



INTEGRA Engineering India Ltd

36TH Annual Report F.Y. : 2017-18

Registered office: P. O. Box No. 55, Chandrapura village, Taluka Halol, Panchmahal, Gujarat - 389350
CIN: L29199GJ1981PLC028741

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Corporate Information

BOARD OF DIRECTORS

Mrs. Corinne Ruckstuhl	-	Chairperson & Non-Executive Director
Mr. Adrian Oehler	-	Non-Executive Director
Mr. Shalin S. Divatia	-	Independent Director
Mr. Mahendra Sanghvi	-	Independent Director
Mr. Rahul Divan	-	Independent Director
Mr. Bhargav Patel	-	Independent Director
Mr. Satish Parekh*	-	Non-Executive Director

* Resigned from the directorship on 11.05.17

KEY MANAGERIAL PERSONNEL

Mr. Utkarsh Pundlik Chief Executive Officer	Ms. Harneetkaur Anand Company Secretary	Mr. Bhavin Kariya Chief Financial Officer
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STATUTORY AUDITORS

M/s. K. C. Mehta & Co.
Chartered Accountants
2nd Floor, Meghdhanush, Race Course, Vadodara -390 020

BANKERS

ICICI Bank Limited
HDFC Bank Limited
Bank of Baroda
DENA Bank
UCO Bank

REGISTRAR & SHARE TRANSFER AGENTS

Link Intime India Private Limited
B-102 & 103, First Floor, Shangrila Complex,
Opp. HDFC Bank, Near Radhakrishna Char Rasta,
Akota, Vadodara- 390 020
(E) : vadodara@linkintime.co.in

REGISTERED OFFICE & WORKS

P. O. Box No. 55, Chandrapura Village, Tal. Halol-389 350, Dist. Panchmahals, Gujarat
(T) (02676) 221870, 09099918417 (F) (02676) 220887
Website: www.integraengineering.in Email: info@integraengineering.in

WORKS UNITS

UNIT-I

P. O. Box No. 55, Chandrapura Village,
Taluka Halol - 389 350 Dist. Panchmahals, Gujarat

UNIT-II

Halol - Champaner Road, P. O. Chandrapura Village,
Taluka Halol - 391 520, Dist. Panchmahals, Gujarat

NOTICE TO MEMBERS:

NOTICE is hereby given that the THIRTY SIXTH ANNUAL GENERAL MEETING of the Members of INTEGRA ENGINEERING INDIA LIMITED CIN:L29199GJ1981PLC028741 will be held at Registered Office situated at Chandrapura Village, Taluka: Halol – 389 350, District: Panchmahals, Gujarat on Thursday, 19th July 2018 at 01:00 p.m. to transact the following business:

ORDINARY BUSINESS :

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Adrian Oehler having [DIN: 00360332], who retires by rotation and is eligible for re-appointment

SPECIAL BUSINESS:

Ordinary Resolution

3. **Approval for Related Party Transactions under Section 188 of the Companies Act, 2013:**

To consider and pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any of The Companies Act, 2013 and relevant rules made there under (including any statutory modifications or re-enactment thereof, for the time being in force) consent of the members be and is hereby accorded to the board of directors to enter into an agreement with several related parties as mentioned in the explanatory statement of the notice for purchase / sale of goods / services.”

“RESOLVED FURTHER THAT any of the Director or Mr. Utkarsh Pundlik, Chief Executive Officer or Mr. Bhavin Kariya, Chief Financial Officer or Ms. Harneetkaur Anand, Company Secretary, be and are hereby severally authorized to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above resolutions.”

By order of the Board of Directors,
For **INTEGRA Engineering India Limited**

Sd/-
Harneetkaur Anand
Company Secretary
(Mem. No. A33014)

Registered Office:
P. O. Box No. 55, Chandrapura Village,
Taluka: Halol-389 350
District: Panchmahals, Gujarat

Place: Halol
Date: May 24, 2018

NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT 36th ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING I.E. BY 01:00 P.M. ON 19th, JULY, 2018.

A person can act as a Proxy for not more than 50 Members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a single person may act as a proxy for a Member holding more than 10% of the total share capital of the Company carrying voting rights provided that such person shall not act as a proxy for any other person.

Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of The Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.

As per Section 136 of The Companies Act, 2013 read with Rule 11 of The Companies (Accounts) Rules, 2014, financial statements may be sent to the Members:

- (a) by electronic mode to such Members whose shares are held in dematerialised form and whose e-mail IDs are registered with Depository for communication purposes;
- (b) where shares are held in physical form, to such Members who have positively consented in writing for receiving by electronic mode and
- (c) by dispatch of physical copies through any recognized mode of delivery as specified under Section 20 of The Companies Act, 2013, in all other cases.

In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your e-mail ID with:

- (i) Our Registrar & Share Transfer Agent: for the shares held in physical form and
- (ii) Your respective Depository Participants: for the shares held in dematerialised form.

In case any Member who has received the notice electronically desires to have a physical copy of the same, he / she may write to the company or send an email to tosecretarial@integraengineering.in in this regard. Members may kindly note that the notice of the meeting will also be available on the Company's website, www.integraengineering.in and can be downloaded, if required, by the member.

Members are requested to advice, quoting their Folio Number(s), the change of address, if any, immediately to the Company at its Registered Office: Secretarial Department, INTEGRA Engineering India Limited., Chandrapura Village, Taluka: Halol - 389350, District: Panchmahals, Gujarat or to its Registrar and Share Transfer Agent Viz Link Intime India Private Limited ("Link Intime"), C-101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai - 400 083, (Tel : (022) 49186270 Fax : (022) 49186060 E-mail : mt.helpdesk@linkintime.co.in and also to respective Depository Participant (DP), in case the shares are held in Demat Form.

The Register of Members and Share Transfer Books of the Company shall remain closed from 13th July, 2018 to 19th July, 2018, both days inclusive, for both, physical and demat transfer request.

Shareholders seeking information on accounts published herein are kindly requested to furnish their queries to the Company at least TEN days before the date of the meeting addressed to the Company Secretary, INTEGRA Engineering India Limited, Chandrapura Village, Taluka: Halol-389 350, District: Panchmahals, Gujarat or email at secretarial@integraengineering.in

In compliance with the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014, and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, Members are provided with the facility to cast their votes electronically, through the evoting services provided by Central Depository Services (India) Limited [CDSL], on all the resolutions set forth in this Notice.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. 12th July, 2018, may cast their vote electronically. The e-voting period will commence from 16th July, 2018 at 09:00 a.m. (IST) and will end at 05:00 p.m. (IST) on 18th July, 2018. The e-voting module will be disabled on 18th July, 2018 at 05:00 p.m. (IST). The voting right of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date, being 12th July, 2018.

As per the requirement of Securities Exchange Board of India, Listing Obligations Disclosure Requirements, 2015, particulars of the Director proposed to be re-appointed / appointed are given below:

**ANNEXURE TO ITEM NO. 2 OF THE NOTICE
Details of Director seeking appointment and re-appointment at the
Thirty Sixth Annual General Meeting (Pursuant to Regulation 36(3)
of the SECURITIES EXCHANGE BOARD OF INDIA (Listing Obligation
and Disclosure Requirement) Regulations, 2015**

Name of the Director	Mr. Adrian Oehler
Date of Birth	07/11/1970
Nationality	Swiss
Date of Appointment / Re-appointment	12/05/2016
Qualifications	Lic Oec HSG, Master of studies in corporate finance, CFO Advanced
Expertise in specific functional area	Change Management, Strategic Management, Turn around including corporate finance and market development
Number of shares held in the Company	Nil
List of the directorships held in other Companies	Integra Systems Private Limited Aquametro Oil & Marine AG INTEGRA Metering AG INTEGRA Biosciences AG INTEGRA Holding AG Immobilien-gesellschaft Fad-matt INTEGRA Immobilien AG INTEGRA Personalvorsorgestiftung ORGU Stiftung Signal AG Aquacool Metering LLC, Dubai Yzatec SAS Geistlich Immo-bilia AG
Chairman/Member in the Committees of the Boards of other Companies in which he is Director	N.A.
Relationships between Directors inter-se	Professional
Justification for appointment	Skills in various fields like finance, corporate decisions, real estate etc

None of other Directors are concerned or interested in these resolutions except the appointee. The Board of Directors recommends the proposed resolution for acceptance by Member.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.

- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login." <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - "m - Voting" for e voting. m - Voting app is available on Apple, Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).
- (xix) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

**By order of the Board of Directors,
For INTEGRA Engineering India Limited**

Sd/-
Harneetkaur Anand
 Company Secretary
 (Membership No. A33014)

Registered Office:
 Chandrapura Village,
 Taluka: Halol-389 350
 District: Panchmahals, Gujarat

Place: Halol
Date: May 24, 2018

EXPLANATORY STATEMENT:

[Pursuant to Section 102 of The Companies Act, 2013 relating to the business set out in the accompanying Notice]

ITEM NO. 3

Members of the Company are requested to note that Section 188(1) of The Companies Act, 2013 read with the relevant rules made thereunder and Regulation 23 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), requires any transaction entered into between related parties for sale, purchase or supply of any goods or materials, availing or rendering of any services exceeding paid up share capital of the Company or 10% of the turnover as per latest audited financial results i.e. ₹ 46,123,275 to be approved by the Members of the Company by way of ordinary resolution.

There are in all four related parties with whom transactions are being conducted, they are Shaily Engineering Plastics Pvt. Ltd, Aquametro Oil & Marine AG, Switzerland, Peass Industries Pvt. Ltd. and Integra Systems Pvt. Ltd.

Since, transactions with related parties are likely to be in excess of 10% of the turnover of the audited financial results; approval of shareholders via ordinary resolution is required.

Particulars of the transactions which are proposed to be entered into by the Company are provided in brief, herein below:

Sr. No.	Nature of transactions as per Section 188 of The Companies Act, 2013	Name of the Director / KMP who is related and nature of relationship	Name of the Related Party	Amount in ₹
1	Purchase of Plastic Components for Relays	Mr. Mahendra Sanghvi (Managing Director of Shaily Engineering Plastics Ltd.)	Shaily Engineering Plastics Ltd.	25,000,000
2	<ul style="list-style-type: none"> • Purchase of Fuel Meter • Providing Business development Support Company 	Mr. Adrian Oehler and Mrs. Corinne Ruckstuhl (Aquametro Oil and Marine AG, earlier known as Aquametro AG is subsidiary of Holding)	Aquametro Oil and Marine AG, Switzerland	20,000,000
3	<ul style="list-style-type: none"> • Purchase of Relay Components • Sales of Fuse Monitoring System and Relay Components • Rent 	Mr. Adrian Oehler and Mrs. Corinne Ruckstuhl (Director of Integra Systems Pvt. Ltd., Halol)	Integra Systems Pvt. Ltd., Halol	2,500,000
4	Sales of sheet metal Fabrication items with Powder coating	Mr. Bhargav Patel (Director of Peass Industrial Engineers Pvt. Ltd.)	Peass Industrial Engineers Pvt. Ltd.	50,000,000

By order of the Board of Directors,
For INTEGRA Engineering India Limited

Sd/-

Harneetkaur Anand
Company Secretary
(Membership No. A33014)

Registered Office:
Chandrapura Village,
Taluka: Halol-389 350
District: Panchmahals, Gujarat

Place: Halol
Date: May 24, 2018

BOARD'S REPORT

INTEGRA ENGINEERING INDIA LIMITED

REGD. OFFICE: P. O. BOX NO. 55 CHANDRAPURA VILLAGE

TALUKA HALOL PANCHMAHALS GJ 389350

TEL. NO. 02676-221555 FAX: 02676-220887

EMAIL: secretarial@integraengineering.in

WEBSITE: www.integraengineering.in

To,

The Members

Integra Engineering India Limited

P. O. Box No. 55, Chandrapura Village ,

Taluka Halol, Panchmahal-389350, Gujarat.

Your Directors are pleased to present their Thirty Sixth Board's Report together with the Audited Financial Statements for the year ended on 31st March, 2018

1. Financial summary or highlights of performance of the Company

(Amount in ₹)

Particulars	Current year 2017-2018	Previous year 2016- 2017
Total Sales & Other Income	478,377,839	388,977,145
Profit before Finance Cost, Depreciation, Extraordinary items & Taxes	63,027,429	37,199,849
Less: Finance Cost	5,733,992	5,239,716
Less: Depreciation & Amortization	9,087,172	8,135,337
Profit before Tax	48,206,265	23,824,796
Less: Tax Expenses	14,104,661	8,415,735
Profit for the Year	34,101,603	15,409,061
Appropriation : issue of bonus shares	Nil	Nil
Other Comprehensive Income	(979,058)	513,754
Total Comprehensive Income	33,122,546	15,922,815
Paid up capital	34,245,196	34,245,196
Other Equity	86,284,457	52,527,209

All significant accounting policies and material transactions have been disclosed in notes on accounts to the Balance Sheet as on 31st of March, 2018.

2. Dividend

In view of the need to conserve the resources of the Company, Directors of the Company do not recommend dividend for the year.

3. Reserves

The Company proposes to carry ₹ 34,101,603 to the Reserves from net profits of ₹ 34,101,603. All the Requirements as laid down in The Companies Act, 2013 and Rules made thereunder are complied with.

4. Brief description of the Company's working during the year / State of Company's affair

Total Turnover during the financial year 2017-18 is ₹ 461,233,758 (Previous Year ₹ 353,355,923) showing an increase of 30% over the previous year.

The management puts continuous efforts to increase the operational efficiency and turnover.

5. Change in the nature of business

There was no change in the nature of business during the financial year 2017-18.

6. Material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of report

No material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report.

7. Details of significant and material orders passed by the Regulators or courts or tribunals impacting the going concern status and Company's operations in future

No significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future during the financial year and or subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report.

8. Details in respect of adequacy of internal financial controls with reference to the financial statements

The Company has appointed an internal auditor for adequacy of internal financial controls and your Board has taken adequate care for financial control.

9. Performance and financial position of each of the subsidiaries, associates and joint venture Companies

There is one associate Company i.e. "Integra Systems Pvt. Ltd." of "Integra Engineering India Limited". Form AOC-1, is attached after the conclusion of financial statements.

10. Deposits

Your Company has not accepted any deposit during the year and there was no deposit at the beginning of the year. Therefore, details relating to deposits, covered under Chapter V of The Companies Act, 2013 is not applicable.

11. Share Capital:

During the year under review, the Company has not issued any securities.

The Company has one Employee Stock Option Scheme. Integra Engineering India Employees' Stock Option Plan 2015 was approved by the Members vide a special resolution passed in the Thirty Third Annual General Meeting on 12th August, 2015.

During the financial year 2017-18, there were no material changes in the Employee Stock Option Plan of the Company. The Scheme is in compliance with The Securities Exchange Board of India, Regulations on Employees Stock Option Scheme. As per Regulation 14 of SEBI (Share Based Employee Benefits) Regulations, 2014 read with SEBI circular dated 16th June, 2015.

The Company has received a certificate from M/s. Pantomath Capital Advisors (P) Ltd. that Integra Engineering India Employees' Stock Option Plan 2015 have been implemented in accordance with the SEBI Regulations and the resolution passed by the Members in their general meeting. The certificate would be placed at the ensuing Annual General Meeting for inspection by the Members.

The Company had received in-principle approval from The Bombay Stock Exchange on 13th November, 2017.

However, Nomination and Remuneration Committee constituted by the Board of Directors of the Company has, at its meeting held on 22nd August, 2017, granted, under the "Integra Engineering India Employees Stock Option Plan 2015", 180,000 (One lac eighty thousand) Stock Options representing an equal number of equity shares of face value of ₹ 1/- each in the Company, at an exercise price of ₹ 36.

12. Extract of Annual Return

The extract of the annual return in Form No. MGT – 9 forming part of the Board's report is attached herewith as Annexure-A.

13. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are attached herewith Annexure-B.

14. Corporate Social Responsibility (CSR)

Compliance under Corporate Social Responsibility is not applicable to the Company.

