

**Independent Auditors' Report
To The Members of Semac Consultants Private Limited**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Semac Consultants Private Limited** ("the Company"), which comprise the balance sheet as at March 31, 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 under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 standalone financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone 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 standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 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 Section 143(11) 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 purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The balance sheet, 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 and the Companies (Accounting Standards) Amendment Rules, 2016 as amended;
 - e) On the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;



- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- 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, as amended 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 as at March 31, 2017 on its financial position in its standalone financial statements - Refer Note 28 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - iv. The Company has provided requisite disclosures in Note 38 to these financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the Management.

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N



Sunil Wahal
Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 29, 2017

Annexure A to the Independent Auditor's Report to the members of Semac Consultants Private Limited on its standalone financial statements dated May 29, 2017

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets are physically verified by the management according to a phased program designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, the fixed assets has been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) The title deed of immovable property is held in the name of the company.
- (ii) According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said Order is not applicable to the company.
- (iii) (a) The Company has granted loan to a party covered in the register maintained under section 189 of the Act. In our opinion and according to the information and explanation given to us, the terms and conditions of loan are not prejudicial to the Company's interest.
- (b) The Company has granted tenure based loan to party covered in the register maintained under section 189 of the Act, the loans have been appropriately rolled forward. The repayment of loan is as per tenure only. The payment of interest has been regular.
- (c) There are no amount of loans which are outstanding for more than ninety days.
- (iv) As per the information and explanation given to us and on the basis of our examination of the records, the company has complied with provision of section 185 and 186 of the Act, with respect to the loans and investment made.
- (v) As the company has not accepted deposits, the directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other provisions of the companies Act and rules framed there under, are not applicable.
- (vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under section 148 of the Act for the activities undertaken by the company.



- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and as per the books and records examined by us, there are no dues in respect of sales tax, income tax, services tax, excise duty, custom duty, cess and Value added tax which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayments of its dues to banks/financial institution. The company does not have any debenture and government dues.
- (ix) According to the information and explanations given by the management, the Company has not raised any monies by way of initial public offer or further public offer during the financial year, and the Company has not raised any term loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the company.
- (x) In our opinion and on the basis of information and explanations given to us, no cases of fraud by the Company or fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us, the provisions of section 197 read with Schedule V to the Act, do not apply on the company hence clause (xi) of the Order is not applicable to the company.
- (xii) In our opinion, the Company is not a Nidhi Company, therefore the provision of clause (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion, and according to the information and explanations given to us during the course of audit, transactions with the related parties are in compliance with section 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence the related reporting requirement of the Order are not applicable.
- (xiv) As the Company has not made any preferential allotment and private placement of shares or fully & partly convertible debentures during the year under review, the requirement of section 42 of the Act are not applicable.



- (xv) In our opinion and on the basis of information and explanations given to us, the Company has not entered into non-cash transactions with directors and persons connected with him. Hence, the provisions of section 192 of Act are not applicable.
- (xvi) In our opinion and on the basis of information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N



Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 29, 2017

Annexure B to the Independent Auditor's Report to the members of Semac consultants Private Limited on its standalone financial statements dated May 29, 2017

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section.

We have audited the internal financial controls over financial reporting of **Semac Consultants Private Limited** ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, 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.

An audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.



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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) 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 authorizations of management and directors of the company; and
- c) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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



Opinion

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

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N



Sunil Wahal
Partner

Membership No. 087294

Place: New Delhi
Date: May 29, 2017



SEM MAC CONSULTANTS PRIVATE LIMITED

STANDALONE FINANCIAL STATEMENTS FOR FY2016-17

Statutory Auditors
S. S. Kothari Mehta & Co.

Semac Consultants Private Limited
Balance sheet as at March 31, 2017

		(Amount in Rs.)	
	Note	As at 31st March, 2017	As at 31st March, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	3	182,08,920	182,08,920
Reserves and surplus	4	4175,15,475	4934,96,438
Total shareholders' funds		4357,24,395	5117,05,358
Non-current liabilities			
Long-term borrowings	5	6,97,702	9,19,707
Other long-term liabilities	6	57,92,273	14,87,662
Long-term provisions	7	363,15,346	321,83,159
Total non-current liabilities		428,05,321	345,90,528
Current liabilities			
Short-term borrowings	8	398,95,474	548,59,300
Trade payables	9		
(i) Total outstanding dues of micro & small enterprises		-	-
(ii) Total outstanding dues of other than micro & small enterprises		1187,76,240	846,73,465
Short-term provisions	10	181,46,126	195,68,842
Other current liabilities	11	614,64,481	700,74,932
Total current liabilities		2382,82,321	2291,76,539
		7168,12,037	7754,72,426
ASSETS			
Non-current assets			
Fixed assets			
(i) Tangible assets	12	133,43,615	121,18,001
(ii) Intangible assets	12	37,24,873	55,28,498
Non-current investments	13	313,68,400	13,68,400
Deferred tax assets (net)	14	413,52,495	204,98,678
Long-term loans and advances	15	768,62,453	908,58,223
Other non-current assets	16	47,42,782	161,86,591
Total non-current assets		1713,94,618	1465,58,391
Current Assets			
Current investments	17	-	200,00,000
Trade receivables	18	2535,40,647	2945,52,726
Cash & bank	19	1544,22,627	1429,75,691
Short-term loans and advances	20	981,11,836	1312,47,462
Other current assets	21	393,42,309	401,38,155
Total current Assets		5454,17,419	6289,14,034
		7168,12,037	7754,72,426

Significant Accounting Policies

2

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Co.

Chartered Accountants

Firm registration number : 000756N

Sunil Wahal

Partner

Membership No: 087294

Place : New Delhi

Date : 29th May 2017



For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Chaitanya Dalmia

Director

DIN : 00028402

Vikas Jain

Chief financial officer

B. D. Narang

Director

DIN : 00038052

Place : Mumbai

Date : 29th May 2017

Semac Consultants Private Limited
Statement of profit and loss for the year ended March 31,2017

	Note	For the year ended 31st March, 2017	(Amount in Rs.) For the year ended 31st March, 2016
Revenue from operations			
Sales	22	6559,78,666	8256,15,809
Other income	23	436,20,648	387,22,439
Total revenue		6995,99,315	8643,38,248
Expenses			
Cost of services (works contract)	24	2171,12,956	2364,94,096
Employee benefits expense	25	3197,09,395	3253,82,813
Professional expense		1132,84,424	914,45,879
Finance costs	26	30,00,729	107,18,339
Depreciation and amortization expense	12	50,72,050	109,95,650
Other expenses	27	1275,40,753	1402,46,157
Total expenses		7857,20,306	8152,82,933
(Loss)/ Profit before exceptional items and tax		(861,20,992)	490,55,315
Exceptional item		-	-
(Loss)/ Profit Before Tax		(861,20,992)	490,55,315
Tax expenses :			
Current tax		-	312,71,827
Deferred tax	14	(208,53,816)	(30,07,187)
Income tax relating to earlier years		107,13,788	-
		(101,40,028)	282,64,640
Net (loss)/ profit for the year		(759,80,964)	207,90,675
Earnings per equity share (par value of Rs.10 each)			
Basic (Rs.)	35	(41.73)	11.42
Diluted (Rs.)	35	(41.73)	11.42
Significant accounting policies	2		

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm registration number: 000756N


Sunil Wahal
Partner
Membership No: 087294




Place : New Delhi
Date : 29th May 2017

For and on Behalf of the Board of Directors
Semac Consultants Private Limited


Chaitanya Dalmia
Director
DIN : 00028402


Vikas Jain
Chief financial officer

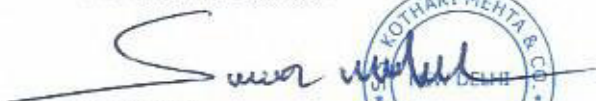

B-D. Narang
Director
DIN : 00038052

Place : Mumbai
Date : 29th May 2017

SEMAC CONSULTANTS PRIVATE LIMITED
Cash flow statement for the year ended March 31, 2017

Particulars	For the year ended 31 March 2017	For the year ended 31 March 2016
A. Cash flows from operating activities		
Net (loss)/ profit before tax	(861,20,992)	490,55,315
Depreciation	50,72,050	109,95,650
(Profit) / loss on sale of fixed assets	(47,941)	(97,000)
Interest income	(206,16,315)	(297,80,557)
Interest on borrowings	18,92,178	72,20,980
Provision for bad debts	53,63,534	21,04,349
Provision for advances given to related party	196,42,729	-
Provision on diminution of investments	-	11,71,688
(Profit)/Loss on sale of investments	(12,21,974)	-
Bad debts written off	96,58,056	268,74,676
Provision for expenses	41,32,187	61,72,631
Operating (loss)/profit before working capital changes	(622,46,487)	737,17,732
Changes in working capital		
(Increase)/decrease in trade receivable	259,90,489	(870,54,238)
(Increase)/decrease in short term advances	331,35,626	474,69,054
(Increase)/decrease in other current assets	7,95,846	(306,56,275)
Increase/(decrease) in short term borrowings	(149,63,826)	317,07,486
Increase/(decrease) in trade payables	341,02,776	735,23,304
Increase/(decrease) in short terms provisions	(14,22,716)	22,81,197
Increase/(decrease) in other current liabilities	(86,10,452)	167,99,205
Increase/(decrease) in long term loans and advances	86,241	63,79,120
Cash generated from operations	691,13,984	604,48,853
Direct taxes paid (net of refund)	(164,46,988)	(324,35,418)
Net cash (used in)/ from operating activities	(95,79,491)	1017,31,167
B. Cash flows from investing activities		
Purchase of fixed assets	(55,25,555)	(62,29,485)
Sale of fixed assets	10,79,458	3,61,999
Purchase of investments	(300,00,000)	(8,83,767)
Sale/redemption of investments (Net)	212,21,974	-
Interest received	206,16,315	275,92,607
Deposits with more than 12 months maturity	114,43,809	(69,78,246)
Net cash used in investing activities	188,36,000	138,63,108
C. Cash flows from financing activities		
Proceeds from/(repayment) of borrowings	40,82,604	10,40,639
Interest paid	(18,92,178)	(72,20,980)
Net cash from/(used in) financing activities	21,90,426	(61,80,341)
Net increase in cash and cash equivalents	114,46,935	1094,13,935
Cash and cash equivalents		
Beginning of the year	1429,75,691	335,61,756
End of the year	1544,22,627	1429,75,691

For S.S. Kothari Mehta & Company
Chartered Accountants



Sunil Wahal
Partner
Membership No: 087294
Firm registration number : 000756N



Place : New Delhi
Date : 29th May 2017

For and on Behalf of the Board of Directors
Semac Consultants Private Limited



Chaitanya Dalmia
Director
DIN : 00028402

Vikas Jain
Chief financial officer





B. D. Narang
Director
DIN : 00038052

Place : Mumbai
Date : 29th May 2017

1 Corporate Information

Semac Consultants Private Limited ("the company") was incorporated as a private company and registered on Jan 16, 1987 under the Companies Act 1956 (superseded by Companies, Act 2013). the company is a subsidiary of revathi equipment ltd which is currently listed on Bombay Stock Exchange and National Stock Exchange. the company is pioneers in design engineering consulting, with the end-to-end capabilities across architecture, structural, electrical, public health engineering (PHE), fire protection, heating ventilation and air conditioning (HVAC), lead certifications and energy audit domains.

2 Significant Accounting Policies

2.1 Basis of Preparation of Financial Statements

The financial statements have been prepared in accordance with the generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the accounting Standards specified under Section 133 of Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting standards) amendments Rules 2016, as amended. These accounts have been prepared on accrual basis and under historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.2 Use of Estimates

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

2.3 Tangible Assets

Fixed assets are stated at historical cost less accumulated depreciation and impairment loss if any. Historical cost comprises the purchase price (net of centvat / duty credits wherever applicable) and all direct costs attributable to bringing the asset to its working condition for intended use. Subsequent expenditure related to an item of fixed assets is added to the booked value only if it increases the future benefit from the existing assets beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintained and cost of replacing parts, are charged to statement of profit & loss for the period during which such expenses are incurred.

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

2.4 Intangible Assets

Intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition, assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

2.5 Depreciation / amortisation

Tangible fixed assets

The company has provided depreciation on written down value basis by adopting useful life of at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch where depreciation is provided on a straight line basis over the useful life of assets as ascertained by the management. All assets costing ₹ 5,000 or below are fully depreciated in the year of addition. The company has adopted the residual value of 2%.

Intangible fixed assets

Intangible assets- Computer software are amortized over a period over the period of 3 to 5 years on written down value basis.

