current year, these term loans are further secured by pledge of 100% shares of Juhi Developers Private limited and pledge of 100% shares of Teak Farms Private Limited (enterprises over which Key Managerial Personnel have significant influence). During the previous year, these term loans were further secured by first charge over the receivables of the jointly controlled entity from the project "Central Square" and "Park Square" and escrow accounts. These term loans carry interest rate of CPLR minus 460 basis point of the lenders and are repayable in 4/5 installments commencing from Feb 2018 and July 2019.

- Vehicle loan (including current maturities) relating to share of joint venture Rs. 2.35 lacs (Previous year: Rs. 3.74 lacs) relate to assets purchased under hire purchase/financing arrangements with banks and are secured by way of hypothecation of the specified assets. Repayable in equal monthly installments.

There is no continuing default as on the balance sheet date in repayment of loans and interest thereon.

refer note 9

^ Current assets have a meaning as per the terms of the related agreement and without considering the changes in definition of "current" included in Schedule III of the Companies Act, 2013.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
5	**Other long-term liabilities**		
	Trade payables	-	28.14
	Security deposits	**8.55**	8.91
	Other deposits	**90.09**	71.54
	Others	**527.45**	527.45
		626.09	636.04
	Add: Share of joint venture	**579.66**	574.52
		1,205.75	1,210.56

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
6	**Long-term provisions**		
	Provision for employee benefits:		
	Compensated absences	**431.93**	391.67
	Gratuity (refer note 29)	**1,648.96**	1,550.31
		2,080.89	1,941.98
	Add: Share of joint venture	**16.30**	15.10
		2,097.19	1,957.08

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
7	**Short-term borrowings**		
	Secured		
	Loans repayable on demand from banks *	**22,298.53**	20,153.85
		22,298.53	20,153.85

* Loans repayable on demand from banks include

- Cash credit/overdraft and working capital demand loan facilities relating to Textile Division at Hissar aggregating Rs. 16,257.76 lacs (Previous year Rs. 12,495.13 lacs) and other non-fund based facilities from a bank, are secured by way of hypothecation of stocks / stores and book debts, both present and future. These are further secured by equitable mortgage of land admeasuring 129.47 acres and all immovable assets, both present and future, and first charge, ranking pari-passu with the charge created for availing term loans as described in note 4, by way of hypothecation of existing as well as future block of movable assets pertaining to the Division.
- Cash credit facilities relating to IT Division, aggregating Rs. 199.60 lacs (Previous year Rs. 183.58 lacs) and other non-fund based facilities from a bank, are secured by way of first charge/hypothecation of inventories, book debts and other assets of the Division (both present and future); and by way of first charge on office property at Hyderabad.
- Cash credit/ overdraft and working capital demand loans facilities relating to the Company's Engineering division aggregating to Rs. 4,944.27 lacs (Previous year Rs. 6,483.93 lacs) secured by first pari passu charge by way of hypothecation of entire stocks of raw material, work in process, semi-finished goods and finished goods, consumable stores and spares and such other movables including book debts, bills, whether documentary or clean, both present and future and second pari passu charge on all fixed assets, both present and future, including mortgage of factory's land and building located at village Asron, Hadbast No. 418, Tehsil Balachaur District Hoshiarpur, Punjab, measuring 71 Acre- 07K-18M together with all buildings, plant and machinery, erections, godowns and constructions of every description which are standing, erected or attached or shall at any time hereafter during the continuance of the security hereby constituted be erected or attached and standing or attached thereto.
- Overdraft facility of Rs. 896.90 lacs (Previous year Rs. 991.21 lacs) relating to the Company's Engineering division is secured by land and building located in Kodukanthangal Village and Serkadu Village, Katpadi Sub-Registration District, Vellore Registration District, Vellore District, Tamil Nadu measuring 39.02 acres and land and bulding located in Rail Mazra Village, Tehsil Balachaur, Distt Shaheed Bhagat Singh Nagar, Punjab measuring 4.02 acres.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
8	**Trade payables**		
	Dues to micro enterprises and small enterprises #	**503.08**	297.10
	Others	**4,674.91**	4,300.80
		5,177.99	4,597.90
	Add: Share of joint venture	**747.35**	483.27
		5,925.34	5,081.17

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Based on the information presently available with the management, the disclosures required under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") are given below:

The principal amount remaining unpaid to any supplier as at the end of the year	**503.08**	297.10
The interest due on the principal remaining outstanding as at the end of the year	**-**	-
The amount of interest paid under the MSMED Act, along with the amounts of the payment made beyond the appointed day during the year	**-**	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	**-**	-
The amount of interest accrued and remaining unpaid at the end of the year	**-**	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act	**-**	-
	503.08	297.10

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
9	**Other current liabilities**		
	Current maturities of long-term borrowings*		
	Secured		
	From banks	**2,547.96**	2,558.48
	From others	**9.54**	20.33
	Unsecured		
	From banks	**-**	2,000.00
		2,557.50	4,578.81
	Add: Share of joint venture	**265.83**	860.19
		2,823.33	5,439.00
	Unclaimed dividends	**88.39**	83.88
	Unclaimed matured deposits and interest accrued thereon **	**3.54**	45.14
	Unclaimed matured debentures and interest accrued thereon **	**15.99**	30.05
	Statutory dues payable	**186.35**	181.78
	Liabilties for capital goods	**101.59**	11.45
	Security deposits received	**5.81**	6.89
	Advances from customers	**174.11**	473.05
	Interest accrued but not due on borrowings	**119.84**	30.18
	Liabilties for land development expenses	**-**	-
	Others payables	**59.69**	62.60
		3,578.64	6,364.02
	Add: Share of joint venture	**1,175.95**	1,051.56
		4,754.59	7,415.58

* Refer note 4

** No amount is due for transfer under Investor Education and Protection Fund in view of SORA, pursuant to which certain past dues have been rescheduled for payment.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
10	**Short-term provisions**		
	Provision for employee benefits:		
	Compensated absences	**47.39**	46.22
	Gratuity (refer note 29)	**277.96**	254.02
		325.35	300.24
	Others:		
	Provision for sales return (refer note 44)	**123.30**	49.54
	Provision for sales price difference	**-**	482.83
	Provision for tax (net of advance tax)	**194.94**	92.70
	Other provisions	**4.81**	4.80
		323.05	629.87
		648.40	930.11
	Add: Share of joint venture	**20.91**	22.61
		669.31	952.72

11. Fixed assets

(Rupees in lacs)