15. Directors:
A) Changes in Directors and Key Managerial Personnel

Mr. Satish Parekh resigned from the directorship of the Company on 11th May, 2017.

B) Declaration by an Independent Director(s)

A declaration by Mr. Shalin Divatia, Mr. Rahul Divan, Mr. Bhargav Patel and Mr. Mahendra Sanghvi Independent Directors that they meet the criteria of independence as provided in sub-section (6) of Section 149 of The Companies Act, 2013 has been given.

The Board of Directors declares that the Independent Directors Mr. Shalin Divatia, Mr. Rahul Divan, Mr. Bhargav Patel and Mr. Mahendra Sanghvi in the opinion of the Board are:

- (a) persons of integrity and they possess relevant expertise and experience;
- (b) not a promoter of the Company or its holding, subsidiary or associate company;
- (c) not related to promoters or directors of the company, or its holding, subsidiary or associate company;
- (d) have / had no pecuniary relationship with the company, its holding or subsidiary or associate company or promoters or directors of the said companies during the two immediately preceding financial years or during the current financial year;
- (e) none of their relatives have or had pecuniary relationship or transactions with the company, its holding, subsidiary or associate company or promoters or directors of the said companies amounting to two percent or more of its gross turnover or total income or ₹ 5,000,000 whichever is lower during the two immediately preceding financial years or during the current financial year;
- (f) neither they nor any of their relatives –
 - (i) hold or have held the position of a key managerial personnel or are or have been employees of the Company or its holding, subsidiary, associate company in any of the three financial years immediately preceding the current financial year.
 - (ii) are or had been employee or proprietor or a partner in any of the three financial years immediately preceding the current financial year of
 - (a) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company or
 - (b) any legal or consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of gross turnover of the said firm;
 - (iii) hold together with their relatives two percent or more of the total voting power of the company or
 - (iv) is a Chief Executive or director of any non-profit organization that receives twenty-five percent or more of its receipts from the company, any of the promoters or directors of the company or its holding, subsidiary or associate company or that holds two percent or more of the total voting powers of the company;
- (g) possess qualifications prescribed in Rule 5 of The Companies (Appointment and Qualification of Directors) Rules, 2014.

C) Formal Annual Evaluation

The Company has devised a policy for performance evaluation of Independent Directors, Board, Committees and individual Directors which includes criteria for performance evaluation of executive directors and non-executive directors. The Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its committee. The Board of Directors has expressed their satisfaction with the evaluation process.

16. Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors.

During this year, four Board and five audit committee meetings were convened and held, the details of which are given in the Corporate Governance Report.

The intervening gap between the Meetings was within the period prescribed under The Companies Act, 2013 and The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the erstwhile Listing Agreement.

Statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors has been given in the Report of Corporate Governance.

17. Details of establishment of whistle blower policy for directors and employees

The Company has framed a whistle blower policy in terms of The Companies Act, 2013 and the same may be accessed on the Company's website. Further, every employee of the Company can directly report to the Chairman of the Audit Committee when she / he become aware of any actual or possible violation of the Code or an event of misconduct, act of misdemeanor or act not in the Company's interest.

18. Particulars of loans given, guarantees given, investments made and securities provided

Details of loans, gaurantees and investments covered under the provisions of Section 186 of The Companies Act, 2013 are given in the Note 15 to the financial statements.

19. Particulars of contracts or arrangements with related parties

Particulars of contracts or arrangements with related parties are given in Form AOC-2 enclosed as Annexure-C.

20. Managerial Remuneration

Disclosures pursuant to Section 197(12) of The Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are enclosed here with as Annexure-D.

21. Auditors
• Statutory Auditors

M/s. K. C. Mehta & Co., Chartered Accountants, bearing FRN: 106237W, the Statutory Auditors of the Company hold office until the conclusion of the ensuing 36th Annual General Meeting and are recommended for re-appointment until the conclusion of the 37th Annual General Meeting of the Company, Based upon the declaration on their eligibility, consent and terms of engagement, your Directors propose their re-appointment in the 36th Annual General Meeting of the Company.

• Internal Auditors

M/s. Shah and Shah Associates, Chartered Accountants, Vadodara have been appointed as Internal Auditors of the Company in terms of Section 138 of The Companies Act, 2013 and rules & recognition, made thereunder, for the Financial Year 2018-19 by the Board of Directors, upon recommendation of the Audit Committee.

• Secretarial Auditors

M/s. Devesh Vimal & Co., Company Secretaries in practice, based in Vadodara, Gujarat, were appointed as Secretarial Auditors, to carry out Secretarial Audit of the Company, In terms of provisions of Section 204 of The Companies Act, 2013, a Secretarial Audit Report has been annexed to this Report with Annexure - E.

Explanation or Comments on disqualifications, reservations, adverse remarks or disclaimers in the Auditor's Reports;

There have been no disqualifications, reservations, adverse remarks or disclaimers in the auditor's reports, requiring explanation or comments by the Board.

22. Corporate Governance Report

The Company has been following the principles and practices of good Corporate Governance and has ensured compliance of the requirements stipulated under Regulation 34 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

A detailed report on Corporate Governance as required under Regulation 34 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, is appended alongwith the Corporate Governance Report, issued by M/s. Devesh Vimal & Co., Company Secretaries, Vadodara, Gujarat, the Secretarial Auditors, confirming the compliance of conditions on Corporate Governance forms part of the Board Report with Annexure-F.

23. Management Discussion and Analysis Report

A report on Management Discussion and Analysis, as required in terms of Regulation 34(2) of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, forms part of this Report and it deals with the Business Operations and Financial Performance, Research & Development Expansion & Diversification, Risk Management, Marketing Strategy, Safety & Environment, Human Resource Development, etc. in Annexure - G.

24. Risk management

The Management has put in place adequate and effective system and man power for the purposes of risk management. In the opinion of the Board, there are no risks which would threaten the existence of the Company.

25. Directors' Responsibility Statement

Your Directors make the following statements in terms of Section 134(3)(c) of The Companies Act, 2013:

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

- c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) that the directors had prepared the annual accounts on a going concern basis; and
- e) that the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) that the directors had devised proper systems to ensure / compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rule thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. Internal Complaints Committee has also been set up to redress complaints received on sexual harassment.

No Complaint has been received by the Committee during the year.

27. Directors Training & Familiarization

The Directors are regularly informed during the meetings of the Board and the Committees, of the activities of the Company, its operations and issues facing the Engineering Industry. Considering the long association of the Directors with the Company and their seniority and expertise in their respective areas of specialisation and knowledge of the engineering industry, their training and familiarization were conducted in the below mentioned areas:

- The Roles, Rights, Responsibilities and Duties of Independent Directors
- Business Development Strategy and Plans
- Changes brought in by the introduction of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- Changes in Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

28. Audit Committee

The Audit Committee of the Board consists of Four Independent and One Non-Executive Director.

The composition, role, terms of reference as well as power of the Audit Committee are in accordance with the provisions of Regulation 18 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 and Section 177 of The Companies Act, 2013 and Rules / Regulations made thereunder.

Audit Committee Composition during F.Y. 2017-18

Name of the Director	Category	Status
Mr. Shalin Divatia	Independent Director	Chairman
Mr. Rahul Divan	Independent Director	Member
Mrs. Corinne Ruckstuhl	Non-Executive Director	Member
Mr. Bhargav Patel	Independent Director	Member
Mr. Mahendra Sanghvi	Independent Director	Member

The details of all related party transactions are placed periodically before the Audit Committee. All the recommendations made by the Audit Committee were accepted by the Board. The Company has in place a Vigil Mechanism; details of which are available on the Company's website.

29. Nomination and Remuneration Policy

Your Board has adopted a Nomination and Remuneration Policy as required by Section 178 of The Companies Act, 2013, The Policy provides for the appointment and removal of Directors, Key Managerial Personnel and Senior Management employees and their remuneration. The terms of reference of the Nomination and Remuneration Committee are given in the Report on Corporate Governance under the section "Nomination and Remuneration Committee".

On 31st March, 2018, the Board consists of six members, two of whom are Non-Executive, and four are Independent Directors.