2.6 Impairment

Fixed assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of the fixed assets is determined. An impairment loss is recognised, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is greater of assets' net selling price or its value in use. In assessing value in use, the estimated future cash flows from the use of assets are discounted to their present value at appropriate rate. An impairment loss is reversed if there has been change in the recoverable amount and such loss either no longer exists or has decreased. Impairment loss/reversal thereof, which in case of CGU, are allocated to its assets on a pro-rata basis, is adjusted to carrying value of the respective assets.

2.7 Investments

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

2.8 Revenue recognition

a) Income for engineering consultancy and project management services is recorded in the books on the basis of issuance of invoices as per agreed terms with the customer and generally on the basis of confirmation of the work done by the customer. When there is uncertainty as to the measurement of work being done or ultimate collectability, revenue recognition is postponed till resolution thereof. Revenue for construction job and services is account for on completion of the work as per agreed terms.

b) Interest income is recognized on time basis and is determined by the amount outstanding and rate applicable.

c) Dividend income is recognized as and when right to receive payment is established.

2.9 Income Tax

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

The deferred tax charge or credit and the corresponding deferred tax liability and assets are recognised using the tax rates that have been enacted or substantively enacted on the balance sheet date. Deferred tax assets are recognised only to the extent where there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward business loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date to reassess their realisability.



2.10 Retirement and other employee benefits

Short-term employee benefits

The employee benefits payable only within 12 months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, leave travel allowance, short-term compensated absences, etc., and the expected cost of bonus are recognized in the period in which the employee renders the related services.

Post employment benefits

Defined contribution plan : The Company has contributed to state governed Provident Fund Scheme, and Employee Pension Scheme which are Defined Contribution Plans. Contribution paid or payable under the Schemes is recognized during the period in which employee renders the related service.

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 Company has an Employee Gratuity Fund managed by Life Insurance Corporation. The provision made during the year is charged to profit and loss account.

In respect of overseas branch, provision is made for end-of-service gratuity liability in accordance with the local labour laws.

The company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

2.11 Foreign currency transactions

Transactions in foreign currencies are accounted for at the exchange rate prevailing on the date of transaction. Foreign currency monetary assets and liabilities at the year end are transacted at the year end exchange rates. Non-monetary items other than fixed assets, which are carried in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expenses and are adjusted to the profit and loss account under the respective heads of account.

In respect of the overseas branch, all transactions are translated using the average rates. Branch monetary assets and liabilities are restated at the year end rates. Differences arising therefrom are considered as expenses or income as the case may be.

2.12 Segment reporting

(a) Identification of segments:

The company's operating business are organized and managed separately according to the nature of products manufactured and services provided, with each segment representing a strategic business unit that offers different products.

(b) Allocation of common costs:

Common allocable costs are allocated to each segment

(c) Inter-Segment Revenue

The company generally accounts for intersegment sales and transfer at cost plus appropriate margin.

2.13 Cash and cash equivalents

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

2.14 Borrowing costs

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

2.15 Provisions

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

2.16 Contingent liabilities

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

2.17 Earnings Per Share

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



		(Amount in Rs.)	
		As at	As at
		31 March 2017	31 March 2016
3	Share capital		
	Authorised:		
	20,00,000 (Previous year 20,00,000) Equity Shares of Rs.10/- each	200,00,000	200,00,000
	Issued, subscribed and fully paid up :		
	18,20,892 (previous year 18,20,892) equity shares of Rs.10/- each	182,08,920	182,08,920
		182,08,920	182,08,920

a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year		As at 31 March 2017		As at 31 March 2016	
Equity shares		No. of shares	Rs.	No. of shares	Rs.
	At the beginning of the year	18,20,892	182,08,920	18,20,892	182,08,920
	Issued during the year	-	-	-	-
	At the end of the year	18,20,892	182,08,920	18,20,892	182,08,920

b) Equity shares held by holding company		As at 31 March 2017		As at 31 March 2016	
		No. of shares	% holding	No. of shares	% holding
	Revathi Equipment Ltd.	14,01,858	76.99	14,01,858	76.99

c) Details of equity shareholders holding more than 5% shares in the Company		As at 31 March 2017		As at 31 March 2016	
		No. of shares	% holding	No. of shares	% holding
	Equity shares of Rs. 10 each fully paid up				
	Revathi Equipment Ltd. (the Holding Company)	14,01,858	76.99	14,01,858	76.99
	B. S. Aswathnarayan	97,390	5.35	97,390	5.35
	T. S. Gururaj	95,851	5.26	95,851	5.26
		15,95,099	87.60	15,95,099	87.60

d) Terms and rights attached to equity shares :
The Company has only one type of equity share having par value of Rs. 10/- each per share. All shares rank pari passu with respect to dividend, voting rights and other terms. Each shareholder is entitled to one vote per share except, in respect of any shares on which any calls or other sums payable have not been paid. The Company pays and declares dividends in Indian Rupees. Whenever dividend (if any) is proposed by the Board of Directors, the same is subject to approval of shareholders in the ensuing Annual General Meeting.

The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

During the year ended 31st March, 2017 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (Previous Year Rs. NIL)

e) The company has not issued any shares for consideration other than cash including bonus share and shares brought back during the period of five years immediately preceding the reporting date.

		(Amount in Rs.)	
		As at	As at
		31 March 2017	31 March 2016
4	Reserves and surplus		
	General reserve		
	Balance as per last financial statements	1641,27,053	1641,27,053
	Changes during the year	-	-
	Closing Balance	1641,27,053	1641,27,053
	Surplus in the statement of profit and loss		
	Balance as per last financial statement	3293,69,385	3085,78,710
	Add : (Loss)/Profit for the year	(759,80,964)	207,90,675
	Balance at the end of the year	2533,88,422	3293,69,385
	Total reserve and surplus	4175,15,475	4934,96,438

5 Long term borrowings (Secured)		Non-current portion		Current portion	
		As at	As at	As at	As at
		31 March 2017	31 March 2016	31 March 2017	31 March 2016
	Term loan from ICICI Bank (refer footnote a)	6,97,702	9,19,707	2,36,002	2,08,578
	Vehicle Term Loan from bank (refer footnote b)	-	-	27,756	1,36,663
	Vehicle term loan from others (refer footnote c)	-	-	-	1,06,692
		6,97,702	9,19,707	2,63,758	4,51,933
	Less: Amount disclosed under the head "Other current liability" (refer note no. 11)	-	-	(2,63,758)	(4,51,933)
		6,97,702	9,19,707	-	-



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017

- a) Term loan from ICICI bank, taken @ 14.5% is secured by Mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 29,676 each (starting from November 2005 for a period of 177 months)
- b) Vehicle Loan from corporation bank, taken @ 10.75% interest is secured by hypothecation of vehicle is payable in EMI of Rs. 9,787 (starting from July 2014 for a period of 36 months).
- c) Vehicle Loan from Sriram Finance, taken @ 12% interest was secured by hypothecation of vehicle & is payable in EMI of Rs. 12,467 (starting from April 2014 for a period of 36 months) has been duly repaid in March 2017.

6	Other long term liabilities	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Retention money payable	57,92,273	14,87,662
		57,92,273	14,87,662
7	Long term provisions	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Provision for employee benefits (refer note 31)		
	Provision for gratuity	331,19,639	296,52,643
	Provision for leave salary	31,95,707	25,30,516
		363,15,346	321,83,159
8	Short term borrowings (unsecured)	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Amount due to related parties*	198,85,076	148,59,300
	Loan from body corporate**	-	400,00,000
	Working Capital Borrowings from Banks (repayable on demand) ***	200,10,398	-
		398,95,474	548,59,300

* The loan taken from the subsidiary company carrying interest @ 8% p.a and is repayable on demand.

** The above loan was taken from Hari Investment Pvt Ltd carrying interest @ 12% p.a. The loan has been repaid in April 2016

*** The borrowing is secured by First Pari Pasu charge on the current assets of the company along with Lakshmi Vilas Bank and FDR for Rs. 4 Crore has been marked as lien in favour of Yes Bank Ltd.

9	Trade payables	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Trade payables	1187,76,240	846,73,465
		1187,76,240	846,73,465

- a) Based on the information available with the Company, there are no supplier as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" and hence the disclosure as required in Section 22 of the said Act has not been given in these accounts. This information has been relied upon by the auditors.

10	Short term provisions	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Provision for gratuity	48,86,845	65,20,140
	Provision for leave salary	8,59,281	6,48,702
	Provision for contingency*	124,00,000	124,00,000
		181,46,126	195,68,842

*Claim made by a client which is under dispute.

11	Other current liabilities	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Current maturity of long term borrowings		
	Vehicle loan from bank	27,756	1,36,663
	Vehicle loan from others	-	1,06,692
	Term loan from ICICI Bank	2,36,002	2,08,578
		2,63,758	4,51,933
	Advance from clients	28,23,742	88,06,643
	Statutory liabilities	113,97,976	106,27,564
	Employee related dues	315,47,533	337,96,936
	Expenses payable	154,31,473	163,91,856
		614,64,481	700,74,932



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017
Schedule 12
Fixed Assets

Sl. No.	Description of Asset	GROSS BLOCK			DEPRECIATION			NET BLOCK	
		Cost as at April 1, 2016 Rs.	Additions/ adjustment during the year Rs.	Deduction During The Year Rs.	Cost as on March 31, 2017 Rs.	Additions During The Year Rs.	Deduction During The Year Rs.	As at March 31, 2017 Rs.	As at April 1, 2016 Rs.
	TANGIBLE ASSETS								
1	BUILDINGS	77,22,696	-	-	77,22,696	2,75,755	-	37,63,720	39,58,976
2	PLANT & MACHINERY	93,44,848	-	-	93,44,848	8,261	39,166	82,72,522	10,72,326
3	COMPUTERS (END-USER DEVICES)	555,76,988	20,78,118	72,759	575,82,347	3,18,542	2,33,434	552,71,102	23,11,245
4	COMPUTERS (SERVERS & NETWORKS)	10,89,204	1,15,920	-	12,05,124	3,42,154	-	10,72,352	1,32,772
5	OFFICE EQUIPMENTS	146,18,457	2,13,568	64,661	147,67,364	4,11,380	-	139,07,434	8,59,930
6	GENERAL FURNITURE & FITTINGS	210,29,831	10,78,376	12,721	220,95,486	10,60,534	-	178,08,520	42,86,966
7	MOTOR VEHICLE - CARS	78,25,656	-	9,72,150	68,53,506	1,61,240	13,70,477	63,68,658	4,84,848
8	MOTOR VEHICLE - MOTORCYCLE	51,950	-	-	51,950	24,517	17,846	34,505	17,445
9	LEASE HOLD IMPROVEMENTS	26,46,109	-	-	26,46,109	13,594	-	25,91,551	54,558
10	ELECTRICAL INSTALLATION	26,78,806	-	1,00,976	25,77,830	78,731	-	24,13,281	1,64,549
	TOTAL TANGIBLE ASSETS (A)	1225,84,545	34,85,981	12,23,266	1248,47,260	26,98,024	16,60,922	1115,03,645	133,43,615
	INTANGIBLE ASSETS								
10	INTANGIBLE ASSETS - SOFTWARE	469,01,167	20,39,574	14,69,174	474,71,567	23,74,025	-	437,46,694	37,24,873
	TOTAL INTANGIBLE ASSETS (B)	469,01,167	20,39,574	14,69,174	474,71,567	23,74,025	-	437,46,694	37,24,873
	TOTAL (A + B)	1694,85,712	55,25,555	26,92,440	1733,18,828	50,72,050	16,60,922	1552,50,339	170,68,489
	PREVIOUS YEAR	1635,21,226	62,29,485	2,64,999	1694,85,712	109,95,650	-	1518,39,212	176,46,500

Note : Opening Gross Block & Accumulated Depreciation of assets have been regrouped in line with Schedule - II of the Companies Act 2013.