Description	Gross block					Depreciation and amortisation					Net block
	As at April 01, 2016	Adjustment $	Additions **	Deductions/ Adjustments	As at March 31, 2017	Upto March 31, 2016	Adjustment $	For the year	Deductions/ Adjustments	Upto March 31, 2017	As at March 31, 2017
Tangible assets (Owned)											
Freehold land*	**2,118.02**	**-**	**-**	**-**	**2,118.02**	**-**	**-**	**-**	**-**	**-**	**2,118.02**
	(1,393.29)	-	(724.73)	-	(2,118.02)	-	-	-	-	-	(2,118.02)
Buildings	**5,991.25**	**-**	**5.95**	**-**	**5,997.20**	**1,432.29**	**-**	**162.22**	**-**	**1,594.51**	**4,402.69**
	(5,783.75)	(78.43)	(129.50)	(0.43)	(5,991.25)	(1,270.73)	(1.24)	(160.73)	(0.41)	(1,432.29)	(4,558.96)
Leasehold improvements	**28.43**	**-**	**10.76**	**-**	**39.19**	**20.74**	**-**	**5.06**	**-**	**25.80**	**13.39**
	(28.43)	-	-	-	(28.43)	(17.43)	-	(3.31)	-	(20.74)	(7.69)
Plant and machinery	**45,502.92**	**0.03**	**869.09**	**687.68**	**45,684.36**	**26,339.08**	**0.03**	**3,456.50**	**682.12**	**29,113.49**	**16,570.87**
	(42,852.37)	(0.09)	(2,759.91)	(109.45)	(45,502.92)	(23,116.58)	(0.08)	(3,328.99)	(106.57)	(26,339.08)	(19,163.84)
Furniture and fittings	**374.82**	**0.23**	**5.49**	**1.49**	**379.05**	**311.03**	**0.12**	**14.52**	**1.52**	**324.15**	**54.90**
	(372.18)	-	(2.66)	(0.02)	(374.82)	(293.43)	-	(17.62)	(0.02)	(311.03)	(63.79)
Office equipment	**292.42**	**0.12**	**17.49**	**4.60**	**305.43**	**218.98**	**0.11**	**26.88**	**4.33**	**241.64**	**63.79**
	(271.69)	(0.32)	(20.83)	(0.42)	(292.42)	(189.81)	(0.13)	(29.44)	(0.40)	(218.98)	(73.44)
Vehicles	**638.97**	**0.15**	**178.95**	**150.69**	**667.38**	**344.81**	**0.09**	**72.00**	**106.01**	**310.89**	**356.49**
	(625.35)	-	(73.11)	(59.49)	(638.97)	(304.70)	-	(74.19)	(34.08)	(344.81)	(294.16)
Sub total	**54,946.83**	**0.53**	**1,087.73**	**844.46**	**55,190.63**	**28,666.93**	**0.35**	**3,737.18**	**793.98**	**31,610.48**	**23,580.15**
	(51,327.06)	(78.84)	(3,710.74)	(169.81)	(54,946.83)	(25,192.68)	(1.45)	(3,614.28)	(141.48)	(28,666.93)	(26,279.90)
Intangible assets (owned)											
Computer software	**380.41**	**-**	**43.32**	**52.55**	**371.18**	**322.13**	**-**	**36.61**	**52.56**	**306.18**	**65.00**
	(368.91)	-	(14.58)	(3.08)	(380.41)	(292.58)	-	(32.63)	(3.08)	(322.13)	(58.28)
Sub total	**380.41**	**-**	**43.32**	**52.55**	**371.18**	**322.13**	**-**	**36.61**	**52.56**	**306.18**	**65.00**
	(368.91)	-	(14.58)	(3.08)	(380.41)	(292.58)	-	(32.63)	(3.08)	(322.13)	(58.28)
Grand total	**55,327.24**	**0.53**	**1,131.05**	**897.01**	**55,561.81**	**28,989.06**	**0.35**	**3,773.79**	**846.54**	**31,916.66**	**23,645.15**
	(51,695.97)	(78.84)	(3,725.32)	(172.89)	(55,327.24)	(25,485.26)	(1.45)	(3,646.91)	(144.56)	(28,989.06)	(26,338.18)
Share of joint venture @	**59.63**	**0.53**	**1.40**	**1.64**	**59.92**	**39.61**	**0.35**	**5.70**	**1.44**	**44.22**	**15.70**
	(60.11)	(0.41)	(2.79)	(3.68)	(59.63)	(35.85)	(0.24)	(7.17)	(3.65)	(39.61)	(20.02)

Figures given in brackets pertains to the previous year.

* include Rs. 969.00 lacs added in 1992-93 on revaluation (refer note 37).

$ represents adjustment on account of amalgamation of erstwhile subsidiary DCM Engineering Limited and consolidation of jointly controlled entity.

** Borrowing cost capitalized during the year Rs. Nil (Previous year Rs. 31.88 lacs).

@ The joint ventures' share is included in the above note under respective heads.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
12	**Non-current investments**		
	(valued at cost unless otherwise stated)		
	100,000 (Previous year : 100,000) 0% Non cumulative redeemable preference shares of Rs. 100 each fully paid up in Combine Overseas Limited *	**100.00**	100.00
		100.00	100.00
	Aggregate cost of quoted investments (net of provision for diminution)	**-**	-
	Aggregate market value of listed and quoted investments	**-**	-
	Aggregate cost of unquoted investments	**100.00**	100.00
*	refer note 39		

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
13	**Deferred tax assets (net)**		
	Deferred tax liability on:		
	Difference between block of assets as per books and as per Income-tax Act, 1961	**1,492.35**	1,718.72
	Less:		
	Deferred tax asset on:		
	Unabsorbed depreciation	**2,852.19**	2,658.14
	Accrued expenses deductible on payment	**1,001.61**	934.92
	Provision for doubtful debts and advances	**13.34**	20.52
		3,867.14	3,613.58
	Net Deferred tax asset *	**2,374.79**	1,894.86
	Net Deferred tax asset recognized in the financial statements	**-**	-
	Add: Share of joint venture	**-**	-
		-	-

* As at March 31, 2017, the Holding Company have unabsorbed depreciation under the provisions of the Income-tax Act, 1961. Consequent to the provisions of Accounting Standard 22 - "Accounting for Taxes on Income", in the absence of virtual certainty supported by convincing evidence, deferred tax assets have been recognised only to the extent of deferred tax liability.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
14	**Long-term loans and advances**		
	Unsecured, considered good		
	Capital advances		
	To related parties (refer note 47)	**1,675.76**	-
	Others (refer note 38)	**921.93**	920.25
	Security deposits	**953.51**	949.68
	Loans and advances to employees	**6.52**	10.44
	Balances with government authorities	**133.95**	50.50
	Advance income tax (net of provision)	**1,215.34**	762.50
	MAT credit entitlement *	**548.90**	789.07
	Other loans and advances	**216.31**	288.15
	Considered doubtful		
	Other loans and advances $	**785.07**	785.07
		6,457.29	4,555.66
	Less: Provision for other doubtful loans and advances	**785.07**	785.07
		5,672.22	3,770.59
	Add: Share of joint venture	**105.54**	205.98
		5,777.76	3,976.57

* MAT credit entitlement of Rs. 240.16 lacs (Previous year Rs. Nil) has been reclassified as advance income tax on account of adjustment of losses of erstwhile DCM Engineering Limited pursuant to the amalgamation w.e.f. April 01, 2014.

$ Include Rs. 100.00 lacs (Previous year Rs. 100.00 lacs) as inter corporate deposits.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
15	**Other non-current assets**		
	(Unsecured, considered good)		
	Other receivable		
	Interest accrued on deposits held for more than 12 months	-	0.25
	Other bank balances		
	Deposits with maturity for more than 12 months * (refer note 18)	**1.29**	2.66
		1.29	2.91
*	Include Rs. 1.29 lacs (Previous year Rs. 0.58 lacs) held as margin money		

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
16	**Inventories**		
	(Valued at lower of cost and net realisable value)		
	Raw materials	**13,527.42**	9,309.42
	Work-in-progress	**2,802.42**	2,617.22
	Finished goods	**2,266.12**	1,896.00
	[Includes goods in transit Rs. 1,215.42 lacs (Previous year Rs. 749.04 lacs)]		
	Stores and spares	**1,510.05**	1,322.80
		20,106.01	15,145.44
	Add: Share of joint venture	**4,189.59**	4,020.74
		24,295.60	19,166.18

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
17	**Trade receivables**		
	Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
	Secured, considered good	**0.50**	0.50
	Unsecured, considered good	**63.74**	963.49
	Doubtful	**29.89**	50.65
		94.13	1,014.64
	Less: Provision for doubtful trade receivables	**29.89**	50.65
		64.24	963.99
	Other trade receivables		
	Secured, considered good	**2.00**	1.27
	Unsecured, considered good	**10,581.34**	11,770.61
		10,583.34	11,771.88
		10,647.58	12,735.87
	Add: Share of joint venture	**440.82**	307.90
		11,088.40	13,043.77

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
18	**Cash and bank balances**		
	Cash and cash equivalents		
	Cash on hand	**10.07**	11.93
	Balances with banks		
	In current accounts *	**1,044.99**	794.67
	In deposit accounts with original maturity of three months or less ^	**346.55**	494.13
		1,401.61	1,300.73
	Add: Share of joint venture	**54.48**	47.43
		1,456.09	1,348.16
	Other bank balances		
	In deposit accounts **	**269.97**	1,215.69
		269.97	1,215.69
	Less: Deposits due for realization after 12 months of the reporting date (refer note 15)	**1.29**	2.66
		268.68	1213.03
	Add: Share of joint venture	**1.90**	1.75
		270.58	1,214.78
		1,726.67	2,562.94

^ Includes held as margin money Rs. Nil (Previous year Rs. 5.24 Lacs)

* Includes Rs. 88.39 lacs (Previous year Rs. 83.88 lacs) in unpaid dividend account, Rs. 7.36 lacs (Previous year Rs. 6.97 lacs) deposited with Debenture trustees and Rs. Nil (Previous year Rs. 4.25 lacs) earmarked for other specific uses.