30. Nomination and Remuneration Committee

In compliance with Section 178 of The Companies Act, 2013, Your Company has in place a "Nomination and Remuneration Committee".

The powers, role and terms of reference of the Nomination and Remuneration Committee covers the areas as contemplated under Regulation 19 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of The Companies Act, 2013, and Rules and Regulations, made thereunder, besides other terms as may be referred by the Board of Directors. The terms of reference of the Nomination and Remuneration Committee, number and dates of meeting held, attendance of the Directors and remuneration paid to them are given separately in the attached Corporate Governance Report under the section "Committees of the Board".

31. Orders passed by the Regulators or Courts or the Tribunals

There are no significant and material orders passed by the Regulators or Courts or Tribunals that may impact the going concern status of the Company's operation.

32. Acknowledgements

Your Directors express their gratitude to INTEGRA Holding AG, Switzerland for its support.

Your Directors would also like to express their gratitude for the assistance and co-operation received from Banks, Government Authorities, valuable customers, vendors and the members of the Company for their continued support and also extend their appreciation to the employees of the Company at all levels, for their unstinted commitment, dedication and team work.

**FOR AND ON BEHALF OF THE BOARD,
INTEGRA Engineering India Limited**

**Sd/-
Corinne Ruckstuhl
Chairperson & Non-Executive Director**

**DIN: 03531399
Place : Halol
Date: May 03, 2018**

Annexures to the Board's Report**Annexure - A****Form No. MGT 9**

**Extract of Annual Return as on the financial year ended on 31.03.2018
[Pursuant to Section 92(3) of The Companies Act 2013 and Rule 12(1)
of the Companies (Management and Administration) Rule, 2014]**

I. REGISTRATION AND OTHER DETAILS

i	CIN :	L29199GJ1981PLC028741
ii	Registration date :	03-06-1981
iii	Name of the Company:	Integra Engineering India Limited
iv	Category/ Sub category of the Company:	Public Company Limited by shares
v	Registered office Address:	P. O. Box No. 55, Chandrapura Village, Taluka Halol, Panchmahal - 389350
	Contact Details :	Email:secretarial@integraengineering.in (T): +91 02676 221870
vi	Whether listed Company:	Yes
vii	Details of Registrar and Transfer Agent	Link Intime India Private Limited, Formerly known as Intime Spectrum Registry Limited B-102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Business activities contributing 10% or more of the total turn over of the Company

Sr. No.	Name and Description of main products / services	*Industrial Group	% to total turnover of the Company.
1	Traction panels, Relays and Accessories	35204 & 30205	100%
*As per National Industrial Classification - Ministry of Statistics and Programme Implementation.			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held
1	INTEGRA Systems Private Limited	U72900GJ2008 TC055601	Associate	50.00
2	INTEGRA Holding AG	N.A.	Holding	54.67

IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category wise shareholding

Integra Engineering India Limited										
Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 2017				Shareholding at the end of the year - 2018				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	0	0	0	0	0	0	0	0	0
(b)	Central Government / State Government(s)	0	0	0	0	0	0	0	0	0
(c)	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
(d)	Any Other (Specify)									
	Sub Total (A)(1)	0	0	0	0	0	0	0	0	0
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Government	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Bodies Corporate	18,723,341	0	18,723,341	54.6744	18,723,341	0	18,723,341	54.6744	0
	Sub Total (A)(2)	18,723,341	0	18,723,341	54.6744	18,723,341	0	18,723,341	54.6744	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	18,723,341	0	18,723,341	54.6744	18,723,341	0	18,723,341	54.6744	0
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	89,820	89,820	0.2623	0	89,820	89,820	0.2623	0
(b)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(c)	Alternate Investment Funds	0	0	0	0	0	0	0	0	0

(d)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(e)	Foreign Portfolio Investor	0	2,000	2,000	0.0058	0	2,000	2,000	0.0058	0
(f)	Financial Institutions / Banks	0	12,380	12,380	0.0362	0	12,380	12,380	0.0362	0
(g)	Insurance Companies	0	0	0	0	0	0	0	0	0
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Sub Total (B)(1)	0	104,200	104,200	0.3043	0	104,200	104,200	0.3043	0
[2]	Central Government/ State Government(s)/ President of India	0	0	0	0	0	0	0	0	0
	Sub Total (B)(2)	0	0	0	0	0	0	0	0	0
[3]	Non-Institutions	0	0	0	0	0	0	0	0	0
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	8,129,888	3,117,766	11,247,654	32.8445	7,868,033	3,003,314	10,871,347	31.7456	-1.0989
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1,986,732	0	1,986,732	5.8015	2,473,363	0	2,473,363	7.2225	1.421
(b)	NBFCs registered with RBI	0	0	0	0	0	0	0	0	0
(c)	Employee Trusts	0	0	0	0	0	0	0	0	0
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)									
	Trusts	41,400	0	41,400	0.1209	41,400	0	41,400	0.1209	0
	Hindu Undivided Family	586,951	0	586,951	1.714	718,531	0	718,531	2.0982	0.3842
	Non Resident Indians (Non Repat)	26,671	0	26,671	0.0779	62,462	0	62,462	0.1824	0.1045
	Other Directors Non Resident	0	1,350	1,350	0.0039	0	1,350	1,350	0.0039	0
	Indians (Repat)	46,208	37,606	83,814	0.2447	37,179	37,194	74,373	0.2172	-0.0275
	Office Bearers	0	800	800	0.0023	0	1,100	1,100	0.0032	0.0009

	Clearing Member	459,673	0	459,673	1.3423	396,773	0	396,773	1.1586	-0.1837
	Bodies Corporate	807,321	175,289	982,610	2.8693	602,242	174,714	776,956	2.2688	-0.6005
	Sub Total (B)(3)	12,084,844	3,332,811	15,417,655	45.0214	12,199,983	3,217,672	15,417,655	45.0214	0
	Total Public									
	Shareholding(B)=(B)									
	(1)+(B)(2)+(B)(3)	12,084,844	3,437,011	15,521,855	45.3256	12,199,983	3,321,872	15,521,855	45.3256	0
(C)	Total (A)+(B)	30,808,185	3,437,011	34,245,196	100	30,923,324	3,321,872	34,245,196	100	0
	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0	0	0	0	0	0
[2]	Employee Benefit Trust (under SEBI (Share based									
	Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0	0	0
	Total (A)+(B)+ (c)	30,808,185	3,437,011	34,245,196	100	30,923,324	3,321,872	34,245,196	100	

(ii) Shareholding of promoters

Sr. No.	Shareholder's Name	Shareholding at The Beginning of The Year – 2017			Shareholding at The Beginning of The Year – 2018			% Change in Shareholding during the year
		No. of Shares Held	% of Total Shares of The Company	% of Shares Pledged/ encumbered to total shares	No. of Shares Held	% of Total Shares of The Company	% of Shares Pledged/ encumbered to total shares	
1	INTEGRA Holding AG	18,723,341	54.6744	0	18,723,341	54.6744	0.0000	0.0000
	Total	18,723,341	54.6744	0	18,723,341	54.6744	0.0000	0.0000

(iii) Change in Promoters' Shareholding

There is no change in holding of the Promoters during the year.