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31,2017

13	Non current investments	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	(At cost unless otherwise stated) (Non trade- unquoted)		
	In Equity instruments :		
a)	Shares in subsidiary company : 1,63,150 (previous year 1,63,150) equity shares of Omani Riyal 1/- each fully paid-up in Semac Oman - LLC, Muscat, Sultanate of Oman	6,62,800	6,62,800
b)	Shares in Joint Venture : 98 (previous year 98) paid-up shares of Qatari Riyal 1000/- each fully paid-up in Semac Qatar WLL, Doha	11,71,688	
	Less: Provision for diminution	(11,71,688)	-
c)	Share in other bodies corporate 128 (previous year 128) paid-up equity shares of Rs. 25/- each fully paid-up in Shamrao Vittal Co-op. Bank Ltd.	3,200	3,200
	74,050 (previous year 74,050) fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd, (Non trade - quoted) :	6,66,400	6,66,400
d)	Share in other bodies corporate 3,600 (previous year 3,600) fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	36,000	36,000
e)	Investments in debentures (quoted) 300 units (previous year nil) fully paid up debentures of Rs. 1,00,000 each	300,00,000	-
		313,68,400	13,68,400
	Aggregate amount of quoted investments	300,36,000	36,000
	Market value of quoted investments	298,89,280	35,640
	Aggregate amount of unquoted investments	25,04,088	25,04,088
	Provision for diminution in investment	(11,71,688)	11,71,688
	Informations pertaining to joint venture are given in note 32		
14	Deferred tax assets (net)	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Deferred tax assets :		
	Expenses allowable on payment basis and others	167,14,335	142,66,694
	Carry forward losses and unabsorbed depreciation	227,81,948	-
	Depreciation difference	-	55,03,711
	Provision for doubtful debt	18,56,212	7,28,273
		413,52,495	204,98,678
	Deferred tax liabilities :	-	-
		413,52,495	204,98,678
	a) Provision created for advances given to Semac Qatar WLL (Joint Venture), has not been considered for deferred tax computation.		
	b) Based on the contribution on unexecuted projects in hand management has created the deferred tax assets on unabsorbed depreciation and loss and the auditor has relied on the same.		
15	Long term loans and advances (Unsecured)	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Security deposit (long term)	49,52,430	59,13,295
	Advance income taxes (net)	719,10,023	661,76,823
	(Net of provision of Rs. 2,11,40,360, previous year Rs.12,54,26,682)		
	Long Term loan and advance to related parties (refer note no. 33)	196,28,537	187,68,105
	Less : Provision for doubtful debts	(196,28,537)	-
		768,62,453	908,58,223
16	Other non current assets	(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
	Deposits with banks (under lien)*	37,17,782	151,61,591
	Deposits with Government authorities	10,25,000	10,25,000
		47,42,782	161,86,591
	* Lien in favour of guarantee given to customers		



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31,2017

		(Amount in Rs.)	
		As at	As at
		31 March 2017	31 March 2016
17	Current Investments		
	Mutual funds:		
	HDFC liquid fund	-	200,00,000
	(522,879.53 units in HDFC liquid fund - growth (quoted))		
		-	200,00,000
18	Trade receivables		
	(Unsecured -considered good unless otherwise stated)		
	i. Receivables outstanding for a period exceeding six months from the date on which they are due for payment		
	Considered good	800,61,390	722,54,304
	ii. Other receivables		
	Considered good	1734,79,257	2222,98,422
	Considered doubtful	53,63,534	21,04,349
	Less : Provision for doubtful debts	(53,63,534)	(21,04,349)
		<u>2535,40,647</u>	<u>2945,52,726</u>
	a) Amount receivable from customers is considered due on raising of invoice.		
	b) Debts due by a limited liability company in which a director is a member -against which provision has been created	2,68,790	1,25,721
19	Cash and bank		
	(Amount in Rs.)		
		As at	As at
		31 March 2017	31 March 2016
	Cash on hand	11,134	3,68,073
	Balances with banks		
	-in current accounts	882,91,119	819,63,683
		<u>883,02,253</u>	<u>823,31,756</u>
	-in deposit accounts	698,38,156	758,05,526
	Less : Non-current portion	(37,17,782)	(151,61,591)
		<u>661,20,374</u>	<u>606,43,935</u>
		<u>1544,22,627</u>	<u>1429,75,691</u>
	Note : in deposit accounts		
	- Banks (others)	11,440	11,440
	- In deposit accounts with maturity of less than 12 months (under lien)	611,08,934	591,42,017
	- In deposit accounts with maturity of less than 12 months	50,00,000	14,90,478
		<u>661,20,374</u>	<u>606,43,935</u>
20	Short term loans and advances		
	(Amount in Rs.)		
		As at	As at
		31 March 2017	31 March 2016
	(Unsecured - considered good unless otherwise stated)		
	Loan to holding company (refer footnote i)	600,00,000	800,00,000
	Loan to other parties	-	250,00,000
	Earnest money deposit	20,80,982	25,50,622
	Security deposit (short term)	11,45,317	58,51,482
	Balances with statutory authorities (refer foot note iii)	143,41,067	56,38,830
	Other loans and advances	4,00,000	2,43,879
	Advance to employees	2,87,450	14,03,392
	Advance to suppliers	163,19,228	54,38,513
	Prepaid expenses	35,28,512	23,91,751
	Short term loan and advance to related parties	9,281	27,28,993
		<u>981,11,836</u>	<u>1312,47,462</u>
	(i) Loan has been given to holding company in earlier years and was due for the repayment in the current financial year however the same has been renewed and is repayable within the one year as per the stipulated terms.		
	(ii) Loan was given to Vasundhara International, a sole proprietary concern on 1st October, 2014 for general corporate purposes for a period of two years at interest of 14% per annum & was the same has been fully recovered during November 2016.		
	(iii) Balance with statutory authorities are under reconciliation		
21	Other current assets		
	(Amount in Rs.)		
		As at	As at
		31 March 2017	31 March 2016
	(Unsecured -considered good unless otherwise stated)		
	Interest accrued on loan given to holding company	41,400	25,06,229
	Unbilled revenue	367,17,309	338,83,906
	Interest accrued on deposits:	25,83,599	37,48,020
		<u>393,42,308</u>	<u>401,38,155</u>



22 Revenue from operations

	Amount in Rs.	
	For the Year ended on	For the Year ended on
	31 March 2017	31 March 2016
Engineering consultancy and project management charges	3630,84,392	5288,70,800
Reimbursement of expenses	55,51,652	88,10,107
Work contract services	2873,42,622	2879,34,902
Total revenue from operations	6559,78,666	8256,15,809

a) Income in foreign currency (accrual basis)

Engineering consultancy and project management charges	238,49,492	294,11,349
	238,49,492	294,11,349

23 Other income

	Amount in Rs.	
	For the Year ended on	For the Year ended on
	31 March 2017	31 March 2016
Interest from FDs	52,53,176	40,35,826
Interest on income tax refund	19,20,830	42,41,142
Interest on other loans & advances	134,42,309	215,03,589
Profit on sale of current investments	12,21,974	-
Bad debts recovered	84,654	9,033
Foreign exchange difference (gain)	26,38,287	-
Tender document charges received	-	2,02,348
Sundry balances/Provision no longer required written back	183,38,487	84,83,085
Profit/Loss on sale of fixed assets (net)	47,941	97,000
Miscellaneous income	6,72,991	1,50,417
	436,20,648	387,22,439

24 Cost of services

	Amount in Rs.	
	For the Year ended on	For the Year ended on
	31 March 2017	31 March 2016
Works contract expenses	2171,12,956	2364,94,096
	2171,12,956	2364,94,096

25 Employee benefit expenses

	Amount in Rs.	
	For the Year ended on	For the Year ended on
	31 March 2017	31 March 2016
Salaries & wages	2937,94,636	2914,74,569
Contribution to provident and other funds	214,28,531	212,68,738
Staff welfare expense	44,86,229	126,39,506
	3197,09,395	3253,82,813

26 Finance costs

	Amount in Rs.	
	For the Year ended on	For the Year ended on
	31 March 2017	31 March 2016
Interest expenses	18,92,178	72,20,980
Interest paid on delay in payment of statutory dues	11,08,551	34,97,359
	30,00,729	107,18,339



27 Other expenses

	Amount in Rs.	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Power & fuel	42,51,611	44,28,117
Rent	175,68,325	174,06,776
Repairs on buildings	-	5,61,560
Repairs on others	80,48,870	92,85,885
Insurance	13,27,918	23,60,978
Rates & taxes	114,72,044	12,24,556
Bad debts written off	96,58,056	268,74,676
Provision for advances to related party	196,42,729	-
Training, seminar expense & other HR expense	5,49,038	95,12,939
Travel & conveyance	251,36,491	321,75,934
Vehicle maintenance	16,19,512	35,06,128
Bank charges	28,94,108	14,82,278
Postage & telephone	48,64,571	46,46,293
Printing & stationery	37,66,020	44,49,373
Foreign exchange difference (loss)	-	10,11,232
Corporate social responsibilities	14,21,818	20,55,415
Provision for diminution (joint venture)	-	11,71,688
Audit fee & expenses	10,33,087	9,65,000
Miscellaneous expenses	68,78,864	104,88,625
Sundry balances written off	74,07,690	66,38,703
	1275,40,753	1402,46,157

a) Expenditure in foreign currency (accrual basis)

Travelling	7,41,127	6,43,480
Rent	-	6,05,500
Professional fee & other expenses	312,94,791	371,55,074
	320,35,918	384,04,054

b) Payments to the auditors

Audit fee	6,75,000	6,75,000
Other matters (certification etc.)	1,20,000	1,40,000
For reimbursement of expenses	1,50,000	1,50,000
	9,45,000	9,65,000

c) Corporate social responsibility

(a) Gross amount required to be spent by the company during the year Rs. 14,21,818

(b) Amount spent during the year on :

CSR activities	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any assets	-	-	-
(ii) On purpose other than (i) above	14,21,818	-	14,21,818.00
	(20,55,415)	-	(20,55,415)

(Figures in brackets pertain to previous year)

28 Contingent liabilities and commitments
(to the extent not provided for)

	As at 31 March 2017	As at 31 March 2016
Service tax	10,49,364	27,76,740
Default in payment of TDS as appearing in income tax return	15,50,430	-
Bank guarantee	1015,57,566	786,92,151
	1041,57,360	814,68,891

29 Capital and other commitment

Particulars	As at 31 March 2017	As at 31 March 2016
Estimated amount of	Nil	Nil
Other commitments (net of advances)	Nil	Nil

30 There are no present obligations requiring provision in accordance with guiding principles as enunciated in the Accounting Standard (AS - 29) as notified by Companies (Accounting Standards) Rules, 2006, (as amended) as it is not probable that an outflow of the resources embodying economic benefits will be required.



31 Retirement and other employee benefits

The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below:

a) Defined contribution scheme

Contribution to defined contribution plan, recognized for the year are as under :

Employer's contribution to provident and pension fund	156,99,521	212,68,738
	156,99,521	212,68,738

b) Defined benefit scheme

The employee's gratuity fund scheme is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognizes 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.

Particulars	Gratuity (funded) as on 31 March 2017	Gratuity (funded) as on 31 March 2016
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows		
Liability at the beginning of the year	416,23,531	358,45,459
Interest cost	30,34,444	28,73,755
Current service cost	53,25,266	66,04,212
Past service cost (vested benefits)	9,62,641	15,55,886
Actuarial (gain) / loss on obligations	(28,53,878)	(12,27,606)
Benefits paid	(63,05,718)	(40,28,175)
Liability at the end of the year	417,86,286	416,23,531
ii) Changes in the fair value of plan asset representing reconciliation of opening and closing balances thereof are as follows:		
Fair value of plan assets at the beginning of the year	54,50,748	60,41,999
Expected return on Plan assets	4,90,217	5,46,390
Contributions by the company	26,96,003	28,91,979
Benefits paid	(48,60,464)	(40,28,175)
Actuarial gain / (loss) on plan assets	3,298	(1,445)
Fair value of plan assets at the end of the year	37,79,802	54,50,748
iii) Amount recognized in balance sheet		
Liability at the end of the year	417,86,286	416,23,531
Fair value of plan assets at the end of the year	37,79,802	54,50,748
Amount recognized in the balance sheet	380,06,484	361,72,783
iv) Expenses recognized in the income statement		
Current service cost	53,25,266	66,04,212
Interest cost	30,34,444	28,73,755
Expected return on plan assets	(4,90,217)	(5,46,390)
Net actuarial (gain) / loss to be recognized	(28,57,176)	(12,26,161)
Past service cost (vested benefits)	9,62,641	15,55,886
Expenses recognized in statement of profit & loss	59,74,958	92,61,302
v) Balance sheet reconciliation		
Opening net liability	361,72,783	298,03,458
Expenses as above	59,74,958	92,61,302
Employers contribution	(41,41,257)	(28,91,979)
Amount recognized in balance sheet	380,06,484	361,72,783
vi) Principal actuarial assumptions at the balance sheet		
Discount rate	6.87%	7.60%
Rate of return on plan assets	7.00%	9.00%
Mortality rate (% of IALM 06-08)	100.00%	100.00%
Salary escalation	10%	8%

Disclosure in terms of para 120(n) of AS 15 (revised 2005)

Particulars	Gratuity (funded)				
	2016-17	2015-16	2014-15	2013-14	2012-13
Present value of defined benefit obligations	417,86,286	416,23,531	358,45,459	345,40,001	332,96,953
Fair value of plan assets	37,79,802	54,50,748	60,41,999	61,62,452	68,27,292
Surplus/(deficit)	(380,06,484)	(361,72,783)	(298,03,460)	(283,77,549)	(264,29,661)
Experience adjustment on plan liabilities (loss)/gain	1,70,782	(24,32,983)	(39,50,232)	-	(27,78,633)
Experience adjustment on plan assets (loss)/gain	3,298	(1,445)	3,89,685	(42,161)	(4,04,146)



c) Other long term employee benefit plans relating to the earned leave

The other long term employee benefit plan is relating to the earned leave (i.e. carrying forward employee's leaves to the next financial year for future availment). The present value of obligation is determined based valuation methodology, which recognizes 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.