** Includes Rs. Nil (Previous year Rs. 5.00 lacs) deposited with Debenture trustees, Rs. 12.16 lacs (Previous year Rs. 94.51 lacs) earmarked for other specific uses and Rs. 1.09 lacs (Previous year Rs 71.33 lacs) against margin money.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
19	**Short term loans and advances**		
	(Unsecured, considered good)		
	Advance to suppliers	**920.86**	233.20
	Loans and advances to employees	**63.90**	51.17
	Prepaid expenses	**142.96**	126.12
	Balances with government authorities	**2,273.89**	2,013.50
	Advance income tax (net of provision of Rs. 10.68 lacs (Previous year Rs. Nil))	**19.25**	-
	Other advances *	**-**	748.29
		3,420.86	3,172.28
	Add: Share of joint venture	**41.17**	94.55
		3,462.03	3,266.83

* include Rs. Nil (Previous year Rs. 587.37 lacs) due from related parties.

		As at March 31, 2017 Rs./Lacs	As at March 31, 2016 Rs./Lacs
20	**Other current assets**		
	(Unsecured, considered good)		
	Interest accrued on fixed deposits	**4.72**	25.34
	Unbilled revenue	**343.66**	120.24
	Insurance claim receivables	**-**	18.98
	Technology upgradation fund (TUF) subsidy receivable	**64.78**	274.31
	Other receivables *	**16.46**	89.57
		429.62	528.44
	Add: Share of joint venture	**3.38**	95.38
		433.00	623.82

* include Rs. 5.94 (previous year Rs. 74.71 lacs) due from related parties.

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
21	**Revenue from operations**		
	Sale of products		
	Manufactured goods		
	Cotton yarn	**53,962.38**	47,156.56
	Iron castings	**34,297.68**	33,077.78
	Patterns, jigs and fixtures	**667.51**	70.25
	Sale of development rights	**-**	1,077.82
	Sale of product licence	**61.50**	59.25
	Sale of services		
	IT infrastructure services	**5,965.19**	6,510.95
		94,954.26	87,952.61
	Add: Share of joint venture	**483.20**	953.75
		95,437.46	88,906.36
	Other operating revenues		
	Waste sales	**3,470.82**	2,860.31
	Duty drawback and other export incentives	**939.44**	887.90
	Liabilities relating to conversion of leasehold land, written back (refer note 49)	**-**	1,813.46
	Income from housing finance activity	**2.64**	0.03
	Miscellaneous sales	**151.58**	203.31
		4,564.48	5,765.01
	Add: Share of joint venture	**20.09**	11.47
		4,584.57	5,776.48
		100,022.03	94,682.84

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
22	**Other income**		
	Interest income	**270.40**	440.67
	Net gain on foreign currency transactions and translation	**145.96**	335.85
	Profit on sale of fixed assets	**7.04**	0.95
	Liabilities/ provisions no longer required written back	**9.19**	497.36
	Miscellaneous income	**48.15**	46.49
		480.74	1321.32
	Add: Share of joint venture	**11.33**	7.93
		492.07	1,329.25

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
23	**Cost of materials consumed**		
	23.a Cost of materials consumed		
	Opening stock	**9,309.43**	5,442.03
	Add: Purchases	**54,863.07**	48,320.97
		64,172.50	53,763.00
	Less: Closing stock	**13,527.42**	9,309.43
		50,645.08	44,453.57
	Add: Share of joint venture	**319.41**	116.47
		50,964.49	44,570.04
	Material consumed comprises:		
	Cotton	**40,171.22**	34,695.10
	Melting scrap	**7,823.30**	6,858.91
	Pig iron	**783.13**	1,363.27
	Ferro alloys	**884.71**	737.96
	Metallic additives	**622.43**	516.74
	Carboriser	**360.29**	281.59
		50,645.08	44,453.57
	Add: Share of joint venture	**319.41**	116.47
		50,964.49	44,570.04

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
23.b	**Changes in inventories of finished goods, work-in-progress and land (for development)**		
	Inventories at the end of the year:		
	Finished goods (cotton yarn)	**2,266.12**	1,896.00
	Work-in-progress		
	cotton yarn	**1,059.88**	807.39
	iron casting	**1,742.54**	1,809.83
	Land (for development)	-	-
		5,068.54	4,513.22
	Inventories at the beginning of the year:		
	Finished goods (cotton yarn)	**1,896.00**	1,834.84
	Work-in-progress		
	cotton yarn	**807.39**	802.36
	iron casting	**1,809.83**	2,472.87
	Land (for development)	-	379.26
		4,513.22	5,489.33
	Net (increase) / decrease	**(555.32)**	976.11

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
24	**Employee benefits expense**		
	Salaries, wages, bonus, etc	**12,217.61**	11,940.00
	Gratuity (refer note 29)	**412.37**	331.88
	Contributions to provident and other funds (refer note 29)	**841.44**	780.23
	Staff welfare expenses	**334.15**	423.08
		13,805.57	13,475.19
	Add: Share of joint venture	**102.97**	99.40
		13,908.54	13,574.59

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
25	**Finance costs** *		
	Interest expense:		
	On borrowings	**2,248.43**	2,810.20
	Others	**12.46**	22.30
	Other borrowing costs	**411.80**	423.38
		2,672.69	3,255.88
	Add: Share of joint venture	**200.68**	150.71
		2,873.37	3,406.59

* refer note 11

		For the year ended March 31, 2017 Rs./Lacs	For the year ended March 31, 2016 Rs./Lacs
26	**Depreciation and amortisation expense**		
	Depreciation on tangible assets	**3,731.51**	3,607.11
	Amortisation on intangible assets	**36.58**	32.63
		3,768.09	3,639.74
	Add: Share of joint venture	**5.70**	7.17
		3,773.79	3,646.91

			For the year ended March 31, 2017 Rs./Lacs		For the year ended March 31, 2017 Rs./Lacs
27	**Other expenses**				
	Consumption of stores and spare parts		**7,326.22**		6,542.84
	Power, fuel, etc.		**12,401.78**		11,398.14
	Rent (refer note 40)		**108.74**		158.42
	Repairs and maintenance to:				
	Buildings		**45.49**		57.89
	Machinery		**709.95**		697.11
	Others		**114.21**		103.69
	Subcontracting charges ^		**1,839.61**		2,040.18
	Freight and forwarding		**1,567.55**		1,550.57
	Insurance		**92.60**		89.25
	Rates and taxes		**31.02**		24.62
	Brokerage, discount (other than trade discount), etc.		**316.27**		249.41
	Auditors' remuneration #		**70.46**		70.59
	Directors' fees		**21.19**		14.65
	Travelling and conveyance		**530.60**		513.42
	Commission to selling agents (other than sole selling)		**304.67**		345.16
	Sales expenses		**91.97**		102.62
	Donations		**-**		1.20
	Expense on corporate social responsibilty ##		**19.38**		22.66
	Legal and professional fees		**502.60**		499.64
	Provision for doubtful trade receivables		**-**		0.24
	Bad trade and other receivables, loans and advances written off	**6.37**		27.64	
	Less: Adjusted against Provisions	**(4.37)**	**2.00**	-	27.64
	Loss on fixed assets sold/ written off		**5.94**		12.33
	Land development expenses	**-**		558.38	
	Less : Adjusted against provision held	**-**	**-**	(244.61)	313.77
	Miscellaneous expenses		**757.25**		634.43
			26,859.50		25,470.47
	Add: Share of joint venture		**155.48**		209.14
			27,014.98		25,679.61

^ includes freight, transportation expense Rs. 202.68 lacs (Previous year Rs. 171.39 lacs) incurred on materials sent to and received back from sub-contractors.