(iv) Shareholding pattern of top ten shareholders (other than Directors, Promoters & Holding of GDR's & ADR's)

Sr. No.	Name & Type of Transaction	Shareholding at the Beginning of the Year – 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		No. of Shares held	% of Total Shares of The company	Date of Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company
1	Dipak Kanayalal Shah	608,167	1.7759			608,167	1.7759
	Purchase			14 Apr 2017	3,000	611,167	1.7847
	Purchase			12 May 2017	1,000	612,167	1.7876
	Purchase			19 Jan 2018	2,000	614,167	1.7934
	Purchase			09 Feb 2018	833	615,000	1.7959
	Purchase			16 Feb 2018	3,000	618,000	1.8046
	Purchase			23 Mar 2018	2,000	620,000	1.8105
	At the end of the year				620,000	1.8105	
2	Pratiksha B Shah	125,000	0.3650			125,000	0.3650
	Purchase			09 Jun 2017	100,000	225,000	0.6570
	Purchase			09 Feb 2018	96,000	321,000	0.9374
	At the end of the year					321,000	0.9374
3	Brijesh Dalpatrai Shah	215,000	0.6278			215,000	0.6278
	Purchase			07 Apr 2017	50,000	265,000	0.7738
	Purchase			14 Apr 2017	30,000	295,000	0.8614
	Purchase			21 Apr 2017	45,000	340,000	0.9928
	Sale			05 May 2017	(16,100)	323,900	0.9458
	Sale			12 May 2017	(8,900)	315,000	0.9198
	Purchase			19 May 2017	25,000	340,000	0.9928
	Sale			26 May 2017	(730)	339,270	0.9907
	Sale			02 Jun 2017	(2,770)	336,500	0.9826
	Sale			09 Jun 2017	(106,500)	230,000	0.6716
	Purchase			23 Jun 2017	10,000	240,000	0.7008
	Sale			30 Jun 2017	(5,000)	235,000	0.6862
	Sale			07 Jul 2017	(5,000)	230,000	0.6716
	Sale			14 Jul 2017	(10,000)	220,000	0.6424
	Purchase			21 Jul 2017	100	220,100	0.6427
	Purchase			28 Jul 2017	4,900	225,000	0.6570
	Purchase			04 Aug 2017	762	225,762	0.6593
	Purchase			11 Aug 2017	4,113	229,875	0.6713
	Purchase			18 Aug 2017	1,110	230,985	0.6745
	Purchase			25 Aug 2017	4,015	235,000	0.6862
	Purchase			01 Sep 2017	5,000	240,000	0.7008
	Purchase			15 Sep 2017	25	240,025	0.7009
	Purchase			22 Sep 2017	4,975	245,000	0.7154
	Purchase			29 Sep 2017	10,250	255,250	0.7454
	Purchase			06 Oct 2017	750	256,000	0.7476

(iv) Shareholding pattern of top ten shareholders (other than Directors, Promoters & Holding of GDR's & ADR's)

Sr. No.	Name & Type of Transaction	Shareholding at the Beginning of the Year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		No. of Shares held	% of Total Shares of The company	Date of Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company
	Sale			13 Oct 2017	(16,000)	240,000	0.7008
	Sale			20 Oct 2017	(25,000)	215,000	0.6278
	Purchase			03 Nov 2017	3,676	218,676	0.6386
	Purchase			10 Nov 2017	21,324	240,000	0.7008
	Purchase			08 Dec 2017	15,000	255,000	0.7446
	Purchase			15 Dec 2017	20,000	275,000	0.8030
	Purchase			22 Dec 2017	15,000	290,000	0.8468
	Purchase			05 Jan 2018	10,000	300,000	0.8760
	Purchase			12 Jan 2018	15,000	315,000	0.9198
	Sale			19 Jan 2018	(1,000)	314,000	0.9169
	Purchase			26 Jan 2018	26,000	340,000	0.9928
	Purchase			02 Feb 2018	15,000	355,000	1.0366
	Sale			09 Feb 2018	(115,000)	240,000	0.7008
	Purchase			23 Feb 2018	20,000	260,000	0.7592
	Purchase			09 Mar 2018	5,000	265,000	0.7738
	Purchase			16 Mar 2018	12,633	277,633	0.8107
	Purchase			23 Mar 2018	20,367	298,000	0.8702
	Purchase			31 Mar 2018	7,000	305,000	0.8906
	At the end of the year				305,000	0.8906	
4	Shailesh Manoharlal Shah	230,000	0.6716			230,000	0.6716
	Purchase			28 Jul 2017	26,942	256,942	0.7503
	Purchase			04 Aug 2017	45,000	301,942	0.8817
	Sale			23 Mar 2018	(30,000)	271,942	0.7941
	At the end of the year				271,942	0.7941	
5	NNM Securities Pvt Ltd	267,687	0.7817			267,687	0.7817
	Purchase			05 May 2017	500	268,187	0.7831
	Sale			12 May 2017	(500)	267,687	0.7817
	Sale			19 May 2017	(5,000)	262,687	0.7671
	Sale			26 May 2017	(1,500)	261,187	0.7627
	Sale			23 Jun 2017	(20,000)	241,187	0.7043
	At the end of the year					241,187	0.7043
6	Naren Dinkar Pandya	158,461	0.4627			158,461	0.4627
	At the end of the year				158,461	0.4627	
7	B N Nagamani	128,668	0.3757			128,668	0.3757
	At the end of the year				128,668	0.3757	
8	Hemal Bharat Khandwala	104,564	0.3053			104,564	0.3053
	Purchase			23 Jun 2017	5,000	109,564	0.3199

(iv) Shareholding pattern of top ten shareholders (other than Directors, Promoters & Holding of GDR's & ADR's)

Sr. No.	Name & Type of Transaction	Shareholding at the Beginning of the Year – 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		No. of Shares held	% of Total Shares of The company	Date of Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company
	Purchase			20 Oct 2017	5,000	114,564	0.3345
	Purchase			09 Mar 2018	10,000	124,564	0.3637
	Purchase			23 Mar 2018	165	124,729	0.3642
	Purchase			31 Mar 2018	835	125,564	0.3667
	At the end of the year				125,564	0.3667	
9	Bharat Naresh Khandwala	101,500	0.2964			101,500	0.2964
	Purchase			30 Jun 2017	1,419	102,919	0.3005
	Purchase			06 Oct 2017	653	103,572	0.3024
	Purchase			13 Oct 2017	1,367	104,939	0.3064
	Purchase			20 Oct 2017	1,000	105,939	0.3094
	Purchase			09 Feb 2018	2,061	108,000	0.3154
	Purchase			09 Mar 2018	5,856	113,856	0.3325
	Purchase			16 Mar 2018	5,525	119,381	0.3486
	Purchase			23 Mar 2018	2,475	121,856	0.3558
	Purchase			31 Mar 2018	1,000	122,856	0.3588
	At the end of the year				122,856	0.3588	
10	Bimal Ramanlal Desai	121,500	0.3548			121,500	0.3548
	At the end of the year					121,500	0.3548
11	Rajeshkumar Girilal Jain	108,000	0.3154			108,000	0.3154
	At the end of the year				108,000	0.3154	

(v) Shareholding of Directors & KMP

Sr. No.	Name of the Directors and KMP	Shareholding at the Beginning of the year 01/04/2017		Shareholding at the end of the year 31/03/2018	
		No. of Shares	% of Total Shares of The Company	No. of Shares	% of Total Shares of The Company
1	Adrian Oehler	Nil	Nil	Nil	Nil
2	Corinne Ruckstuhl	Nil	Nil	Nil	Nil
3	Shalin Divatia	1,350	0.0039	1,350	0.0039
4	Rahul Divan	Nil	Nil	Nil	Nil
5	Bhargav Patel	Nil	Nil	Nil	Nil
6	Mahendra Sanghvi	Nil	Nil	Nil	Nil
7	Satish Parekh	Nil	Nil	Nil	Nil
8	Utkarsh Pundlik	50	0.000146	50	0.000146
9	Bhavin Kariya	50	0.000146	50	0.000146
10	Harneetkaur Anand	50	0.000146	50	0.000146

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01/04/2017				
i) Principal Amount	124,000,000	-	-	124,000,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	61,630,000	-	-	61,630,000
Total (i+ii+iii)	185,630,000	-	-	185,630,000
Change in Indebtedness during the financial year				
Addition	16,505,036	-	-	16,505,036
Reduction	-	-	-	-
Net Change	16,505,036	-	-	16,505,036
Indebtedness at the end of the financial year 31/03/2018				
i) Principal Amount	135,545,036	-	-	140,505,036
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	66,590,000	-	-	66,590,000
Total (i+ii+iii)	202,135,036	-	-	207,095,036

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Company do not have any Managing Director, Whole Time Director / Manager and thus no remuneration was paid to such director