	Leave encashment as on 31 March 2017	Leave encashment as on 31 March 2016
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:		
Liability at the beginning of the year	39,69,931	-
Interest cost	2,41,449	-
Current service cost	22,24,352	13,04,581
Past service cost (vested benefits)	88,579	18,74,637
Actuarial (gain) / loss on obligations	(28,00,326)	-
Benefits paid	3,31,003	-
Liability at the end of the year	40,54,988	31,79,218
ii) Changes in the fair value of plan asset representing reconciliation of opening and closing balances thereof are as follows:		
Fair value of plan assets at the beginning of the year	-	-
Expected Return on plan assets	-	-
Contributions by the company	(3,31,003)	-
Benefits paid	3,31,003	-
Actuarial gain / (loss) on plan assets	-	-
Fair value of plan assets at the end of the year	-	-
iii) Amount recognized in balance sheet		
Liability at the end of the year	40,54,988	31,79,218
Fair value of plan assets at the end of the year	-	-
Amount recognized in the balance sheet	40,54,988	31,79,218
iv) Expenses recognized in the income statement		
Current service cost	22,24,352	13,04,581
Interest cost	2,41,449	-
Expected return on plan assets	-	-
Net actuarial (gain) / loss to be recognized	(28,00,326)	-
Past service cost (vested benefits)	88,579	18,74,637
Expenses recognized in statement of profit & loss	(2,45,946)	31,79,218
v) Balance sheet reconciliation		
Opening net liability	39,69,931	-
Expenses as above	(2,45,946)	31,79,218
Employers contribution	3,31,003	-
Amount recognized in balance sheet	40,54,988	31,79,218
vi) Principal actuarial assumptions at the balance sheet		
Discount rate	6.87%	7.60%
Rate of return on plan assets	8.00%	10.00%

Disclosure in terms of para 120(n) of AS 15 (Revised 2005)

Particulars	Leave encashment	
	2016-17	2015-16
Present value of defined benefit obligation:	40,54,988	31,79,218
Fair value of plan assets	-	-
Surplus/ (deficit)	(40,54,988)	31,79,218
Experience adjustment on	(14,27,207)	-
Experience adjustment on plan assets (loss)/gain	-	-

- a) During the previous year, the company has started the policy of carry forward of leaves, which were not there in the earlier years.
- b) The expected return on plan assets has been determined considering several applicable factors mainly the composition of plan assets held, associated risks of assets management, historical results of returns and policies for plan assets.
- c) The estimates of future salary increase considered in actuarial valuation take into account inflation, seniority, promotions and other relevant factors such as supply and demand factors in the employment market.



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017

- 32 Related Party disclosures pursuant to Accounting Standard-18
a) Enterprises where control exists:
Renaissance Advanced Consultancy Ltd (Ultimate holding company)
Revathi Equipment Limited (Holding company)
Semac & Partners LLC, Muscut (Subsidiary company)

- b) Other related party with whom the company has transactions, etc.

(i) Joint Ventures:

Semac Qatar WLL

(ii) Key management personnel and their relatives:

a) Key management personnel

Mr. Chaitanya Dalimla (Director)

Mr. Ramesh Pangasa (Managing Director), till 29th April 2016

Mr. Vikas Jain (Chief Financial Officer) & Company Secretary w.e.f. 18 November 2016

Mr. Rohit Sharda (Chief Executive Officer), till 31st January 2017

b) Relative of Key management personnel

Smt. V. Pangasa (Wife of Mr. Ramesh Pangasa), till 29th April 2016

Mr. Nitin Pangasa (Son of Mr. Ramesh Pangasa), till 29th April 2016

- c) Enterprises where Key managerial personnel or their relatives have significant influence

Semac Construction Technologies India LLP (SCTILLP), formerly Renaissance Construction Technologies India LLP (RCTILLP)

Hilltop Metals Limited, till 31st March, 2016

- d) Disclosures of transactions between the related parties and the status of outstanding balances as on March 31, 2017 :

- i) Transactions with key management personnel, their relatives and enterprises controlled by Director:

Particulars	Directors and Relatives			SCTILLP			Hilltop Metals Ltd.	
	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
Remuneration:								
- Mr. Ramesh Pangasa	4,50,000	60,32,000	-	-	-	-	-	-
- Mr. Nitin Pangasa	2,01,391	23,22,319	-	-	-	-	-	-
- Rent - Smt. V. Pangasa	40,000	4,80,000	-	-	-	-	-	-
- Mr. Vikas Jain (CFO)	53,74,998	50,87,500	-	-	-	-	-	-
- Mr. Rohit Sharda (CEO)	78,60,004	90,00,000	-	-	-	-	-	-
(a) Professional fees/reimbursement of expenses claimed	-	-	31,50,000	2,34,150	-	-	-	-
(b) Professional fees/reimbursement of expenses paid	-	-	161,86,077	-	-	-	-	20,40,000
Balances as on 31-Mar-2017								
Debtors	-	-	19,19,773	2,34,150	-	-	-	-
Creditors	-	-	40,59,286	-	-	-	-	-



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017

ii) Transactions with enterprises where control exists

Particulars	Holding Company		SEMAC Oman LLC	
	2016-17	2015-16	2016-17	2015-16
Unsecured loans and advances taken	-	-	54,57,602	-
Interest income on loans & advances	109,69,836	173,32,766	-	-
Advances refunded	-	500,00,000	-	-
Unsecured loans and advances repaid	200,00,000	-	-	-
Professional charges/reimbursement of expenses	-	-	14,42,158	-
Interest on unsecured loan taken	-	-	14,65,959	-
Balances as on 31-Mar-2017				
Advances given outstanding	600,00,000	800,00,000	-	-
Interest receivable	41,400	25,06,229	-	-
Unsecured loan taken outstanding	-	-	198,85,076	148,59,300
Debtors	-	-	4,77,114	-
Investments	-	-	6,62,800	6,62,800

iii) Transactions with Joint Venture

Particulars	Joint Venture	
	2016-17	2015-16
Consultancy income	1,08,667	-
Expenses paid and claimed	-	81,182
Other advances	-	8,95,687
Balances as on March 31, 2017		
Short term loans	196,28,537	187,68,105
Less: provision (refer note 32)	(196,28,537)	-
	187,68,105	
Trade receivables	2,68,790	1,25,721
Less: provision (refer note 32)	(2,68,790)	-
	1,25,721	
Investments	11,71,688	11,71,688
Less: Provision	(11,71,688)	(11,71,688)
	-	-

The above related party information is as identified by the management and relied upon by the auditors.



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017

33 Information on Joint Ventures

Due to the ongoing legal proceeding with the above joint venture, the company has created the provision for the loans and receivables in accordance with AS-29 "Provisions, Contingent Liabilities and Contingent Assets".

a) Joint Venture

Name of Joint Venture	Country of Incorporation	Percentage of Ownership Interest
Semac Qatar W.L.L	Qatar	49.00%

34 The company has taken office premises on operating lease and rent amounting to Rs. 1,75,68,325 (Previous Year Rs. 1,74,06,776) and the same has been debited to statement of profit and loss. These leasing arrangements are not non-cancellable, range between 3 to 5 years and are usually renewable by mutual consent on mutually agreeable terms.

35 Disclosure of Earnings per share under Accounting Standard 20 - Basic & Diluted Earnings per

Particulars	2016-17	2015-16
Net profit attributable to share holders (Rs.)	(759,80,964)	207,90,675
Weighted average number of equity shares issued	18,20,892	18,20,892
Basic and diluted earnings per share of Rs.10/- each (Rs.)	(41.73)	11.42

36 Particulars of unhedged foreign currency exposure as at the balance sheet date

Particulars	Amount in foreign currency	2016-17	2015-16
Trade Receivables		INR	INR
International Beverages Pvt. Ltd.	USD 7,32,837.12 (Previous Year USD 9,69,432.85), Closing rate 1 USD = INR 64.8063 (Previous year 1 USD = INR	474,92,462	641,21,003
Tulsi Chanrai Foundation	USD 62.38 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous year	4,043	-
Nestle India Ltd. Lanka PLC	USD 4,728.24 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous year	3,06,420	-
Trade Payables			
E+C Engineering Consulting GmbH & Co Kg.	EURO 1,05,000 (Previous Year EURO 2,50,255.09), Closing rate 1 EURO = INR 69.5102	65,68,714	187,24,762
Utility Professionals	USD 8,141 (Previous Year Nil) Closing rate 1 USD = INR 64.8063 (Previous Year Nil)	5,27,588	6,60,744
The Union Construction Ltd.	USD 99,990.28 (Previous Year Nil) Closing rate 1 USD = INR 64.8063 (Previous Year Nil)	64,80,000	-
Total		135,76,302	193,85,506

Note: The above transactions do not include transactions of Dubai Branch office. There is no hedge foreign currency exposure as at balance sheet date

37 The Company operates mainly in one business segments viz. engineering consultancy for commercial and industrial projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under:

Geography	Revenue	Asset	Liabilities	Capital Expenditure
Within India	6122,79,198	7132,16,696	2481,08,636	53,66,999
Outside India	(7731,93,667)	(7625,12,571)	(2297,34,758)	(55,75,883)
	436,99,468	35,95,342	329,79,007	1,58,557
	(524,22,142)	(73,21,025)	(283,93,479)	(6,53,602)

38 Details of specified bank notes (SBN) held & transacted during the period 8th November 2016 to 30th December 2016 (i.e. during Specified bank note transactions)

Pursuant to notification of Ministry of Corporate Affairs dated March 30, 2017, disclosure of specified bank notes (SBN) held and transacted during the period from November 08, 2016 to December 30, 2016 is provided in table below:

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	2,05,000	34,334	2,39,334
(+) Permitted receipts	-	8,14,913	8,14,913
(-) Permitted payments	-	7,85,682	7,85,682
(-) Amount deposited in Banks	2,05,000	-	2,05,000
Closing cash in hand as on 30.12.2016	-	63,565	63,565

Note: The above information is as given by the management and has been relied upon by the auditors.



Semac Consultants Private Limited
Notes to the financial statement for the year ended March 31, 2017

- 39 In the opinion of the management there is no reduction in value of any assets, hence no provision is required in terms of Accounting Standard AS 28 "Impairment of Assets" except as stated in financial statements'.
- 40 There are no present obligation requiring provisions in accordance with the guiding principles as enunciated in Accounting Standard AS-29 'Provisions, Contingent Liabilities & Contingent Assets except as stated in financial statements
- 41 Accounts receivables, trade payables and loans & advances and fixed deposit balances are subject to confirmation and reconciliation.
- 42 Figures have been rounded off to the nearest rupee. However, previous year's figures wherever necessary have been regrouped / rearranged/ reclassified.

For S.S. Kothari Mehta & Co.
Chartered Accountants


Sunil Wahal
Partner
Membership No: 087294
Firm registration number : 000756N



For and on Behalf of the Board of Directors of
Semac Consultants Private Limited


Chaitanya Dalmia
Director
DIN : 00028402


B. D. Narang
Director
DIN : 00038052

Place : New Delhi
Date : 29th May 2017



Place : Mumbai
Date : 29th May 2017

**Independent Auditors' Report
To The Members of Semac Consultants Private Limited**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Semac Consultants Private Limited** (hereinafter referred to as "the Holding Company"), and its subsidiary company (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the consolidated balance sheet as at March 31, 2017, the consolidated statement of profit and loss and 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 requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group 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 and the companies (Accounting standard) Amendment Rules, 2016 as amended .

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its subsidiaries and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the 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 thereunder.



We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the 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 accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, 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 as at March 31, 2017, and 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 subsidiary company incorporated outside India, whose financial statements reflect total assets of Rs. 256,541.86 (in thousands) as at 31st March, 2017, total revenues of Rs. 251,301.61 (in thousands) and net cash inflows amounting to Rs. 38,690.27 (in thousands) for the year ended on that date, as considered in the consolidated financial statements. These financial statement have been audited by other auditor whose report have been furnished to us by the Management. In respect of this subsidiary company, the management has provided us converged financial statement as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the companies (Accounting standard) Amendment Rules, 2016 as amended. Management has confirmed that they have not found any material differences in conversion of its financial statement from IFRS to IGAAP. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act, is based solely on financial statement provided by the management and reports of the other auditor.



Further we also did not audit the financial statement of Dubai branch of subsidiary company whose financial statement reflects the total assets of Rs. 8,580.39 (in thousands) as at March 31, 2017, total revenues of Rs.20,130.79 (in thousands) and net cash inflows amounting to Rs 599.36 (in thousands) for the year ended on that dated. These financial statements are audited by other auditors duly qualified to act as auditors in the country of incorporation of the said branch whose report have been furnished to us by the Management and our audit report in so far as it relates to the such branch is based solely on the reports of the other auditor.