#	Auditors' remuneration includes *		
	As auditor		
	Statutory audit	**23.66**	24.58
	Tax audit	**2.30**	4.29
	Limited review of unaudited financial results	**23.58**	20.86
	In other capacity		
	fees for certification	**3.74**	3.43
	fees for company law matters	**12.71**	14.22
	reimbursement of out-of-pocket expenses **	**4.47**	3.21
		70.46	70.59
	Add: Share of joint venture	**5.08**	4.97
		75.54	75.56

* includes service tax

** includes an amount of Rs. Nil (Previous year Rs. 0.35 lacs) paid to erstwhile auditors during the year.

net of government grant of Rs. 4.67 lacs (Previous year Rs. 30.84 lacs) (refer note 52).

28. Amalgamation of companies

a) **Nature of business:** DCM Engineering Limited (also referred to as Transferor Company or "DEL") was engaged in the business of supplying castings across all segments in automotive market. The Holding Company had 75.06% of the voting power of DEL prior to amalgamation.

b) During the previous year, DCM Engineering Limited was amalgamated with the Holding Company with effect from the appointed date i.e. April 1, 2014 in terms of the scheme of amalgamation ("the Scheme") sanctioned by the Hon'ble High Court of Delhi vide their order dated May 16, 2016 and pursuant thereto all assets, liabilities, duties and obligations of DEL, were transferred to and vested in the Holding Company retrospectively with effect from April 1, 2014. The Scheme became effective on May 28, 2016 ("Effective Date") on filing of the certified copy of the said Order with the Registrar of Companies, New Delhi.

Pursuant to the Scheme coming into effect, all the equity shares held by the Holding Company in DEL were cancelled and remaining shareholders of DEL holding fully paid equity shares were allotted 20 fully paid up shares of Rs. 10 each in the Holding Company for every 77 fully paid up shares of Rs. 10 each held in the share capital of DEL. The resultant shares issued were disclosed as "Share capital pending allotment" as at March 31, 2016.

Further, the impact of profit for the year ended March 31, 2015, pertaining to erstwhile DCM Engineering Limited was included by way of an adjustment to opening balance of "Reserves and surplus" of the Holding Company for the year ended March 31, 2016.

c) The amalgamation was accounted for under the "pooling of interests" method as prescribed by Accounting Standard (AS-14) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Accordingly, the assets, liabilities and reserves of DEL as at April 1, 2014 were taken over at their book values and in the same form.

Difference between the amounts recorded as investments of the Holding Company and the amount of share capital of DEL was adjusted in the "General reserve" and "Surplus in the consolidated statement of profit and loss" in the previous year.

Accordingly, the amalgamation resulted in transfer of assets, liabilities and reserves in accordance with the terms of the Scheme at the following summarised values:

(Rupees in lacs)

Particulars	Amount
Assets	
Non-current assets	
Fixed assets	
Tangible assets	9,702.86
Intangible assets	94.56
Capital work in progress	1,093.21
	10,890.63
Non-current investments	127.72
Long-term loans and advances	1,260.67
Other non-current assets	1.00
	12,280.02
Current assets	
Inventories	4,236.50
Trade receivables	6,622.17
Cash and bank balances	48.17
Short-term loans and advances	414.97
Other current assets	413.04
	11,734.85
Total assets	**24,014.87**
Less:	
Liabilities	
Non-current liabilities	
Long-term borrowings	1,970.15
Long-term provisions	1,497.96
	3,468.11

Particulars	Amount
Current liabilities	
Short-term borrowings	5,723.73
Trade payables	4,677.11
Other current liabilities	1,972.67
Short-term provisions	207.91
	12,581.42
Total liabilities	**16,049.53**
Net assets	**7,965.34**
Less:	
Shares to be issued (1,298,712 equity shares of Holding Company in the ratio of 20 equity shares of Holding Company for every 77 equity shares of DEL)	129.87
Adjustment of cancellation of investment in DCM Engineering Limited	4,205.00
Transfer of balance of Capital redemption reserve	0.10
Transfer of balance of General Reserve	320.00
Transfer of balance of Securities premium account	3,600.00
Transfer of Surplus in Consolidated Statement of Profit and Loss	2,040.24
Depreciation on transition to Schedule II of the Companies Act, 2013 *	8.74
Balance adjusted with Reserves and Surplus as at appointed date	**(2,338.61)**
Adjusted with General reserve	(1,365.00)
Adjusted with Surplus in statement of profit and loss	(973.61)

* represents minority's share eliminated

d) During the year 2014-15, DCM Engineering Limited incurred a loss after tax of Rs. 1,836.52 lacs which was adjusted in the Surplus in the Statement of Profit and Loss under Reserves and Surplus in the consolidated financial statements as on April 1, 2015 which is arrived as follows:

(Rupees in lacs)

Particulars		Amount
<u>Revenue</u>		
Revenue from operations		
Sale of products (net)		37,157.28
Other operating income		112.50
		37,269.78
Other income		122.41
	(A)	**37,392.19**
Expenses		
Cost of materials consumed		14,548.34
Changes in inventories of work in progress		(90.59)
Employee benefit expenses		4,957.78
Finance costs		1,119.47
Depreciation and amortisation expense		1,595.88
Other expenses		17,097.83
	(B)	**39,228.71**
Loss adjusted in reserve and surplus in consolidated financial statements (A-B)		**(1,836.52)**
Loss adjusted in reserve and surplus in consolidated financial statements for minority's share eliminated in the previous year		**(457.99)**

29. Disclosures required under Accounting Standard – 15 "Employee Benefits" are given below:

Defined contribution plans

Contributions to defined contribution plans charged off for the year are as under:

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Group's contribution to provident fund	**489.61**	421.11
Group's contribution to superannuation fund	**75.47**	101.40
Group's contribution to employees' state insurance scheme	**123.81**	110.95
Group's contribution to Social security	**152.55**	182.03
Share of joint venture	**3.46**	3.52

Defined benefit plans

Gratuity: These are unfunded schemes, the present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognise each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Change in present value of obligation		
Present value of obligation as at the beginning of the year	**1,804.33**	1,800.14
Current service cost	**131.49**	118.21
Interest cost	**131.61**	143.92
Actuarial (gain) / loss	**149.27**	69.63
Benefits paid	**(289.78)**	(327.57)
Present value of obligation as at the end of the year	**1,926.92**	1,804.33
Non - current portion	**1,648.96**	1,550.31
Current portion	**277.96**	254.02
Share of joint venture	**9.23**	9.82
Change in plan assets	**Not applicable**	Not applicable
Plan assets at the beginning of the year	**-**	-
Expected return on plan assets		
Contribution by the Group		
Benefits paid		
Actuarial gain / (loss)		
Plan assets at the end of the year	**-**	-
Cost for the year		
Current service cost	**131.49**	118.21
Interest cost	**131.62**	143.92
Return on plan assets	**-**	-
Actuarial (gain) / loss	**149.27**	69.63
Net cost	**412.37**	331.76