B. Remuneration to other Directors

Particulars of Remuneration (Annual)	Name of the director				Total Amount in ₹
	Shalin Divatia	Rahul Divan	Mahendra Sanghvi	Bhargav Patel	
1. Independent Directors					
Fees for attending board and committee Meetings	190,000	200,000	240,000	50,000	680,000
Commission	Nil	Nil	Nil	Nil	Nil
Others, Please specify	Nil	Nil	Nil	Nil	Nil
Total (1)	190,000	200,000	240,000	50,000	680,000
2. Other Non-Executive Directors	Adrian Oehler	Corinne Ruckstuhl	Satish Parekh		
Fees for attending meeting board and committee meetings	150,000	250,000	50,000		450,000
Commission	Nil	Nil	Nil		Nil
Others, Please specify	Nil	Nil	Nil		Nil
Total (2)	150,000	250,000	50,000		450,000
Total (B) = (1+2)					1,130,000

C. Remuneration To Key Managerial Personnel other than Md / Manager / WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Chief Executive Officer (CEO)	Chief Financial Officer (CFO)	Company Secretary (CS)	Total Amount in ₹
1	Gross Annual Salary				
	(a) Salary as per provisions contained in Section 17 (1) of the Income - tax act, 1961	3,742,600	1,526,529	414,060	5,683,189
	(b) Value of perquisites u/s 17(2) of The Income - tax Act, 1961	235,800	420,882	15,000	671,682
	(c) Profits in lieu of salary under Section 17 (3) of The Income - tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	-as % of profit	Nil	Nil	Nil	Nil
	Performance incentive	1,000,000	450,000	40,000	1,490,000
	Total	4,978,400	2,397,411	4,690,60	7,844,871

VII. Penalties / Punishment / Compounding of offences : None

ANNEXURE - B

Particulars regarding Conservation of Energy, Technology Absorption and Foreign Exchange Income and Outgo as per Rule 8(3) of The Companies (Accounts) Rules, 2014:

(A) Conservation of energy:

(i)	The steps taken or impact on conservation of energy	Nil
(ii)	The steps taken by the Company for utilizing alternate sources of energy	Nil
(iii)	The capital investment on energy conservation equipment	Nil

(B) Technology absorption:

(i)	Efforts, in brief, made towards technology absorption	Company has invested in new manufacturing equipment of latest technology. Further the company has been taking internal steps to motivate its employees.
(ii)	Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.	More efficient production and cost effectiveness are achieved with latest production technology. Higher quality and customer satisfaction also benefit the Company.
(iii)	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year): (a) Details of technology imported. (b) Year of import (c) Whether the technology been fully absorbed (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof.	N.A.
(iv)	The Expenditure incurred on Research and Development	₹ 53,600

(C) Foreign exchange earnings and Outgo :

Particulars	Amount	
Foreign Exchange earned in terms of actual inflows during the year	₹ 04,437,274	Previous Year: ₹ 5,374,000
Foreign Exchange outgo during the year in terms of actual outflows	₹ 11,356,901	Previous Year: ₹ 7,215,000

Annexure - C

Form No. AOC-2

[Pursuant to Clause (h) of Sub-section (3) of Section 134 of The Companies Act & Rule 8(2) of The Companies (Accounts) Rule, 2014]

(Amount in ₹)

Sr. No.	Name of the Related Party	Nature of Relationship	Nature of Contracts / arrangements / transactions	Duration of Contracts / arrangements / transactions	Terms of Contracts / arrangements / transactions	Value of Contracts / arrangements / transactions	Date of Approval by board
1	Shaily Engineering Plastics Ltd.	Mr. Mahendra Sanghvi, Director of the company is a Managing Director of "Shaily Engineering Plastics Ltd."	Purchase and Sale of Material	One Year	60 Days Direct Credit	10,161,000	11/05/2017
2	Peass Industrial Engineers Pvt. Ltd.	Mr. Bhargav Patel, Director of the Company is a Director of "Peass Industrial Engineers Pvt. Ltd."	Sale of Material	One Year	30 Days Direct Credit	5,543,000	11/05/2017
3	Aquametro Oil & Marine AG Formerly known as Aquametro Switzerland	Subsidiary of Holding Company (Mr. Adrian Oehler and Mrs. Corinne Ruckstuhl are directors of Aquametro Oil & Marine AG	Purchase of Material, Management Contract-Reimbursement of Salary and other expenses	One Year	30 Days Direct Credit	6,879,000	11/05/2017
4	Integra Systems Pvt. Ltd.	Associate Company Mr. Adrian Oehler and Mrs. Corinne Ruckstuhl, Directors of the Company are Directors of Integra Systems Pvt. Ltd.	Purchase and Sale of Material and Rent	One Year	30 Days Direct Credit	520,000	11/05/2017

For INTEGRA Engineering India Limited

Sd/-

Corinne Ruckstuhl

Chairperson & Non-Executive Director

DIN : 03531399

For INTEGRA Engineering India Limited

Sd/-

Adrian Oehler

Non-Executive Director

DIN : 00360332

Annexure - D
Disclosure in the Board's Report under Rule 5 of Companies (Appointment & Remuneration) Rules, 2014

(i)	Name of Directors and KMPs.	The Ratio of the remuneration of each Directors to the median remuneration of the employees of the company for the financial year 2017-18	The Percentage increase in remuneration of each Director, and KMPs, if any in the financial year 2017-18
	Mr. Utkarsh Pundlik [Chief Executive Officer]	Note 1	15.74
	Mr. Bhavin Kariya [Chief Financial Officer]	Note 1	24.5
	Ms. Harneetkaur Anand [Company Secretary]	Note 1	25
(ii)	Percentage increase in the median remuneration of employees in the financial year 2017-18 compared to 2016-17		1.27
(iii)	Number of permanent employees on the rolls of the company as on 31.03.2018		101
	Average percentage increase in salaries of Employees other than managerial personnel in the last financial year.		18
(iv)	Comparison between average percentile increase in salaries of Employees other than managerial personnel in the last financial year and percentile increase in the Managerial Remuneration and Justification if there any exceptional circumstances for increase in Managerial Remuneration.		Other Than Managers = 18% Managers = 20%. The difference is on account of pay adjustment for managerial personnel in line with external market benchmarks.
(v)	Key parameter for any variable component of remuneration availed by the Directors		N.A.
(vi)	Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess the highest paid director during the year.		N.A.

Rule 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employee is in receipt of the remuneration exceeding the limits specified in Rule 5(2).

It hereby affirms that the remuneration is as per the remuneration policy of the Company.

Note 1: No director is availing any remuneration from the Company. So, preferred ratio cannot be derived.

ANNEXURE - E
Form No. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

To,
The Members,
INTEGRA ENGINEERING INDIA LIMITED
P. O. Box No. 55, Chandrapura village,
Taluka Halol, Panchmahals,
Gujarat-389350

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the INTEGRA ENGINEERING INDIA LIMITED 's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Having regard to the products and processes of the Company as also having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, we further report that the Company has complied with the following laws applicable specifically to the Company:
 - (a) Water (Prevention and Control of Pollution) Act, 1974

- (b) Air (Prevention and Control of Pollution) Act, 1981
- (c) Hazardous Waste (Management and Handling) Rules, 1989

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Ltd.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

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

We further report (by way of information) that during the audit period, the Company has:

(a) not issued any securities during the period under review and accordingly

- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- were not applicable during the audit period under review.

(b) Passed Special Resolution at the Annual General Meeting held on 19th July, 2017 authorizing the Board of Directors to enter into transactions with related parties for FY 2016-17, pursuant to Sec 188 of Companies Act, 2013.

(c) neither got delisted Equity Shares nor bought back any security of the Company and accordingly

- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
- were not applicable during the audit period under review.

(d) Nomination and Remuneration Committee at its meeting held on 22nd August, 2017 has approved granting 1,80,000 options at an exercise price of ₹ 36 to some of its Key Managerial Personnel. We are also given to understand that the Company is in process of creating Equity Stock Option Reserve for the purpose of enabling grantees to exercise their option at appropriate time.

For Devesh Vimal & Co.
Practising Company Secretaries

Date: May 03, 2018
Place: Vadodara

Sd/-
CS Devesh A. Pathak
(Partner)
FCS No. 4559
CP No.: 2306

Note: This Draft report is to be read with our letter of even date which is enclosed as forming integral part of this report.