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 and financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- 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 books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the aforesaid consolidated financial statement comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016 as amended;
- e) On the basis of the written representations received from the directors of the holding company as on March 31, 2017 taken on record by the Board of Directors of the holding company , none of the directors of the Holding company incorporated in India is disqualified as on 31st 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 holding company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report; 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 Auditor's) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The consolidated financial statement disclose the impact of pending litigations on its consolidated financial position of the group – Refer Note 27 to the financial statements;
 - ii. The group did not have any material foreseeable losses on long-term contracts including derivative contracts;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - iv. The financial statement of the holding company has provided requisite disclosures in Note 38 to these financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the Management. This requirement is not applicable subsidiary company which is registered outside India.

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N



A handwritten signature in black ink, appearing to read 'Sunil Wahal', is written over a circular stamp. The stamp contains the text 'S S KOTHARI MEHTA & CO', 'NEW DELHI', and 'CHARTERED ACCOUNTANTS'.

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 29, 2017

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statement to the members of Semac Consultants Private Limited dated May 29, 2017

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

Our reporting on the internal financial controls over financial reporting is not applicable in respect of a subsidiary company incorporated outside India.

In conjunction with our audit of the consolidated financial statement of **Semac Consultants Private Limited** as of and for the year ended March 31, 2017. We have audited the internal financial controls over financial reporting of Semac Consultants Private Limited (hereinafter referred to as the "Holding Company"), as of the date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Group internal financial controls over financial reporting based on our audit.

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



Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding 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 consolidated 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:

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) 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 authorizations of management and directors of the company; and
- c) Provide reasonable assurance regarding prevention or timely detection of unauthorized 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 has, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"

For S. S. Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N



Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: May 29, 2017



SEM MAC CONSULTANTS PRIVATE LIMITED

CONSOLIDATED FINANCIAL STATEMENTS FOR FY2016-17

Statutory Auditors
S. S. Kothari Mehta & Co.

Semac Consultants Private Limited
Consolidated balance sheet as at March 31, 2017

	Note	As at 31st March, 2017	(Amount in Rs.) As at 31st March, 2016
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	182,08,920	182,08,920
Reserves and surplus	3	5861,01,714	6453,02,734
Total shareholders' fund		6043,10,634	6635,11,654
Minority interest		455,77,928	507,82,970
Non-current liabilities			
Long-term borrowings	4	6,97,702	9,19,707
Other long-term liabilities	5	57,92,273	14,87,662
Long-term provisions	6	436,36,524	383,58,832
Total non current liabilities		501,26,499	407,66,201
Current liabilities			
Short term Borrowings	7	200,10,398	401,25,721
Trade payables	8	-	-
(i) Total outstanding dues of micro & small enterprises		1189,96,187	846,73,465
(ii) Total outstanding dues of other than micro & small enterprises		-	-
Short-term provisions	9	225,35,629	255,67,146
Other current liabilities	10	816,45,540	1019,50,207
Total current liabilities		2431,87,755	2523,16,539
		9432,02,816	10073,77,363
ASSETS			
Non-current assets			
Fixed assets	11	225,77,198	207,28,797
- Tangible assets		41,35,473	64,23,317
- Intangible assets		307,05,600	7,05,600
Non-current investments	12	413,52,494	204,98,678
Deferred tax Assets(net)	13	768,62,453	908,58,223
Long-term loans and advances	14	47,42,782	161,86,591
Other non-current assets	15	-	-
Total non current assets		1803,76,001	1554,01,206
Current assets			
Current investments	16	-	200,00,000
Trade receivables	17	3292,51,463	4162,70,182
Cash and bank balances	18	2519,64,740	2049,19,626
Short-term loans and advances	19	1422,68,304	1706,48,194
Other current assets	20	393,42,308	401,38,155
Total current assets		7628,26,814	8519,76,157
		9432,02,816	10073,77,363

Significant Accounting Policies

1

The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm registration number : 000756N

Sunil Wahal
Partner
Membership No: 087294



Place : New Delhi
Date : 29th May 2017

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited

Chaitanya Dalmia
Director
DIN : 00028102

Vikas Jain
Chief financial officer



B. D. Narang
Director
DIN : 00038052

Place : Mumbai
Date : 29th May 2017

Semac consultants Private Limited
Consolidated statement of profit and loss for the year ended March 31,2017

		(Amount in Rs.)	
	Note	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Revenue from operations			
Sales	21	8970,97,574	10518,29,935
Other income	22	508,68,667	463,42,919
Total revenue		9479,66,241	10981,72,855
Expenses			
Cost of services (works contract)	23	2171,12,956	2364,94,096
Employee benefit expenses	24	4658,38,655	4556,47,402
Professional expenses		1299,09,520	924,60,655
Finance costs	25	15,08,532	107,18,339
Depreciation and amortization expenses	11	114,45,323	181,46,942
Other expenses	26	1652,58,829	1818,76,873
Total expenses		9910,73,814	9953,44,306
(Loss)/profit before tax		(431,07,574)	1028,28,548
Tax expense			
Current tax		43,89,503	372,70,131
Deferred tax		(208,53,817)	(30,07,187)
Income tax relating to earlier years		107,13,788	17,14,263
Total tax expense		(57,50,526)	359,77,208
Net (loss)/profit after tax for the year		(373,57,047)	668,51,341
Less: Minority interest		135,18,455	161,21,233
(Loss)/Profit after tax		(508,75,503)	507,30,108

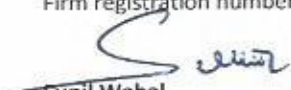
Earnings per equity share (par value of Rs.10 each)

Basic (Rs.)	34	(27.94)	27.86
Diluted (Rs.)	34	(27.94)	27.86

Significant Accounting Policies 1
The accompanying notes form an integral part of these financial statements

As per our report of even date

For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm registration number : 000756N


Sunil Wahal
Partner
Membership No: 087294




Place : New Delhi
Date : 29th May 2017

For and on Behalf of the Board of Directors of
Semac Consultants Private Limited


Chaitanya Dalmia
Director
DIN: 00028402


Vikas Jain
Chief Financial Officer


B. D. Narang
Director
DIN : 00038052

Place : Mumbai
Date : 29th May 2017

SEMAC CONSULTANTS PRIVATE LIMITED

Consolidated cash flow statement for the year ended March 31, 2017

Particulars	For the year ended 31 March 2017	For the year ended 31 March 2016
A. Cash flows from operating activities		
Net (loss)/ profit before tax and after exceptional items	(431,07,574)	1028,28,548
Depreciation	114,45,323	181,46,942
(Profit) / loss on sale of fixed assets	9,05,705	(5,34,221)
Interest income	(155,38,390)	(324,98,921)
Interest on borrowings	4,26,218	72,20,980
Provision for bad debts	53,63,534	(35,51,030)
Provision for advances given to related party	196,42,729	-
Provision on diminution of investments	-	11,71,688
(Profit)/Loss on sale of investments	(12,21,974)	-
Bad debts written off	157,22,014	268,74,676
Provision for expenses	161,65,558	61,72,631
Operating profit before working capital changes	98,03,143	1258,31,293
Changes in working capital		
Decrease/(increase) in trade and other receivables	179,61,493	768,42,590
increase /(decrease)in trade and other payables	415,32,789	(561,29,598)
Movement in non-current Assets		
Long Term Loans and Advances	86,241	63,79,120
Cash generated from operations	595,80,523	270,92,112
Direct taxes paid (net of refund)	(164,46,988)	(401,47,985)
Net cash from operating activities	529,36,678	1127,75,420
B. Cash flows from investing activities		
Purchase of fixed assets	(122,49,518)	(118,27,286)
Sale of fixed assets	1,25,813	7,99,220
Purchase of investment	(300,00,000)	-
Sale/redemption of investments (Net)	212,21,974	(8,83,767)
Interest received	217,80,735	275,92,607
Deposits with more than 12 months maturity	114,43,809	(69,78,246)
Net cash from investing activities	123,22,813	87,02,528
C. Cash flows from financing activities		
Proceeds from/(repayment) of borrowings	(7,44,767)	10,40,639
Interest paid	(18,92,178)	(72,20,980)
Net cash used in financing activities	(26,36,944)	(61,80,341)
Net increase in cash and cash equivalents	626,22,547	1152,97,607
Cash and cash equivalents		
Beginning of the year	2049,19,626	865,77,860
Exchange difference on translation of foreign subsidiary	(155,77,433)	30,44,159
End of the year	2519,64,740	2049,19,626

For S.S. Kothari Mehta & Company

Chartered Accountants

Firm registration number : 000756N

Sunil Wahal

Partner

Membership No: 087294



Place : New Delhi

Date : 29th May 2017

For and on Behalf of the Board of Directors

Semac Consultants Private Limited

Chaitanya Dalmia

Director

DIN : 00028402

Vikas Jain

Chief financial officer

B. D. Narang

Director

DIN : 00038052

Place : Mumbai

Date : 29th May 2017

1) BASIS OF CONSOLIDATION AND SIGNIFICANT ACCOUNTING POLICIES

A Corporate Information

Semac consultants Private Limited ("the company") was incorporated as a private company and registered under the Companies Act 1956 on Jan 16, 1987. The company is a subsidiary of Revathi Equipment Ltd which is currently listed on Bombay stock exchange and National Stock exchange. The company is among the pioneers of Design Engineering consulting, with the end-to-end capabilities across Architecture, Structural, Electrical, Public Health Engineering (PHE), Fire protection, Heating Ventilation and Air-Conditioning (HVAC), LEED certifications and Energy Audit domains.

The Subsidiary which has been included in this Consolidated Financial Statements :

Name of Company	Country of Incorporation	% Voting Power
Semac & Partners LLC	Muscat - Sultanate of Oman	65%

a. Principles of Consolidation

The consolidated financial statements of the Group have been prepared in accordance with Accounting Standard (AS 21) on "Consolidated Financial Statements". The basis of preparation of the Consolidated Financial Statements is as follows:

(i) The financial statements of the Company and its subsidiary are consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with the Accounting Standard (AS-21) - "Consolidated Financial Statements".

(ii) The difference between the cost of investment in the subsidiary over the net assets at the time of acquisition of shares in the subsidiary is recognised in the financial statements as Goodwill or Capital Reserve as the case may be. Such goodwill/capital reserve has been consolidated based on the audited financial statement of the subsidiary as on the reporting date immediately preceding the date on which the holding-subsidiary relationship came into existence.

(iii) Minority Interest in the net assets of the consolidated subsidiary consists of (a) the amount of equity attributable to the minority share at the date on which investment in a subsidiary is made and (b) the minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.

b. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements, otherwise as stated elsewhere.

c. The Group has adopted Accounting Standard 15 (AS 15) on "Employee Benefits". These consolidated financial statements include the obligations as per requirements of this standard except for overseas branch, subsidiary incorporated outside India who have determined the valuation / provision for employee benefits as per requirements of their respective countries. In the opinion of the management, the impact of this deviation is not material.

d. The Subsidiary at Muscat as per local law have transferred certain portion of its' net income to Legal/Statutory Reserve. These reserves are not available for distribution except in the circumstances stipulated and the same has been disclosed as Legal/Statutory Reserve.

B SIGNIFICANT ACCOUNTING POLICIES

i. Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention except certain fixed assets which have been revalued, in accordance with the generally accepted accounting principles in India and the provisions of Companies Act, 2013 and Accounting Standards specified under Section 133 of Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting standards) amendments Rules 2016, as amended. . These accounts have been prepared on the accounting principles of going concern and accrual basis have been followed. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year. All expenses and income to the extent considered payable & receivable respectively unless stated to be otherwise, are accounted for on mercantile basis. Accounting policies unless specifically stated to be otherwise, are consistent and in consonance with generally accepted accounting principles.

ii. Use of estimates

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

iii. Tangible assets

Fixed assets are stated at historical cost less accumulated depreciation and impairment loss if any. Historical cost comprises the purchase price (net of cenvat/ duty credits wherever applicable) and all direct costs attributable to bringing the asset to its working condition for intended use. Subsequent expenditure related to an item of fixed assets is added to the booked value only if it increases the future benefit from the existing assets beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintained and cost of replacing parts, are charged to statement of profit & loss for the period during which such expenses are incurred.

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

Intangible fixed assets

Intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition, assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

iv. Depreciation / amortisation

Tangible fixed assets

The company has provided depreciation on written down value basis by adopting useful life of at the rates prescribed in Schedule II to the Companies Act, 2013 except in case of overseas branch and subsidiary company where depreciation is provided on a straight line basis over the useful life of assets as ascertained by the management. All assets costing ₹ 5,000 or below are fully depreciated in the year of addition. The company has adopted the residual value of 2%.