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Share of joint venture	**1.63**	2.15
Constitution of plan assets	**Not applicable**	Not applicable
Principal actuarial assumptions		
Discount rate	**7.50%**	8.00%/7.97%
Rate of increase in compensation levels	**6.00%**	5.00-8.00%
Retirement age (Years)	**58/60**	58/60
Mortality table	**IALM (2006-08) Ultimate**	IALM (2006-08) Ultimate

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

(Rupees in lacs)

Particulars	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013
Present value of obligation at the end Share of joint venture	**1,926.92** **9.23**	1,804.33 9.82	1800.14 8.54	1784.86 11.90	1779.32 -
Fair value of plan assets at the end Share of joint venture	- -	- -	- -	- -	- -
Funded status: Surplus/(Deficit) Share of joint venture	**(1,926.92)** **(9.23)**	(1,804.33) (9.82)	(1800.14) (8.54)	(1784.86) (11.90)	(1779.32) -
Experience gain / (loss) adjustments on plan liabilities Share of joint venture	**(19.82)** **(0.61)**	(25.53) 0.16	(3.30) (0.26)	(13.19) (2.09)	78.02 -
Experience gain / (loss) adjustments on plan assets Share of joint venture	- -	- -	- -	- -	- -

30. In terms of the Scheme of Restructuring and Arrangement approved by the Delhi High Court vide its order dated October 29, 2003 under section 391-394 of the Companies Act, 1956 (Act) and subsequent modification thereto vide Delhi High Court order dated April 28, 2011 (hereinafter referred to as SORA), the DCM Limited as envisaged thereunder had:

a) entered into definitive agreement on February 16, 2004 with Purearth Infrastructure Limited (PIL), a co-promoted company, for sale of development rights in freehold and leasehold land at Bara Hindu Rao/Kishanganj for a total consideration of Rs. 28,812 lacs (includes Rs. 3,400 lacs on account of leasehold land out of which Rs. 2,400 lacs was subject to certain minimum profits being earned by PIL from the leasehold land). The status of these agreements is as under:

- In terms of the Freehold Definitive Agreement dated February 16, 2004, the Holding Company had, during the year 2003-04, recognised the sale of development rights to PIL in freehold land at Bara Hindu Rao for a consideration of Rs.14,449.92 lacs (excluding the outstanding of Rs.10,962.08 lacs against the sale of rights aggregating Rs. 39,567 lacs in the Previous years).
- In terms of the "Leasehold Definitive Agreement" ("LDA") dated February 16, 2004, pursuant to completion of its obligation to get the leases restored/converted from leasehold to freehold, the Holding Company had recognized the entire revenue of Rs. 3,400 lacs from sale of development rights in leasehold land in the year 2014-15 and 2015-16.
- The outstanding receivable from for the said sale of development rights in freehold and leasehold land is amounting to Rs. Nil (Previous year Rs 1,850.00 lacs) as at year end.

b) After considering the effect of Delhi High Court order dated April 28, 2011, the Holding Company, had complied with the debt repayment obligations including in respect of debentures, deposits, loans and related interest and where such amount has not been claimed by the concerned party, deposited an equivalent amount into a 'No Lien /Designated Account' with scheduled banks. Aggregate of amount so deposited as at the year-end is Rs. 19.52 lacs (Previous year: Rs.91.83 lacs).

31. The Board of Directors of the Holding Company, in its meeting held on October 15, 2016, approved a Scheme of Arrangement ("the Scheme") between DCM Limited and DCM Nouvelle Limited, a wholly owned subsidiary of DCM Limited, for the demerger of the Textile business of DCM Limited as defined in the scheme and vesting of the same with DCM Nouvelle Limited, on a going concern basis with effect from January 1, 2017, i.e. the appointed date. The aforesaid scheme is subject to approval from the concerned regulatory authorities. Pursuant to above, the required disclosures as per the Accounting Standard (AS) 24, 'Discontinuing Operations' relating to the above division/ business are given below:-

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Total revenue*	**58,719**	51,298
Total expenditure**	**55,834**	50,841
Profit before tax	**2,885**	457
Tax expense	**-**	-
Profit after tax	**2,885**	457
Assets	**39,219**	33,688
Liabilities (excluding borrowings)	**2,396**	1,438
Borrowings	**24,711**	22,348

* includes other income

** includes finance costs and corporate office expenses pertaining to discontinuing operations

Net cash flows attributable to the above discontinuing operations are as follows:

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Net cash inflows/(outflows) from operating activities	**206**	3,422
Net cash inflows/(outflows) from investing activities	**(458)**	(76)
Net cash inflows/(outflows) from financing activities	**196**	(3,297)
Net cash inflows/(outflows) for the year	**(56)**	48

32. The Board of Directors of the Holding Company, in its meeting held on October 15, 2016, approved a Composite scheme of arrangement ('the Composite Scheme') which was further amended in its subsequent meeting held on February 13, 2017 for the:-

a. Amalgamation of Tiara Investment Holdings Limited into Purearth Infrastructure Limited, a jointly controlled entity ('the Amalgamated Company'), with effect from December 31, 2016;

b. Demerger of the Real Estate business of DCM Limited, as defined in the Composite Scheme, into DCM Realty and Infrastructure Limited ('the Resulting Company'), on a going concern basis with effect from January 1, 2017; and

c. Following the amalgamation as referred to in (a) and demerger as referred to in (b) above, amalgamation of the Amalgamated Company, i.e. Purearth Infrastructure Limited with the Resulting Company, i.e. DCM Realty and Infrastructure Limited, with effect from January 1, 2017.

The Composite Scheme is subject to approval from the concerned regulatory authorities. Pursuant to above, the required disclosures as per the Accounting Standard (AS) 24, 'Discontinuing Operations' are given below:-

(Rupees in lacs)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Total revenue*	**1,177**	3,864
Total expenditure	**783**	1,276
Profit before tax	**394**	2,588
Tax expense	**4**	183
Profit after tax	**390**	2,405
Assets	**6,359**	8,283
Liabilities	**2,554**	2,611

* includes other income and exceptional items

Net cash flows attributable to the above discontinuing operations are as follows:

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Net cash inflows/(outflows) from operating activities	**2,391**	2,319
Net cash inflows/(outflows) from investing activities	**77**	12
Net cash inflows/(outflows) from financing activities	**228**	(399)
Net cash inflows/(outflows) for the year	**2,696**	1,932

33. The Board of Directors of the Holding Company, in its meeting held on March 31, 2017, approved a scheme of arrangement for the merger of Crescita Enterprises Private Limited ('the Transferor Company') with the Holding Company with effect from March 31, 2017 (i.e. the appointed date). After the above said merger, 48.35% shares of the Holding Company which are presently being held by the Transferor Company would be cancelled and the Holding Company would issue one new equity share of Rs. 10 each, as fully paid up at par, to each shareholder of the Transferor Company in proportion to their shareholding in the Transferor Company as on the record date. The aforesaid scheme is subject to approval from the concerned regulatory authorities.

34. Estimated amount of contracts remaining to be executed on capital account (net of capital advances) and not provided for in the consolidated financial statements aggregate Rs. 80.99 lacs (Previous year: Rs. 195.00 lacs), including share of joint venture Rs. Nil (Previous year : Rs. Nil).

35. Contingent liabilities not provided for:

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Claims not acknowledged as debts:		
Excise claims	**512.40**	512.40
Sales tax matters	**277.21**	277.21
Income-tax matters	**345.32**	293.99
Customs duty	**12.55**	12.55
Employees' claims (to the extent ascertained)	**43.47**	42.70
Property tax	**283.67**	283.67
Others	**321.09**	397.72
Share of joint venture	**2,651.22**	153.85

All the above matters are subject to legal proceedings in the ordinary course of business. The legal proceedings, when ultimately concluded will not, in the opinion of management, have a material effect on the results of operations or consolidated financial position of the Group.