ANNEXURE - F
Report on Corporate Governance

(Pursuant to Regulation 34 read with Schedule V of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

As a Corporate citizen, our business fosters a culture of ethical behavior and fair disclosures, which aims to build trust of our Stakeholders. The Company has established systems and procedures to ensure that its board is well-informed and well-equipped to fulfill its overall responsibilities and to provide the management with the strategic direction needed to create long-term shareholders value.

Good corporate governance ensures corporate success and economic growth. Strong corporate governance maintains investors' confidence, as a result of which, Company can raise capital efficiently and effectively. The Company's governance framework is based on the appropriate composition and size of the Board with each member having their own expertise in their respective domains. It also includes timely disclosure of all material information to Stakeholders.

As a part of its growth strategy, the Company believes in adopting the 'best practices' in the area of Corporate Governance across various geographies. Effective and transparent corporate governance guarantees that your Company is managed and monitored in a responsible manner to focus on value creation.

Company's Philosophy on Code of Governance:

Corporate governance philosophy of the Company is based on appropriate size and composition of the Board with each Director bringing in key expertise in different areas, systematic information flow to the Directors to enable them to effectively discharge their fiduciary duties, ethical business conduct by the management and employees, appropriate systems and processes for internal controls on all operations, risk management and financial reporting and timely and accurate disclosure of all material operational and financial information to the stakeholders.

The Company has adopted a Code of Conduct for its employees including board of directors for further strengthening the Corporate Governance Philosophy of the Company. This code is available on the website of the Company.

Company is fully committed to practice sound Corporate Governance and uphold the highest standards in conducting business. We believe that an active, well-informed and independent Board is necessary to ensure highest standards of Corporate Governance. A report on the matters and the practices followed by the Company is detailed herein below:

1. Board of Directors:

The Board of Directors, along with its Committees, provides leadership and guidance to the Company's management and directs, supervises and controls the performance of the Company. Board acts with autonomy and independence in exercising its strategic supervision, discharging its fiduciary responsibilities and ensuring that the management observes the highest standards of ethics, transparency and disclosure.

As on 31st March, 2018, the Board of Directors of the Company ("Board") consists of Non-Executive Directors and Independent Directors. Board has six members comprising of two Non-Executive Directors including Chairperson and four Independent Directors at the end of the financial year 2017-18. The majority of Board members are Non-Executive Independent Directors as per the requirement of Regulation 17 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the Directors have informed to your Company periodically about their Directorship and membership on the Board /Committees of the other Companies. As per disclosure received from Director(s), none of the Director(s) holds membership in more than ten (10) Committees and Chairmanship in more than five (5) Committees.

The details of the composition, nature of Directorship, the number of meetings attended and the directorships in other Companies as at 31st March, 2018 are detailed herein below:

Name of the Director	Category	No. of Board Meetings held and attended during the year		Attendance at Last AGM held on 19.07.17	No. of other directorships and Committee Memberships / Chairmanships		
		Held	Attended		Other directorships*	Committee Memberships**	Committee Chairmanships**
Mrs. Corinne Ruckstuhl	Chairperson & Non-Executive Director	4	4	Yes	0	2	0
Mr. Adrian Oehler	Non-Executive Director	4	3	Yes	0	1	0
Mr. Shalin Divatia	Independent Director	4	3	Yes	0	2	1
Mr. Rahul Divan	Independent Director	4	4	Yes	0	1	0
Mr. Bhargav Patel	Independent Director	4	1	Yes	1	2	0
Mr. Mahendra Sanghvi	Independent Director	4	4	No	2	3	1
Mr. Satish Parekh	Non-Executive Director	4	1	No	Note 1	Note 1	Note 1

*Other Directorships does not include Directorships of private limited companies, Companies formed under Section 8 of The Companies Act, 2013 and foreign companies.

**Chairmanship / Membership of Board Committees include only Audit Committee and Stakeholders Relationship Committee as per Regulation 26 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Note 1: Mr. Satish Parekh resigned from the directorship on 11.05.17

None of the Directors are related inter-se.

Board Procedure:

Board Meetings are governed by structured agenda for the meeting. The agenda along with comprehensive notes and background material are circulated well in advance before each meeting to all the

Directors for facilitating effective discussion and decision making. The minimum information to be placed before the Board as required by Part A of Schedule II of The Securities Exchange Board of India (LODR) Regulations, 2015 is placed before the Board during its meetings.

The Board of Directors meets once in a quarter to review the performance and financial results of the Company. The Chairperson briefs all the Directors at every Board Meeting on overall performance of the Company. All major decisions / approvals are taken at the Board Meeting.

The Board members may bring up any matter for consideration of the Board, in consultation with the Chairperson. The proceedings of the meetings of the Board and its Committees are recorded in the form of minutes and the draft minutes are circulated to the Board for their perusal before it is finalised.

Number of Board Meetings during the year:

Name of the Director	Category of the Director	Date of Board Meeting and attendance			
		11.05.17	19.07.17	14.11.17	07.02.18
Mrs. Corinne Ruckstuhl	Chairperson & Non-Executive Director	✓	✓	✓	✓
Mr. Adrian Oehler	Non-Executive Director	✓	✓	-	✓
Mr. Satish Parekh	Non-Executive Director	✓	-	-	-
Mr. Shalin Divatia	Independent Director	✓	✓	✓	-
Mr. Rahul Divan	Independent Director	✓	✓	✓	✓
Mr. Bhargav Patel	Independent Director	-	✓	-	-
Mr. Mahendra Sanghvi	Independent Director	✓	✓	✓	✓

2. Committees of the Board:

Recognizing the immense contribution that committees make in assisting the Board of Directors in discharging its duties and responsibilities and with a view to have a close focus on various facets of the business, the Board has constituted the following three (3) Committees of the Board.

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholder's Relationship Committee;

(i) Audit Committee:

The terms of reference:

Role of the Audit Committee in accordance with the provisions of Section 177 of The Companies Act, 2013 read with Rule 7 of The Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 18 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and includes:

1. Overseeing the Company's financial reporting process;

2. Approval or any subsequent modification of transactions of the company with related parties;
3. Reviewing the financial statements and the adequacy of internal audit;
4. Periodic discussions with the Internal Auditors and the Statutory Auditors about their scope of audit and adequacy of internal control systems;
5. To evaluate the company's internal financial control and risk management system;
6. To recommend appointment / re-appointment of Statutory Auditors and also reviews and monitors the auditor's independence and performance and effectiveness of audit process.

The Audit Committee of the Company meets as per criteria laid down under Section 177 of The Companies Act, 2013 and Regulation 18 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition as well as Attendance of Audit Committee:

Name of the Director	Category	Status	No. of meeting attended	Date of meeting and attendance				
				01.04.17	11.05.17	19.07.17	14.11.17	07.02.18
Mr. Shalin Divatia	Independent Director	Chairman	4/5	✓	✓	✓	✓	-
Mr. Rahul Divan	Independent Director	Member	5/5	✓	✓	✓	✓	✓
Mrs. Corinne Ruckstuhl	Non-Executive Director	Member	4/5	-	✓	✓	✓	✓
Mr. Bhargav Patel	Independent Director	Member	1/5	-	-	✓	-	-
Mr. Mahendra Sanghvi	Independent Director	Member	5/5	✓	✓	✓	✓	✓

During the financial year 2017-18, audit committee met five times on 01.04.17, 11.05.17, 19.07.17, 14.11.17 and 07.02.18

(ii) Nomination and Remuneration Committee: The Terms of Reference:

In compliance with Section 178 of The Companies Act, 2013 and Regulation 19 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a Nomination & Remuneration Committee of the Board. All members of the Committee are Non-Executive and Independent Directors. The terms of reference of the Committee inter alia, include:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
4. Oversee familiarization programmes for directors.