Intangible fixed assets

Intangible assets- Computer software are amortized over a period over the period of 3 to 5 years on written down value basis.

v. Impairment

Fixed assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of the fixed assets is determined. An impairment loss is recognised, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is greater of assets' net selling price or its value in use. In assessing value in use, the estimated future cash flows from the use of assets are discounted to their present value at appropriate rate. An impairment loss is reversed if there has been change in the recoverable amount and such loss either no longer exists or has decreased. Impairment loss/reversal thereof, which in case of CGU, are allocated to its assets on a pro-rata basis, is adjusted to carrying value of the respective assets.

vi. Investments

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



vii. Revenue recognition

- a) Income for engineering consultancy and project management services is recorded in the books on the basis of issuance of invoices as per agreed terms with the customer and generally on the basis of confirmation of the work done by the customer. When there is uncertainty as to the measurement of work being done or ultimate collectability, revenue recognition is postponed till resolution thereof.
Revenue for construction job and services is account for on completion of the work as per agreed terms.
- b) Interest income is recognized on time basis and is determined by the amount outstanding and rate applicable.
- c) Dividend income is recognized as and when right to receive payment is established.

viii. Retirement and other employee benefits
Short-term employee benefits

The employee benefits payable only within 12 months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, leave travel allowance, short-term compensated absences, etc., and the expected cost of bonus are recognized in the period in which the employee renders the related services.

Post employment benefits

Defined contribution plan : The Company has contributed to state governed Provident Fund Scheme, and Employee Pension Scheme which are Defined Contribution Plans. Contribution paid or payable under the Schemes is recognized during the period in which employee renders the related service.

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 Company has an Employee Gratuity Fund managed by Life Insurance Corporation. The provision made during the year is charged to profit and loss account.

In respect of overseas branch and subsidiary company provision is made for end-of-service gratuity liability in accordance with the local labour laws.

The company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

ix. Income tax

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

The deferred tax charge or credit and the corresponding deferred tax liability and assets are recognised using the tax rates that have been enacted or substantively enacted on the balance sheet date. Deferred tax assets are recognised only to the extent where there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward business loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date to reassess their realisability.

x. Foreign currency transactions

Transactions in foreign currencies are accounted for at the exchange rate prevailing on the date of transaction. Foreign currency monetary assets and liabilities at the year end are translated at the year end exchange rates. Non-monetary items other than fixed assets, which are carried in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expenses and are adjusted to the profit and loss account under the respective heads of account.

In respect of the overseas branch and subsidiary company, all transactions are translated using the average rates. Branch monetary assets and liabilities are restated at the year end rates. Differences arising therefrom are considered as expenses or income as the case may be.

xi. Segment reporting

(a) Identification of segments:

The company's operating business are organized and managed separately according to the nature of products manufactured and services provided, with each segment representing a strategic business unit that offers different products.

(b) Allocation of common costs:

Common allocable costs are allocated to each segment on reasonable basis.

(c) Inter-Segment Revenue

The company generally accounts for intersegment sales and transfer at cost plus appropriate margin.

xii. Cash and cash equivalents

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

xiii. Borrowing costs

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

xiv. Provisions

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

xv. Contingent liabilities

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

xvi. Earnings per share

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

xvii. Statutory/legal reserve

Statutory/legal reserve is created as per the local laws of the country of incorporation of subsidiary company



		(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
2	Share capital		
	Authorised:		
	20,00,000 (Previous year 20,00,000) equity shares of Rs.10/- each	200,00,000	200,00,000
		200,00,000	200,00,000
	Issued, subscribed and fully paid Up :		
	18,20,892 (Previous year 18,20,892) equity shares of Rs.10/- each	182,08,920	182,08,920
		182,08,920	182,08,920
a)	Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year		
	Equity shares	As at 31 March 2017	As at 31 March 2016
		No. of shares	Rs.
	At the beginning of the year	18,20,892	182,08,920
	Issued during the year	-	-
	At the end of the year	18,20,892	182,08,920
b)	Equity shares held by holding company		
		As at 31 March 2017	As at 31 March 2016
		No. of shares	% holding
	Revathi Equipment Ltd.	14,01,858	76.99
		14,01,858	76.99
c)	Details of equity shareholders holding more than 5% shares in the Company		
		As at 31 March 2017	As at 31 March 2016
		No. of shares	% holding
	Equity shares of Rs. 10 each fully paid up		
	Revathi Equipment Ltd. (the Holding Company)	14,01,858	76.99
	B. S. Aswathnarayan	97,390	5.35
	T. S. Gururaj	95,851	5.26
		15,95,099	87.60
d)	Terms and rights attached to equity shares :		
	The Company has only one type of equity share having par value of Rs. 10/- each per share. All shares rank pari passu with respect to dividend, voting rights and other terms. Each shareholder is entitled to one vote per share except, in respect of any shares on which any calls or other sums payable have not been paid. The Company pays and declares dividends in Indian Rupees. Whenever dividend (if any) is proposed by the Board of Directors, the same is subject to approval of shareholders in the ensuing Annual General Meeting.		
	The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.		
	During the year ended 31st March, 2017 the amount of dividend per share recognised as distribution to equity shareholder was Rs. NIL (Previous Year Rs. NIL)		
e)	The company has not issued any shares for consideration other than cash including bonus share and and shares brought back during the period of five years immediately preceding the reporting date.		
3	Reserves and surplus		
		As at 31 March 2017	As at 31 March 2016
i)	General Reserve	1641,27,053	1641,27,053
ii)	Consolidation adjustment reserve	215,10,971	215,10,971
iii)	Foreign currency translation reserve (FCTR)	167,84,654	166,96,902
iv)	Legal/statutory reserve		
	Balance at the beginning of the year	69,26,159	69,26,159
	Less: Transferred from/to statement of profit & loss	-	-
	Balance at the end of the year	69,26,159	69,26,159
v)	Surplus in statement of profit and loss		
	Balance at the beginning of the year	4276,61,154	3769,31,047
	Add: (Loss)/Profit for the year transferred from statement of profit & loss	(508,75,503)	507,30,108
	Less: Income tax provision - earlier periods	(32,774)	-
		3767,52,878	4276,61,154
	Add: Adjustment on account of elimination of Joint Venture (Refer Note no.32)	-	83,80,495
	Total reserve and surplus	5861,01,714	6453,02,734



4 Long term borrowings (secured)	Non-current portion		(Amount in Rs.) Current portion	
	As at	As at	As at	As at
	31 March 2017	31 March 2016	31 March 2017	31 March 2016
Term loan from ICICI Bank (Refer footnote a)	6,97,702	9,19,707	2,36,002	2,08,578
Vehicle Term Loan from Bank (Refer footnote b)	-	-	27,756	1,36,663
Vehicle Term Loan from Others (Refer footnote c)	-	-	-	1,06,692
	6,97,702	9,19,707	2,63,758	4,51,933
Less: Amount disclosed under the head "other current liability" (Refer note no. 10)	-	-	(2,63,758)	(4,51,933)
	6,97,702	9,19,707	-	-

- a) Term loan from ICICI bank, taken @ 14.5% p.a. is secured by mortgage of flat at Sikanderabad and is repayable in equated monthly instalments (EMI) of Rs. 29,676 each (starting from November 2005 for a period of 177 months)
- b) Vehicle Loan from Corporation Bank, taken @ 10.75% p.a. interest is secured by hypothecation of vehicle is payable in EMI of Rs. 9,787 (starting from July 2014 for a period of 36 months).
- c) Vehicle Loan from Sriram Finance, taken @ 12% p.a. interest was secured by hypothecation of vehicle & is payable in EMI of Rs. 12,467 (starting from April 2014 for a period of 36 months) has been duly repaid in March 2017.

5 Other long term liabilities	(Amount in Rs.)	
	As at	As at
	31 March 2017	31 March 2016
Retention money payable	57,92,273	14,87,662
	57,92,273	14,87,662

6 Long term provision	(Amount in Rs.)	
	As at	As at
	31 March 2017	31 March 2016
Provision for employee benefits (Refer note 30)		
Provision for gratuity	401,15,172	358,28,316
Provision for leave salary	35,21,352	25,30,516
	436,36,524	383,58,832

7 Short term borrowings (secured)	(Amount in Rs.)	
	As at	As at
	31 March 2017	31 March 2016
Amount due to related parties	-	1,25,721
Loan from body corporate*	-	400,00,000
Working Capital Borrowings from Banks (repayable on demand) **	200,10,398	-
	200,10,398	401,25,721

* The above loan was taken from Hari Investment Pvt Ltd carrying interest @ 12% p.a. The loan has been repaid in April 2016

** The borrowing is secured by First Pari Pasu charge on the current assets of the company along with Lakshmi Vilas Bank and FDR for Rs. 4 Crore has been marked as lien in favour of Yes Bank Ltd.

8 Trade paybles	(Amount in Rs.)	
	As at	As at
	31 March 2017	31 March 2016
Trade payables	1189,96,187	846,73,465
	1189,96,187	846,73,465

- a) Based on the information available with the Company, there are no supplier as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" and hence the disclosure as required in Section 22 of the said Act has not been given in these accounts. This information has been relied upon by the auditors.



Semac consultants Private Limited
Notes to the consolidated financials statements for the year ended March 31,2017

		(Amount in Rs.)	
		As at 31 March 2017	As at 31 March 2016
9	Short term provisions		
	Provision for gratuity	48,86,845	65,20,140
	Provision for leave salary	8,59,281	6,48,702
	Provision for contingency*	124,00,000	124,00,000
	Provision for income tax	43,89,503	59,98,304
		<u>225,35,629</u>	<u>255,67,146</u>
	*Claim made by a client which is under dispute.		
10	Other current liabilities		
	Current maturity of long term borrowings		
	Vehicle loan from bank	27,756	1,36,663
	Vehicle loan from others	-	1,06,692
	Term loan from ICICI bank	2,36,002	2,08,578
		<u>2,63,758</u>	<u>4,51,933</u>
	Advance from clients	28,23,742	88,06,643
	Statutory liabilities	113,97,976	106,27,564
	Employee related dues	466,30,544	655,60,346
	Expenses payable	205,29,520	165,03,721
		<u>816,45,540</u>	<u>1019,50,207</u>
12	Non current investments		
	(At cost unless otherwise stated) (Non trade- unquoted) In equity instruments :		
a)	Shares in joint venture :		
	98 (previous year 98) paid-up Shares of Qatari Riyal 1000/- each fully paid-up in Semac Qatar WLL, Doha	11,71,688	
	Less: Provision for Diminution	<u>(11,71,688)</u>	-
b)	Share in other bodies corporate		
	128 (Previous year 128) paid-up equity shares of Rs. 25/- each fully Paid-Up in Shamrao Vittal Co-op. Bank Ltd.	3,200	3,200
	74,050 fully paid up equity shares of Rs. 10/- each in AEC Infotech Pvt. Ltd.	6,66,400	6,66,400
	(Non Trade - Quoted) :		
c)	Share in other bodies corporate		
	3,600 fully paid up equity shares of Rs. 10/- each in Lakeland Hotels Ltd.	36,000	36,000
d)	Investments in Debentures (Quoted)		
	300 Units (previous year Nil) fully paid up debentures of Rs. 1,00,000 each	300,00,000	-
		<u>307,05,600</u>	<u>7,05,600</u>
	Aggregate amount of quoted investments	300,36,000	36,000
	Market value of quoted investments	298,89,280	35,640
	Aggregate amount of unquoted investments	18,41,288	25,04,088
	Provision for diminution in investment	(11,71,688)	11,71,688
	Informations pertaining to Joint Venture are given in note 32.		
13	Deferred tax asset (net)		
	Deferred Tax Assets :		
	Expenses allowable on payment basis and others	167,14,335	142,66,694
	Carry forward of unabsorbed depreciation and losses (Refer note b below)	227,81,948	-
	Depreciation difference	-	55,03,711
	Provision for doubtful debt	18,56,212	7,28,273
		<u>413,52,494</u>	<u>204,98,678</u>
	Deferred tax liabilities :		
	Net deferred tax asset/(liabilities)	<u>413,52,494</u>	<u>204,98,678</u>

a) Provision created for advances given to Semac Qatar WLL (Joint Venture), has not been considered for deferred tax computation.

b) Based on the contribution on unexecuted projects in hand management has created the deferred tax assets on unabsorbed depreciation and loss and the auditor has relied on the same.