36. Earnings per share:

S.No.	Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a)	Profit/(loss) after tax as per consolidated statement of profit and loss (rupees in lacs)	**(768.38)**	309.88
(b)	Profit/(loss) after tax as per consolidated statement of profit and loss (rupees in lacs) from continuing operations	**(4,043.33)**	(2,553.01)
(c)	Weighted average number of shares for computing basic earnings per share (face value of Rs. 10 per share)	**18,677,749**	17,379,037
	Add: dilution effect for shares to be issued	**-**	1,298,712
	Weighted average number of shares for computing diluted earnings per share (face value of Rs. 10 per share)	**18,677,749**	18,677,749
(d)	Earnings per share (Rs. per share)		
	Basic	**(4.11)**	1.78
	Diluted	**(4.11)**	1.66
(e)	Earnings per share (Rs. per share) from continuing operations		
	Basic	**(21.65)**	(14.68)
	Diluted	**(21.65)**	(13.66)

37. During the financial period 1992-93, the DCM Limited revalued the lands pertaining to its unit Hissar Textile Mills, Hissar, as of April 1, 1990, the date when the DCM Limited was re-organised, on the basis of valuation carried out by an approved valuer. This revaluation resulted in a surplus of Rs. 969 lacs, which was credited to the revaluation reserve, already adjusted in previous years.

38. Capital advances include Rs. 870.00 lacs (Previous year: Rs. 870.00 lacs) to acquire certain property under construction at New Delhi. The construction was a matter of litigation between the builder and the local authorities. The High Court of Delhi has allowed the builder to construct the property subject to certain conditions. The management is confident that the advance paid to acquire the property is good and fully recoverable.

39. In the previous years, the DCM Limited's claim for the refund of an Inter Corporate Deposit amounting to Rs.100 lacs against a body corporate was settled by the body corporate by issuing, in terms of an arbitration award, 0% non-cumulative, non-voting, redeemable preference shares of Rs.100 each to the DCM Limited, redeemable within 20 years. The management is confident that the investment acquired by the DCM Limited in preference shares of the body corporate is good and fully recoverable.

40. The Group's significant operating lease arrangements are in respect of premises (residential, office, stores, godown, etc.). These leasing arrangements, which are cancellable, are renewable at mutually agreeable terms. The lease rentals charged as employee benefits expense aggregate Rs. 111.25 lacs (Previous year Rs. 51.50 lacs) under note 24 and lease rentals charged as rent aggregate Rs. 108.74 lacs (Previous year Rs. 158.42 lacs) under note 27.

41. Exceptional items represent recovery of an amount (net of eliminations) during the year from jointly controlled entity pursuant to the settlement reached by the Holding Company.

42. Research and development expenditure

Holding Company has claimed weighted tax deductions on eligible research and development expenditure u/s 35(2AB) of the Income Tax Act, 1961 equivalent to 200% of such expenditure based on the approval received from Department of Scientific and Industrial Research (DSIR) w.e.f. May 28, 2015. The details of such expenditure are as follows:

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Capital expenditure		
Furniture	**-**	0.81
Plant and machinery	**3.70**	-
Computers	**1.03**	-
Revenue expenditure		
Salaries, wages and compensated absences	**157.25**	151.65
Contribution to provident and other funds	**8.68**	12.07
Travelling and conveyance	**6.35**	8.93
Others	**3.96**	5.78
Development expenditure	**118.61**	-
Total	**299.58**	179.24

43. Disclosure of Specified Bank Notes (SBNs) for the Group (as defined in the notification of Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407 (E) dated 08 November 2016) during the period November 08, 2016 to December 30, 2016, as required by Notification No. G.S.R 308(E) dated March 30, 2017 issued by the Ministry of Company Affairs:

(Rupees in lacs)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	7.78	10.55	18.33
Add: Permitted receipt transactions	-	27.77	27.77
Less : Paid for permitted transactions	-	30.64	30.64
Less : Deposited in bank accounts	7.78	-	7.78
Closing cash in hand as on December 30, 2016	-	7.68	7.68

Disclosure for jointly controlled entity (share of joint venture):

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	0.16	-	0.16
Add: Permitted receipt transactions	0.02*	0.47	0.49
Less : Paid for permitted transactions	-	0.30	0.30
Less : Deposited in bank accounts	0.18	-	0.18
Closing cash in hand as on December 30, 2016	-	0.17	0.17

* Represents return of imprest given to employees.

44. The schedule of provisions as required to be disclosed in compliance with Accounting Standard-29 on "Provisions, Contingent liabilities and Contingent Assets" is as under:

Particulars	Opening balance	Additional provision created during the year	Utilisation/ (re-versed) during the year	Closing balance
Provision for sales return				
Current year	49.54	73.76	-	123.30
Previous year	85.56	-	36.02	49.54

45. The construction work on Central Square Project, i.e. on Plaza 1, 2 and 3, has commenced and actual cost incurred has reached milestones to enable recognition of revenue. Completion certificates of Plazas 1, 2 and 3 of Central Square have been received from the appropriate authority and are now operational. The jointly controlled entity had started development activities in Plaza 4 in earlier years. With regard to its residential project, the jointly controlled entity during an earlier year, entered into a Joint Development Agreement (JDA) with M/s Basant Projects Limited (Unity) for joint development of the jointly controlled entity 's Residential Project (Park Square) at Kishanganj, Delhi, for which building plans have been sactioned by the appropriate authority during an earlier year. The construction work on the Park Square project has commenced during the earlier year and has reached milestone to enable recognition of revenue.

PIL, during earlier years, had made certain sale bookings of units in its Park Square and Central Square projects and is expected to incur losses on these sale bookings. The jointly controlled entity has recognized likely losses amounting to Rs. 498.54 lacs (Previous year Rs. 487.37 lacs) on such sale bookings of units forming part of Plaza 1, 2 and 3 of Central Square project and Rs. 2,223.14 lacs (Previous year Rs. 2,701.47 lacs) on such sale bookings of units forming part of Park Square project.

PIL has also received advances Rs. 3,335.87 lacs (Previous year Rs. 3,368.46 lacs) for sale bookings of units in Plaza 4 of Central Square project. These advances have been presented as 'advances from customers' under other current liabilities (share of the Group in these advances of joint venture are amounting Rs. 552.42 lacs {Previous year: Rs. 552.76 lacs} shown as share of joint venture under other current liabilities). The management of PIL is yet to draw up construction plans for Plaza 4 of Central Square project. Further, the revenue including price escalations and other recoveries in terms of the Scheme of Restructuring and understanding arrived with the booking holders of the project cannot be determined at this stage. Thus, the management of PIL has not been able to estimate the likely losses for such bookings under the Plaza 4 of Central Square project and hence has not provided such losses in its consolidated financial statements. Therefore, DCM Limited is also not able to provide for its shares of such losses in these consolidated financial statements.

46. SEGMENT REPORTING

a) The business segments comprise the following:

Textiles	- Yarn manufacturing
IT Services	- IT Infrastructure services and software development.
Real Estate	- Development at the Group's real estate site at Bara Hindu Rao / Kishan Ganj, Delhi.
Grey Iron Casting	- Manufacturer of Grey Iron casting for automobile

b) Business segments have been identified based on the nature and class of products and services, their customers and assessment of the differential risks and returns and financial reporting system within the Group.

c) The geographical segments considered for disclosure are based on location of customers, broadly as under:
- within India
- outside India

d) Segment accounting policies;

In addition to the significant accounting policies, applicable to the business as set out in note 1 'Notes to the consolidated financial statements', the accounting policies in relation to segment accounting are as under:

(i) Segment assets and liabilities:

All segment assets and liabilities have been allocated to the various segments on the basis of specific identification. Segment assets consist principally of fixed assets, capital work in progress, inventories, trade receivables, other current assets and loans and advances. Segment assets do not include unallocated corporate fixed assets, investments, advance tax and other assets not specifically identifiable with any segment.

Segment liabilities include all operating liabilities and consist principally of trade payables and accrued liabilities. Segment liabilities do not include borrowings and those related to income taxes.

(ii) Segment revenue and expenses:

Segment revenue and expenses are directly attributable to the segment and have been allocated to various segments on the basis of specific identification. Segment revenue does not include interest income and other incomes in respect of non-segmental activities. Segment expenses do not include depreciation on unallocated corporate fixed assets, interest expense, tax expense and other expense in respect of non-segmental activities.

Joint revenue and expenses of segments are allocated amongst them on a reasonable basis.

(iii) Inter segment sales:

Inter-segment sales are accounted for at cost and are eliminated in consolidation.

e. 1) Primary Segment information (Business Segments)

(Rupees in lacs)

	Particulars	Textiles**		IT Services		Real Estate**		Grey Iron Castings		Others		Segment total		Unallocated		Total company	
		Current Year	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
1	Segment revenue (net of excise duty)																
	External sales/services	**53,916.57**	47,091.54	**6,026.69**	6,570.20	**483.20**	2,031.57	**31,053.26**	29,238.14	**-**	-	**91,479.72**	84,931.45	-	-	**91,479.72**	84,931.45
	Other Operating income	**4,457.90**	3,784.79	**-**	-	**20.10**	# 1,824.93	**103.93**	166.73	**2.64**	0.03	**4,584.57**	5,776.48	-	-	**4,584.57**	5,776.48
	Total revenue	**58,374.47**	50,876.33	**6,026.69**	6,570.20	**503.30**	3,856.50	**31,157.19**	29,404.87	**2.64**	0.03	**96,064.29**	90,707.93	**-**	-	**96,064.29**	90,707.93
2	Segment results	**4,128.12**	2,115.16	**622.09**	503.32	*** 593.74**	2,731.29	**(2,264.94)**	(2,028.06)	**0.44**	(5.30)	**3,079.45**	3,316.41	**-**	-	**3,079.45**	3,316.41
	Unallocated corporate expenses/ income (net of unallocated income/ expenses)													**(1,225.97)**	(167.16)	**(1,225.97)**	(167.16)
3	Interest income													**270.40**	440.67	**270.40**	440.67
4	Profit before finance costs and tax															**2,123.88**	3,589.92
5	Finance costs													**2,873.37**	3,406.59	**2,873.37**	3,406.59
6	Profit/(loss) before tax															**(749.49)**	183.33
7	Provision for taxation													**18.89**	(126.55)	**18.89**	(126.55)
8	Profit/(loss) after taxation															**(768.38)**	309.88
9	Other information																
(a)	Segment assets	**39,219.45**	33,687.51	**2,698.54**	2,622.47	**6,383.46**	8,302.54	**18,219.39**	20,926.03	**356.09**	343.80	**66,876.93**	65,882.35			**66,876.93**	65,882.35
	Investments													**100.00**	100.00	**100.00**	100.00
	Other unallocated assets													**4,600.17**	4,089.71	**4,600.17**	4,089.71
	Total assets													**4,700.17**	4,189.71	**71,577.10**	70,072.06
(b)	Segment liabilities	**2,396.63**	1,437.94	**614.52**	695.26	**2,576.76**	2,634.43	**4,893.22**	5,700.56	**5.72**	5.41	**10,486.85**	10,473.60			**10,486.85**	10,473.60
	Share capital and reserves													**22,006.07**	22,830.35	**22,006.07**	22,830.35
	Loan funds													**37,742.18**	36,063.60	**37,742.18**	36,063.60
	Other unallocated liabilities													**1,342.00**	704.51	**1,342.00**	704.51
	Total liabilities															**71,577.10**	70,072.06
(c)	Capital expenditure	**631.95**	143.40	**48.12**	802.44	**1.38**	2.79	**389.42**	2,801.04	-	-	**1,070.87**	3,749.67	**116.52**	9.71	**1,187.39**	3,759.38
(d)	Depreciation	**1,916.17**	1,934.58	**27.13**	28.16	**5.70**	7.17	**1,797.00**	1,658.79	-	-	**3,746.00**	3,628.70	**27.79**	18.21	**3,773.79**	3,646.91
(e)	Non-cash expenditure other than depreciation	**0.47**	-	**5.52**	0.69	**-**	-	**6.33**	39.52	-	-	**12.32**	40.21	**-**	-	**12.32**	40.21

e. 2) Secondary segment information (Geographical segments) **(Rupees in lacs)**

	Year ended March 31, 2017	Year ended March 31, 2016
Segment revenue (net of excise duty)		
Revenue within India	* **62,389.46**	# 58,549.44
Revenue outside India	**33,674.83**	32,158.49
Total segment revenue	**96,064.29**	90,707.93
Segment assets		
Within India	**60,125.23**	60,324.55
Outside India	**6,751.70**	5,557.80
Total segment assets	**66,876.93**	65,882.35
Capital expenditure		
Within India	**1,185.64**	3,758.90
Outside India	**1.75**	0.48
Total segment capital expenditure	**1,187.39**	3,759.38

* includes exceptional items (refer note 41)
** Discontinuing operations (refer note 31 and 32)
\# refer note 49

47. Related party disclosures under Accounting Standard (AS) 18

A. Names of related parties with whom transactions have taken place during the year and nature of related party relationship:

I. Joint venture:

Purearth Infrastructure Limited (PIL)

II. Key management personnel and/or Individuals having direct or indirect control or significant influence, and their relatives:

a. Dr. Vinay Bharat Ram – Chairman and Managing Director (with effect from January 29, 2016)
b. Mr. Jitendra Tuli – Chairman and Managing Director (upto January 29, 2016)
c. Mr. Hemant Bharat Ram – President (Textiles division)
d. Mr. Sumant Bharat Ram – Chief Executive and Financial Officer
e. Mr. Rahil Bharat Ram – Son of Mr. Sumant Bharat Ram
f. Mr. Yuv Bharat Ram – Son of Mr. Sumant Bharat Ram

III Enterprises where key management personnel have significant influence

a. Aggresar Leasing and Finance Private Limited (ALFPL)
b. Betterways Finance and leasing Private Limited (BFLPL)
c. Xonix Enterprises Private Limited (XEPL)
d. Lotus Finance & Investments Private Limited (LFIPL)
e. Midopa Holdings Private Limited (MHPL)
f. Lotte Trading and Allied Services Private Limited (LTASPL)
g. Juhi Developers Private Limited (JDPL)
h. Teak Farms Private Limited (TFPL)
i. Crescita Enterprises Private Limited (CEPL)

B. Transactions with related parties:

i) Transactions with Joint Venture Company (net of eliminations):

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Expenses recovered	**53.18**	80.92
Sale of development rights	-	1,077.82
Exceptional items (refer note 41)	**674.00**	-
Interest income	**54.94**	58.93
Advance / consideration for purchase of rights in flats	**723.48**	-
Balance outstanding at the year end:		
a) Trade Receivable		
Current	-	1,546.33
b) Other receivables		
Current	-	53.04
c) Advance given for purchase of rights in flats	**1,675.76**	490.96
d) Advance recoverable/ (payable)	**5.94**	21.67

ii) Enterprises where key management personnel have significant influence

(Rupees in lacs)

Particulars		Year ended March 31, 2017	Year ended March 31, 2016
Dividend Paid	ALFPL	-	111.50
	BFLPL	-	48.69
	XEPL	-	23.33
	LTASPL	-	16.40
	LFIPL	-	16.07
	MHPL	-	15.96

iii) Transactions with key managerial personnel

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Remuneration *		
Dr. Vinay Bharat Ram	**153.95**	37.05
Mr. Hemant Bharat Ram	**183.06**	157.58
Mr. Sumant Bharat Ram	**134.24**	126.47
Sitting fees (including service tax)		
Mr. Jitendra Tuli	-	1.55

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Dividend paid		
Dr. Vinay Bharat Ram**	-	0.44
Mr. Sumant Bharat Ram	-	0.36
Mr. Rahil Bharat Ram	-	0.15
Mr. Yuv Bharat Ram	-	0.14
Guarantee taken during the year Mr. Sumant Bharat Ram (refer note 4)	**2,000.00**	-
Payables:		
Dr. Vinay Bharat Ram	**3.90**	-
Mr. Hemant Bharat Ram	**7.57**	-

* Does not include provision for leave salary and gratuity, since the provision is made for the Group as a whole on actuarial basis.