Semac consultants Private Limited
Notes to the consolidated financial statements for the year ended March 31,2017

		(Amount in Rs.)	
		As at	As at
		31 March 2017	31 March 2016
14	Long term loans and advances (Unsecured)		
	Security deposit (long term)	49,52,430	59,13,295
	Advance income taxes (net)	719,10,023	661,76,823
	(Net of provision of Rs. 2,11,40,360, previous year Rs.12,54,26,682)		
	Long term loan and advance to related parties	196,28,537	187,68,105
	Less : Provision for doubtful debts (Refer Note No. 32)	<u>(196,28,537)</u>	<u>-</u>
		<u>768,62,453</u>	<u>908,58,223</u>
15	Other non current assets		
	Deposits with banks (under lien)*	37,17,782	151,61,591
	Deposits with government authorities	10,25,000	10,25,000
		<u>47,42,782</u>	<u>161,86,591</u>
	* Lien in favour of guarantee given to customers		
16	Current investments		
	Mutual funds:		
	HDFC liquid fund	-	200,00,000
	(522,879.53 units in HDFC liquid fund - growth (quoted))		
		<u>-</u>	<u>200,00,000</u>
17	Trade receivables		
	(Unsecured -considered good unless otherwise stated)		
i.	Receivables outstanding for a period exceeding six months from the date on which they are due for payment		
	Considered good	1557,72,206	1939,71,760
ii.	Other receivables		
	Considered good	1734,79,257	2222,98,422
	Considered doubtful	144,81,921	21,04,349
	Less : Provision for doubtful debts	<u>(144,81,921)</u>	<u>(21,04,349)</u>
		<u>3292,51,463</u>	<u>4162,70,182</u>
a)	Amount receivable from customers is considered due on raising of invoice.		
b)	Debts due by a limited liability company in which a director is a member against which provision has been created	2,68,790	32,51,358
18	Cash and bank		
	Cash on hand	19,25,302	7,75,268
	Balances with banks		
	-in current accounts	1793,50,658	1384,55,776
		<u>1812,75,960</u>	<u>1392,31,044</u>
	-in deposit accounts	744,06,562	808,50,173
	Less : non-current portion	<u>(37,17,782)</u>	<u>(151,61,591)</u>
		<u>706,88,780</u>	<u>656,88,582</u>
	<u>Note : In deposit accounts</u>		
	- Banks (others)	11,440	11,440
	- In deposit accounts with maturity of less than 12 months (under lien)	611,08,934	641,86,664
	- In deposit accounts with maturity of less than 12 months	95,68,407	14,90,478
		<u>706,88,780</u>	<u>656,88,582</u>



19 Short term loans and advances

	(Amount in Rs.)	
	As at 31 March 2017	As at 31 March 2016
(Unsecured - considered good unless otherwise stated)		
Loan to Holding company (refer footnote i)	600,00,000	800,00,000
Loan to other parties	-	250,00,000
Earnest money deposit	20,80,982	25,50,622
Security deposit (short term)	11,45,317	58,51,482
Balances with statutory authorities (Refer foot note iii)	143,41,067	56,38,830
Other loans and advances	20,54,356	80,30,176
Advance to employees	2,87,450	14,03,392
Advance to suppliers	163,19,228	54,38,513
Prepaid expenses	159,90,226	74,04,851
Short term loan and advance to related parties	300,49,679	293,30,328
	1422,68,304	1706,48,194

(i) Loan has been given to holding company in earlier years and was due for the repayment in the current financial year however the same has been renewed and is repayable within the one year as per the stipulated terms.

(ii) Loan was given to Vasundhara International, a sole proprietary concern on 1st October, 2014 for general corporate purposes for a period of two years at interest of 14% per annum and the same has been fully recovered during November 2016.

(iii) Balance with statutory authorities are under reconciliation.

20 Other current assets

	(Amount in Rs.)	
	As at 31 March 2017	As at 31 March 2016
(Unsecured - considered good unless otherwise stated)		
Interest accrued on loan given to Holding company	41,400	25,06,229
Unbilled revenue	367,17,309	338,83,906
Interest accrued on deposits	25,83,599	37,48,020
	393,42,308	401,38,155



Semac Consultants Private Limited
Notes to Consolidated financials statements for the year ended 31st March, 2017
Schedule 11

Fixed assets

Sl. No.	Description of Asset	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		Cost as at 1st April 2016 Rs.	Additions during the year Rs.	Sale/adjustment during the year Rs.	Cost as at 31st March 2016 Rs.	Additions during the year Rs.	Sale/adjustment during the year Rs.	As at 31st March 2017 Rs.	As at 31st March 2016 Rs.	
TANGIBLE ASSETS										
1	Buildings	77,22,696	-	-	77,22,696	2,75,755	-	37,63,720	39,58,976	42,34,731
2	Plant & Machinery	93,44,848	-	-	93,44,848	8,261	39,166,00	82,72,521	10,72,377	10,41,421
3	Computers (End-User Devices)	568,22,082	21,86,525	1,02,625	589,05,982	3,18,542	2,33,434	552,71,102	36,34,880	16,36,088
4	Computers (Servers & Networks)	10,89,204	1,15,920	-	12,05,124	3,42,154	-	10,72,351	1,32,779	3,59,006
5	Office Equipments	214,70,328	7,93,688	2,28,457	220,35,549	11,24,970	(1,47,313)	208,32,500	17,03,049	21,15,485
6	General Furniture & Fittings	24,195,022	11,90,907	83,211	253,02,718	12,92,044	(67,245)	207,96,091	45,06,627	46,23,729
7	Motor Vehicle - Cars	415,97,220	59,22,903	38,42,319	436,77,805	51,08,025	26,65,935	363,45,788	73,32,017	62,78,496
8	Motor Vehicle - Motorcycle	51,950	-	-	51,950	24,517	17,846	34,505	17,445	27,433
9	Lease Hold Improvements	26,46,109	-	-	26,46,109	13,594	-	25,91,551	54,558	69,152
10	Electrical Installation	36,78,806	-	1,00,976	25,77,830	78,731	-	24,13,281	1,84,549	3,44,256
	Total Tangible Assets (A)	1676,18,265	102,09,944	43,57,598	1734,70,611	85,89,909	27,41,823	1508,93,410	225,77,202	207,28,797
Intangible Assets										
10	Intangible Assets - Software	514,35,341	20,39,574	15,64,782	519,10,132	28,55,413	(92,777)	477,74,659	41,35,474	64,23,317
	Total Intangible Assets (B)	514,35,341	20,39,574	15,64,782	519,10,132	28,55,413	(92,777)	477,74,659	41,35,474	64,23,317
	Total (A + B)	2190,53,606	122,49,518	59,22,380	2253,80,744	114,45,322	26,49,045	1986,68,069	267,12,676	271,52,114
	Previous Year	2085,33,908	118,27,286	143,18,460	2131,07,895	181,46,942	40,02,637	1859,55,782	271,52,114	

Note :

- a) Opening gross block & accumulated depreciation of assets have been regrouped in line with schedule - II of the Companies Act 2013.
b) Foreign currency translation reserve on account of exchange difference arising due to different conversion rate taken for the opening balance and addition/ deletion considered on average exchange rates. The same is included in sales/adjustment



21 Revenue from operations	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Engineering consultancy and project management charges	6042,03,300	7539,12,466
Reimbursement of expenses	55,51,652	99,82,567
Work contract services	2873,42,622	2879,34,902
Total revenue from operations	8970,97,574	10518,29,935

22 Other income	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Interest from FDs	52,53,176	40,35,826
Interest on income tax refund	19,20,830	42,41,142
Interest on other loans & advances	155,61,835	242,21,953
Profit on sale of current investments	12,21,974	-
Bad debts recovered	84,654	9,033
Foreign exchange difference (gain)	26,38,287	-
Tender document charges received	35,80,012	45,46,385
Sundry balances/provision no longer required written back	183,38,487	84,83,085
Profit/Loss on sale of fixed assets (Net)	9,05,705	5,34,221
Miscellaneous income	13,63,707	2,71,274
Total other income	508,68,667	463,42,919

23 Cost of services	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Works contract expenses	2171,12,956	2364,94,096
Total cost of services	2171,12,956	2364,94,096

24 Employee benefit expenses	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Salaries & wages	4226,23,945	4210,73,294
Contribution to provident and other funds	334,61,901	212,68,738
Staff welfare expense	97,52,809	133,05,370
Total employee benefit expenses	4658,38,655	4556,47,402

25 Finance costs	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Interest expenses	3,99,981	72,20,980
Interest paid on delay in payment of Statutory dues	11,08,551	34,97,359
Total finance costs	15,08,532	107,18,339



26 Other expenses

	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
Power & fuel	50,87,730	50,91,682
Rent	241,13,973	235,11,555
Repairs on buildings	-	5,61,560
Repairs on others	89,64,175	93,10,534
Insurance	59,56,693	125,56,734
Rates & taxes	139,05,486	31,17,817
Bad debts written off	157,22,014	325,30,055
Provision for advances to related party	196,42,729	-
Training, seminar expense & other HR expense	5,65,829	95,12,939
Travel & conveyance	292,51,163	352,46,961
Vehicle maintenance	57,48,735	68,53,580
Bank charges	29,10,960	15,21,073
Postage & telephone	70,62,575	65,61,889
Printing & stationery	47,71,620	54,47,438
Foreign exchange difference (loss)	-	10,11,232
Corporate social responsibilities	14,21,818	20,55,415
Provision for diminution (Joint Venture)	-	11,71,688
Charity & donation	25,12,209	-
Audit fee & expenses	12,06,373	12,29,061
Miscellaneous expenses	90,07,056	179,46,956
Sundry balances written off	74,07,690	66,38,703
	1652,58,829	1818,76,873

a) Payments to the Auditors

Audit fee	9,36,373	9,39,061
Other matters (certification etc.)	1,20,000	1,40,000
For reimbursement of expenses	1,50,000	1,50,000
	12,06,373	12,29,061

b) Corporate social responsibility

(a) Gross amount required to be spent by the company during the year Rs. 14,21,818 (Previous Year Rs. 21,30,415)

(b) Amount spent during the year on :

CSR activities	(Amount in Rs.)		
	in cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any assets	-	-	-
(ii) On purpose other than (i) above	14,21,818	-	14,21,818.00
	(21,30,415)	-	(21,30,415)

(Figures in brackets pertain to previous year)

27 Contingent liabilities and commitments
(to the extent not provided for)

	(Amount in Rs.)	
	As at 31 March 2017	As at 31 March 2016
Service tax	10,49,364	27,76,740
Default in payment of TDS as appearing on income tax website	15,50,430	-
Bank guarantee	1015,57,566	786,92,151
	1041,57,360	814,68,891

28 Capital and other commitment

	(Amount in Rs.)	
	As at 31 March 2017	As at 31 March 2016
Estimated amount of contracts remaining to be executed on capital account and not provided for net of advances	Nil	Nil
Other commitments (net of advances)	Nil	Nil



29 There are no present obligations requiring provision in accordance with guiding principles as enunciated in the Accounting Standard (AS - 29) as notified by Companies (Accounting Standards) Rules, 2006, (as amended) as it is not probable that an outflow of the resources embodying economic benefits will be required.

30 Retirement and other employee benefits

The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below:

	(Amount in Rs.)	
	For the Year ended on 31 March 2017	For the Year ended on 31 March 2016
a) Defined contribution scheme		
Contribution to defined contribution Plan, recognized for the year are as under :		
Employer's contribution to provident and pension fund	156,99,521	212,68,738
	156,99,521	212,68,738

b) Defined benefit scheme

The employee's gratuity fund scheme is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes 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.

Particulars	(Amount in Rs.)	
	Gratuity (Funded) as on 31 March 2017	Gratuity (Funded) as on 31 March 2016
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows		
Liability at the beginning of the year	473,12,573	358,45,459
Interest cost	30,34,444	28,73,755
Current service cost	66,31,757	177,79,885
Past service cost (vested benefits)	9,62,641	15,55,886
Actuarial (gain) / loss on obligations	(28,53,878)	(12,27,606)
Benefits paid	(63,89,474)	(40,28,175)
Liability at the end of the year	486,98,062	477,99,204
ii) Changes in the fair value of plan asset representing reconciliation of opening and closing balances thereof are as follows:		
Fair value of plan assets at the beginning of the year	54,50,748	60,41,999
Expected return on plan assets	4,90,217	5,46,390
Contributions by the company	26,96,003	28,91,979
Benefits paid	(49,44,220)	(40,28,175)
Actuarial gain / (loss) on Plan Assets	3,298	(1,445)
Fair value of plan assets at the end of the year	36,96,046	54,50,748
iii) Amount recognized in balance sheet		
Liability at the end of the year	486,98,062	477,99,204
Fair value of plan assets at the end of the year	36,96,046	54,50,748
Amount recognized in the balance sheet	450,02,017	423,48,456
iv) Expenses recognized in the income statement		
Current service cost	66,31,757	177,79,885
Interest cost	30,34,444	28,73,755
Expected return on plan assets	(4,90,217)	(5,46,390)
Net actuarial (gain) / loss to be recognized	(28,57,176)	(12,26,161)
Past service cost (vested benefits)	9,62,641	15,55,886
Expenses recognized in statement of profit & loss	72,81,449	154,36,975
v) Balance sheet reconciliation		
Opening Net Liability	418,61,825	298,03,459
Expenses as above	72,81,449	154,36,975
Employers Contribution	(41,41,257)	(28,91,978)
Amount Recognized in Balance Sheet	450,02,017	423,48,456
vi) Principal actuarial assumptions at the balance sheet		
Discount Rate	6.87%	7.60%
Rate of Return on Plan Assets	7.00%	9.00%
Mortality Rate (% of IALM 06-08)	100.00%	100.00%
Salary escalation	10%	8%



Disclosure in terms of Para 120(n) of AS 15 (revised 2005)

(Amount in Rs.)