** includes Rs. Nil (Previous year: Rs. 0.24 lacs) paid to his wife Mrs. Panna Bharat Ram (deceased)

48. Quantitative data about Derivative Instruments:

Nature of derivative	Number of deals		Purpose		Amount in foreign currency (US $ in lacs)		Amount in Rupees (lacs)	
	Current year	Previous year	**Current year**	Previous year	**Current year**	Previous year	**Current year**	Previous year
Forward contract	**8**	2	**Hedge**	Hedge	**15.17**	1.50	**1,094.72**	101.25

Foreign currency exposures of the Group that are not hedged by derivative instruments or otherwise are as follows:-

Particulars	As at March 31, 2017			As at March 31, 2016		
	Amount in Foreign currency (lacs)		Amount in Rupees (lacs)	Amount in Foreign currency (lacs)		Amount in Rupees (lacs)
Trade receivables	**US$**	**23.92**	**1,544.27**	US$	32.36	2,137.17
Cash and Bank	**US$**	**9.86**	**636.11**	US$	7.43	490.49
Loans and Advances	**US$**	**1.83**	**117.81**	US$	1.88	124.69
	Euro	**0.44**	**30.77**	Euro	0.49	37.50
Trade Payable & Current Liabilities	**US$**	**5.51**	**359.37**	US$	5.68	375.58
	Euro	**0.50**	**35.18**	Euro	0.42	31.57

49. The Holding Company has written back a liability amounting to Rs. 1,813.46 lacs during the previous year ended March 31, 2016 payable to a body corporate in terms of Memorandum of Understanding dated March 31, 2016 reached by jointly controlled entity with the said body corporate and the Holding Company.

50. Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013 :

(Rupees in lacs)

Name of the entity	Net assets (Total assets - total liabilities)		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Parent				
DCM Limited	106.25%	23,381.10	(50.01%)	(383.95)
Indian Subsidiaries				
DCM Realty Investment & Consulting Limited	1.40%	309.17	0.26%	1.99
DCM Tools & Dies Limited	0.03%	6.68	0.01%	0.08
DCM Textiles Limited	0.03%	5.98	0.01%	0.04
DCM Finance & Leasing Limited	0.05%	11.21	0.03%	0.25
DCM Data Systems Limited	0.02%	5.05	-	0.02
DCM Nouvelle Limited	0.02%	4.52	(0.06%)	(0.48)
DCM Realty and Infrastructure Limited	0.02%	4.52	(0.06%)	(0.48)
Indian Joint Ventures (as per proportionate consolidation)				
Purearth Infrastructure Limited	9.87%	2,171.64	(49.66%)	(381.26)
Subtotal	**117.69%**	**25,899.87**	**(99.48%)**	**(763.79)**
Total Eliminations	(17.69%)	(3,893.80)	(0.52%)	(3.95)
Total	**100.00%**	**22,006.07**	**(100.00%)**	**(767.74)**

51. Expenditure on corporate social responsibility

(Rupees in lacs)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Gross amount required to be spent	**45.64**	69.70
Amount spent:		
Promotion of education	**18.88**	22.66
Others	**0.50**	-

52. Previous year figures have been regrouped/ recast wherever considered necessary to make them comparable with those of the current year.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm's registration no.: 101248W/W-100022

For and on behalf of the Board of Directors

Kaushal Kishore
Partner
Membership No.: 090075

Dr. Vinay Bharat Ram
Chairman and Managing Director
DIN: 00052826

Bipin Maira
Director
DIN: 05127804

Sumant Bharat Ram
Chief Executive and Financial Officer

Ashwani Singhal
Executive Vice President
(Finance and Accounts)

Place : New Delhi
Date : July 6, 2017

Yadvinder Goyal
Company Secretary

Cut Here

DCM LIMITED

Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008
CIN: L74899DL1889PLC000004,
e-mail: investors@dcm.in, website: www.dcm.in,
Ph: 011-25719967, **Fax:** 011-25765214

PROXY FORM

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

127TH ANNUAL GENERAL MEETING - SEPTEMBER 22, 2017

Name of the Member(s):

Registered address:

Email:

Folio No. / Client ID: | | | | | | | | | DP ID: | | | | | | | | |

I/ We, being the member(s) of ……………………………………………………… shares of the DCM Limited, hereby appoint;

Name : ………………………………………………………………………… Email : ……………………………………………………………………
Address : ………
………………………………………………………………………………… Signature : ……………………………………………………………………
or failing him/ her;

Name : ………………………………………………………………………… Email : ……………………………………………………………………
Address : ………
…………………………………………………………………………………Signature : ……………………………………………………………………
or failing him/ her;

Name : ………………………………………………………………………… Email : ……………………………………………………………………
Address : ………
…………………………………………………………………………………Signature : ……………………………………………………………………
as my / our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the 127th Annual General Meeting of the Company, to be held on Friday, September 22, 2017, at 11:00 a.m. at the MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi-110 054, and at any adjournment thereof in respect of such resolutions as are indicated over leaf:

Resolution Number	Resolutions	Vote (Optional see Note 4)	
		For	Against
Ordinary Business			
1	Adoption of: a. the audited standalone financial statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 together with Report of Auditors thereon		
2	Appointment of a director in place of Dr. Vinay Bharat Ram, who retires by rotation and being eligible, offers himself for re- appointment		
3	Ratification of appointment of M/s BSR & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration		
Special Business			
4	Approval for ratification of remuneration payable to the Cost Auditors for financial year 2017-18		

Affix revenue stamp of not Less than Rs. 0.15

Signed this .... day of 2017

....
Signature of the member

....

Signature of the first proxy holder   Signature of the second proxy holder   Signature of the third proxy holder

Notes:

1. **This form of proxy in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.**
2. **A Proxy need not be a member of the Company.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. It is optional to indicate your preference. Please put ' √ ' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.

DCM

DCM LIMITED
Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008
CIN: L74899DL1889PLC000004,
e-mail: investors@dcm.in, website: www.dcm.in,
Ph: 011-25719967, **Fax:** 011-25765214

ATTENDANCE SLIP

127TH ANNUAL GENERAL MEETING - SEPTEMBER 22, 2017

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 127th Annual General Meeting of the Company at the MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi - 110054, on Friday, September 22, 2017, at 11:00 A.M.

....	....	....
Member's Folio/DP. ID - Client ID No.	**Name of the member / proxy (in BLOCK letters)**	**Signature of the member / proxy**

Note : 1. *Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.*

2. No bags, briefcases, drinks and eatables will be allowed to be carried inside the auditorium.

DCM

DCM LIMITED
Registered Office: Vikrant Tower, 4, Rajendra Place, New Delhi - 110008
CIN: L74899DL1889PLC000004,
e-mail: investors@dcm.in, website: www.dcm.in,
Ph: 011-25719967, **Fax:** 011-25765214

REMOTE E - VOTING PARTICULARS

EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD / PIN

Note: Please read instructions given at Note Nos. 17 to 21 of the Notice of the 127th Annual General Meeting carefully before voting electronically.