Particulars	Gratuity (Funded)				
	2016-17	2015-16	2014-15	2013-14	2012-13
Present value of defined benefit obligations	486,98,062	477,99,204	358,45,459	345,40,001	332,56,953
Fair value of plan assets	36,96,046	54,50,748	60,41,999	61,62,452	68,27,292
Surplus/(deficit)	(450,02,017)	(423,48,456)	(298,03,460)	(283,77,549)	(264,29,661)
Experience adjustment on plan liabilities (loss)/gain	1,70,782	(24,32,983)	(39,50,232)	-	(27,78,613)
Experience adjustment on plan assets (loss)/gain	3,298	(1,445)	3,89,685	(42,161)	(4,04,146)

c) Other long term employee benefit plans relating to the earned leave

The other long term employee benefit plan is relating to the earned leave (i.e. carrying forward employee's leaves to the next financial year for future availment). The present value of obligation is determined based valuation methodology, which recognizes 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.

(Amount in Rs.)

Particulars	Leave encashment as on 31 March 2017	Leave encashment as on 31 March 2016
i) Change in the present value of the defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows		
Liability at the beginning of the year	39,69,931	-
Interest cost	2,41,449	-
Current service cost	129,51,229	13,04,581
Past service cost (vested benefits)	88,579	18,74,637
Actuarial (gain) / loss on obligations	(28,00,326)	-
Benefits paid	(100,70,229)	-
Liability at the end of the year	43,80,633	31,79,218
ii) Changes in the fair value of plan asset representing reconciliation of opening and closing balances thereof are as follows:		
Fair value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Contributions by the company	3,31,003	-
Benefits paid	(3,31,003)	-
Actuarial gain / (loss) on plan assets	-	-
Fair value of plan assets at the end of the year	-	-
iii) Amount recognized in balance sheet		
Liability at the end of the year	43,80,633	31,79,218
Fair value of plan assets at the end of the year	-	-
Amount recognized in the balance sheet	43,80,633	31,79,218
iv) Expenses recognized in the income statement		
Current service cost	129,51,229	13,04,581
Interest cost	2,41,449	-
Expected return on plan assets	-	-
Net actuarial (gain) / loss to be recognized	(28,00,326)	-
Past service cost (vested benefits)	88,579	18,74,637
Expenses recognized in statement of profit & loss	104,80,931	31,79,218
v) Balance sheet reconciliation		
Opening net liability	39,69,931	-
Expenses as above	104,80,931	31,79,218
Employers contribution	(100,70,229)	-
Amount recognized in balance sheet	43,80,633	31,79,218
vi) Principal actuarial assumptions at the balance sheet		
Discount rate	6.87%	7.60%
Rate of return on plan assets	8.00%	10.00%



Disclosure in terms of para 120(n) of AS 15 (Revised 2005)

(Amount in Rs.)

Particulars	Leave encashment (Unfunded)	
	2016-17	2015-16
Present value of defined Benefit obligations	43,80,633	31,79,218
Fair value of plan assets	-	-
Surplus/(deficit)	(43,80,633)	31,79,218
Experience adjustment on plan liabilities (loss)/gain	(4,63,393)	-
Experience adjustment on plan assets (loss)/gain	-	-

- a) During the previous year, the company has started the policy of carry forward of leaves, which were not there in the earlier years.
- b) The expected return on plan assets has been determined considering several applicable factors mainly the composition of plan assets held, associated risks of assets management, historical results of returns and policies for plan assets.
- c) The estimates of future salary increase considered in actuarial valuation take into account inflation, seniority, promotions and other relevant factors such as supply and demand factors in the employment market.

31 Related party disclosures pursuant to Accounting Standard-18

a) Enterprises where control exists:

Renaissance Advanced Consultancy Ltd (Ultimate holding company)
Revathi Equipment Limited (Holding company)

b) Other related party with whom the company has transactions, etc.

(i) Joint Ventures:

Semac Qatar WLL

(ii) Key Management Personnel and their relatives:

a) Key Management Personnel

Mr. Chaitanya Dalmia (Director)

Mr. Ramesh Pangasa (Managing Director), till 29th April 2016

Mr. Vikas Jain (Chief Financial Officer) & Company Secretary w.e.f. 18 November 2016

Mr. Rohit Sharda (Chief Executive Officer), till 31st January 2017

b) Relative of Key Management Personnel

Smt. V. Pangasa (Wife of Mr. Ramesh Pangasa), till 29th April 2016

Mr. Nitin Pangasa (Son of Mr. Ramesh Pangasa), till 29th April 2016

c) Enterprises where Key Managerial Personnel or their relatives have significant influence

Semac Construction Technologies India LLP (SCTILLP), formerly Construction Technologies India LLP (RCTILLP)

Hilltop Metals Limited, till 31st March, 2016

d) Disclosures of transactions between the related parties and the status of outstanding balances as on March 31, 2017 :

i) Transactions with Key Management Personnel, their relatives and enterprises controlled by Director:

(Amount in Rs.)

Particulars	Directors and Relatives		SCTILLP		Hilltop Metals Ltd.	
	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
Remuneration:						
- Mr. Ramesh Pangasa	4,50,000	60,32,000	-	-	-	-
- Mr. Nitin Pangasa	2,01,391	23,22,319	-	-	-	-
- Rent - Smt. V. Pangasa	40,000	4,80,000	-	-	-	-
Mr. Vikas Jain (CFO)	53,74,998	50,87,500	-	-	-	-
Mr. Rohit Sharda (CFO)	78,60,004	90,00,000	-	-	-	-
(a) Professional Fees / Reimbursement of Expenses claimed	-	-	31,50,000	2,34,150	-	-
(b) Professional Fees / Reimbursement of Expenses paid	-	-	161,86,077	-	-	20,40,000
Balances as on 31-Mar-2017						
Debtors	-	-	19,19,773	2,34,150	-	-
Creditors	-	-	40,59,286	-	-	-

ii) Transactions with enterprises where control exists

(Amount in Rs.)

Particulars	Holding Company	
	2016-17	2015-16
Interest Income on loans & Advances	109,69,836	173,32,766
Advances Refunded	-	500,00,000
Unsecured Loans and advances Repaid	200,00,000	-
Balances as on 31-Mar-2017		
Advances given outstanding	600,00,000	800,00,000
Interest receivable	41,400	25,06,229



iii) Transactions with Joint Venture

(Amount in Rs.)

Particulars	Joint Venture	
	2016-17	2015-16
Consultancy Income	1,08,667	-
Expenses paid and claimed	-	81,182
Interest on Loan	4,99,738	4,51,617
Other Advances	-	8,95,687
Balances as on March 31, 2017		
Long term Loans	196,28,537	258,15,507
Less: Provision (Refer note 32)	(196,28,537)	-
	-	258,15,507
Short term Loans	65,21,730	
Trade Receivables	2,68,790	1,25,721
Less: Provision (Refer note 32)	(2,68,790)	-
	-	1,25,721
Investments	11,71,688	11,71,688
Less: Provision	(11,71,688)	(11,71,688)
	-	-

Note:

The above related party information is as identified by the management and relied upon by the auditors.

32 Information on Joint Ventures

Due to the ongoing legal proceeding with the joint venture, the company has created the provision for the above loans and receivables in accordance with AS-29 "Provisions, Contingent Liabilities and Contingent Assets".

a) Joint Venture

Name of Joint Venture	Country of Incorporation	Percentage of Ownership Interest
Semac Qatar W.L.L.	Qatar	49.00%

- 33 The company has taken office premises on operating lease and rent amounting to Rs. 2,41,13,973 (Previous Year Rs. 2,35,11,555) and the same has been debited to statement of profit and loss. These leasing arrangements are not non-cancellable, range between 3 to 5 years and are usually renewable by mutual consent on mutually agreeable terms.

34 Disclosure of Earnings per share under Accounting Standard 20 - Basic & Diluted Earnings per share :

(Amount in Rs.)

Particulars	2016-17	2015-16
Net Profit attributable to share holders (Rs.)	(508,75,503)	507,30,108
Weighted Average Number of Equity Shares issued	18,20,892	18,20,892
Basic and Diluted Earnings Per Share of Rs.10/- each (Rs.)	(27.94)	27.86

35 Particulars of unhedged foreign currency exposure as at the balance sheet date

(Amount in Rs.)

Particulars	Amount in foreign currency	2016-17	2015-16
		INR	INR
Trade Receivables			
International Beverages Pvt. Ltd.	USD 7,32,837.12 (Previous Year USD 9,69,432.85), Closing rate 1 USD = INR 64.8063 (Previous year 1 USD = INR 66.1428)	474,92,462	641,21,003
Tulsi Chanrai Foundation	USD 62.38 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous year Nil)	4,043	-
Nestle India Ltd. Lanka PLC	USD 4,728.24 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous year Nil)	3,06,420	-
Trade Payables			
E+C Engineering Consulting GmbH & Co Kg.	EURO 1,05,000 (Previous Year EURO 2,50,255.09), Closing rate 1 EURO = INR 69.5102 (Previous Year 1 EURO = INR 74.8227)	65,68,714	187,24,762
Utility Professionals	USD 8,141 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous Year Nil)	5,27,588	6,60,744
The Union Construction Ltd.	USD 99,990.28 (Previous Year Nil), Closing rate 1 USD = INR 64.8063 (Previous Year Nil)	64,80,000	-
Total		135,76,302	193,85,506

Note: The above transactions do not include transactions of subsidiary company incorporated outside India and Dubai Branch office.

There is no hedge foreign currency exposure as at balance sheet date



- 36 The Company operates mainly in one business segments viz. Engineering Consultancy for Commercial and Industrial Projects being primary segment and all other activities revolve around the main activity. The secondary segment is geographical, information related to which is given under:

Geography	(Amount in Rs.)			
	Revenue	Asset	Liabilities	Capital Expenditure
Within India	6122,79,198	6921,84,156	2607,25,455	53,66,998
	(7731,93,667)	(7681,51,401)	(2433,94,658)	(61,05,451)
Outside India	2848,18,376	2510,18,660	325,88,798	68,82,520
	(2786,36,268)	2392,25,963	(440,49,252)	(78,85,518)

(Previous year figures are shown in brackets)

- 38 Details of Specified Bank Notes(SBN) held & transacted during the period 8th November 2016 to 30th December 2016 (i.e. during demonetization), is as under :

Specified bank note transactions (Applicable in case of holding company only)

Pursuant to notification of Ministry of Corporate Affairs dated March 30, 2017, disclosure of specified bank notes (SBN) held and transacted during the period from November 08, 2016 to December 30, 2016 is provided in table below:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	2,05,000	34,334	2,39,334
(+) Permitted receipts	-	8,14,913	8,14,913
(-) Permitted payments	-	7,85,682	7,85,682
(-) Amount deposited in Banks	2,05,000	-	2,05,000
Closing cash in hand as on 30.12.2016	-	63,565	63,565

The above information is as given by the management and has been relied upon by the auditors.

- 39 In the opinion of the management there is no reduction in value of any assets, hence no provision is required in terms of Accounting Standard AS 28 "Impairment of Assets" except as stated in financial statements'.
- 40 There are no present obligation requiring provisions in accordance with the guiding principles as enunciated in Accounting Standard AS-29 'Provisions, Contingent Liabilities & Contingent Assets except as stated in financial statements
- 41 Accounts receivables, trade payables and loans & advances and fixed deposit balances are subject to confirmation and reconciliation.
- 42 Figures have been rounded off to the nearest rupee. However, previous year's figures wherever necessary have been regrouped / rearranged/ reclassified.

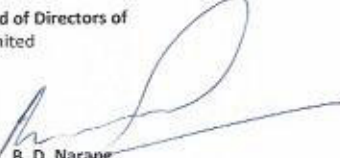
For S.S. Kothari Mehta & Co.
Chartered Accountants


Sunil Wahal
Partner
Membership No: 087294
Firm registration number : 000756N



For and on Behalf of the Board of Directors of
Semac Consultants Private Limited


Chaitanya Dalmia
Director
DIN : 00028402


B. D. Narang
Director
DIN : 00038052


Vikas Jain
Chief Financial Officer

Place : Mumbai
Date : 29th May 2017



Place : New Delhi
Date : 29th May 2017