Composition as well as Attendance of Nomination and Remuneration Committee:

Name of the Director	Category	Status	No. of meeting attended	Date of Meeting and attendance	
				11.05.17	22.08.17
Mr. Bhargav Patel	Independent Director	Chairman	0/2	-	-
Mr. Adrian Oehler*	Non-Executive Director	Member	0/2	-	-
Mrs. Corinne Ruckstuhl	Non-Executive Director	Member	2/2	✓	✓
Mr. Shalin Divatia	Independent Director	Member	2/2	✓	✓
Mr. Satish Parekh**	Non-Executive Director	Member	1/2	✓	-

During the financial year 2017-18, nomination and remuneration committee met two times on 11.05.17 and 22.08.17

* Appointed on 19.07.17

**Resigned on 11.05.17

Nomination and Remuneration policy:

The Board has approved a Nomination and Remuneration Policy of the Company. This Policy is in compliance with Section 178 of The Companies Act, 2013, read with the applicable rules thereto and Regulation 19 and Schedule II, Part D of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Performance Evaluation Criteria of selection of Independent Directors:

- a. The Independent Directors shall be of high ethical standards and integrity with relevant expertise, experience and particular skills that will complement Board effectiveness.
- b. In case of appointment of Independent Directors, the Nomination and Remuneration Committee shall determine and fulfils the criteria of independence, in accordance with the provisions stipulated under The Companies Act, 2013 as well as The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. To aid determination, every Independent Director shall, on appointment and subsequently on an annual basis submit to the Nomination and Remuneration Committee a declaration on his/her independence.
- d. The Nomination and Remuneration Committee shall consider the following criteria while recommending to the Board the candidature for appointment as Director:
 - Professional qualification, appropriate experience and the ability to exercise sound business judgment;
 - An ability and willingness to challenge and probe;
 - Strong interpersonal skills and a willingness to devote the required time;
 - A position of leadership or prominence in a specified field.
- e. The Nomination and Remuneration Committee shall ensure that the Director to be appointed is not disqualified for appointment under Section 164 of the Companies Act, 2013.

Criteria for determining the followings:**a. Qualifications for appointment of Directors (including Independent Directors):**

- Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service;
- Their financial or business literacy/skills;
- Their industry experience;
- Other appropriate qualification/experience to meet the objectives of the Company;
- As prescribed under The Companies Act, 2013, rules framed thereunder and SEBI (LODR) Regulations, 2015;
- The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate(s).

b. Positive attributes of Directors (including Independent Directors):

- Directors are to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively and the willingness to address issues proactively;
- Actively update their knowledge and skills with the latest developments in the industry, market conditions and applicable legal provisions;
- Willingness to devote sufficient time and attention to the Company's business and discharge their responsibilities;
- Ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company;
- To act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees;

Criteria for appointment of KMP / Senior Management:

- To possess the required qualifications, experience, skills & expertise to effectively discharge their duties and responsibilities;
- To practice and encourage professionalism and transparent working environment;
- To build teams and carry the team members along for achieving the goals/objectives and corporate mission;
- To follow strictly the code of conduct of the Company.

Term of Directors as well as Key Managerial Personnel (KMPs):

The Term of the Directors including Managing Director / Wholetime Director / Independent Directors shall be governed as per the provisions of the Companies Act and Rules made thereunder and the SEBI (LODR) Regulations, 2015, as amended from time to time.

Details of Remuneration to all the Directors:**Executive Directors:**

There are no executive directors of the Company.

Non-Executive Directors:

Sitting fees paid to Non-Executive Directors during the financial year 2017-18 is as under:

Name	Sitting Fees (in ₹)
Mr. Adrian Oehler	150,000/-
Mrs. Corinne Ruckstuhl	250,000/-
Mr. Satish Parekh*	50,000/-

*Resigned on 11.05.17

Independent Directors:

Sitting fees paid to Independent Directors during the financial year 2017-18 is as under:

Name	Sitting Fees (in ₹)
Mr. Shalin Divatia	190,000/-
Mr. Rahul Divan	200,000/-
Mr. Bhargav Patel	50,000/-
Mr. Mahendra Sanghvi	240,000/-

(iii) Stakeholders' Relationship Committee:

In compliance with Section 178 of The Companies Act, 2013 and Regulation 20 and Schedule II, Part D of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Stakeholders' Relationship Committee of the Board has been constituted. The Committee considers redressal of Investors' complaints / grievances. It also considers matters concerning complaints regarding transfer of shares, non-receipt of dividends and Annual Report, dematerialization of share certificates, etc.

Stakeholders' Relationship Committee is headed by Mr. Mahendra Sanghvi, Independent Director of the Company.

During the financial year 2017-18, Stakeholder's Relationship Committee met four times on 11.05.17, 19.07.17, 14.11.17 and 07.02.18

Composition as well as attendance of Stakeholders' Relationship Committee:

Name of the Director	Category	Status	No. of meeting attended	Date of meeting and attendance			
				11.05.17	19.07.17	14.11.17	07.02.18
Mr. Mahendra Sanghvi	Independent Director	Chairman	4/4	✓	✓	✓	✓
Mr. Shalin Divatia	Independent Director	Member	3/4	✓	✓	✓	-
Mr. Adrian Oehler	Non- Executive Director	Member	3/4	✓	✓	-	✓
Mrs. Corinne Ruckstuhl	Non- Executive Director	Member	4/4	✓	✓	✓	✓

Details of investor complaints received and redressed during the year 2017-18 are as follow:

No. of shareholder complaints pending at the beginning of the year	No of shareholder complaints received during the year	No. of shareholder complaints resolved during the year	No. of shareholder complaints pending at the end of the year
0	7	7	0

(iv) Corporate Social Responsibility Committee:

Provisions of Section 135 of The Companies Act, 2013 are not applicable to the Company

3. General Body Meetings:

Details of Annual General Meetings (AGM) held during the last three financial years:

AGM No.	Date	Time	Location
Thirty Fifth	19 th July, 2017	04:00 p.m.	P. O. Box No. 55, Chandrapura Village, Taluka Halol, Panchmahal - 389350
Thirty Fourth	19 th July, 2016	03:00 p.m.	
Thirty Third	12 th August, 2015	03:00 p.m.	

Details of Special Resolutions passed in the previous three AGM:

No Special Resolution was passed in 35th AGM held on 19th July, 2017

• **One Special Resolution was passed in the 34th AGM held on 19th July, 2016:**

-Power to borrow money in excess of limits prescribed under Section 180(1)(c) of The Companies Act, 2013

• **One Special Resolution was passed in the 33rd AGM held on 12th August, 2015:**

-Employee Stock Option Plan (2015)

No Special Resolution was passed in 32nd AGM held on 2nd May, 2014.

No special resolution was passed through postal ballot since last three years.

4. Disclosures:

Related Party Transactions:

During the financial year under review, your Company has transactions / contracts / agreements that are classified as "Related Party Transactions" under provisions of The Companies Act, 2013 and The Rules framed thereunder. These contracts / arrangements / agreements have been in the ordinary course of business, to facilitate the business of the Company and have been approved by the Audit Committee and Board of Directors. Suitable disclosures as required by Indian Accounting Standards - 24 have been made in the Notes to the financial statements. Company has also formulated a Related Party Transactions Policy which is available on the website of the Company. There are no materially significant transactions with the related parties' viz. promoters, directors or the management or their relatives or subsidiaries / associate concerns etc. that had potential conflict with the Company's interest.

Vigil Mechanism :

The Company is committed to the high standards of corporate governance and stakeholders responsibility. The Company has a Whistleblower Policy (WB Policy) that provides a secured avenue to directors, employees, business associates and all other stakeholders of the company for raising their concerns against the unethical practices, if any. The WB Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. No personnel have been denied access to the Chairman of the Audit Committee, for making compliant on any integrity issue. The Company has formed the policy for determining material subsidiary as required under Regulation 16 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same is available on the website of the Company i.e <http://www.integraengineering.in/userfiles/investorfile/1446725081.pdf>

5. Means of Communications

The website of the Company <http://www.integraengineering.in/> is the primary source of information about the company to the public. The Company maintains a functional website containing the basic details of the Company in terms of Regulation 46 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly, half-yearly and annual results of the Company are published in English and Gujarati (local language) newspapers as per the requirements of Regulation 47 of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The results are available on the website of the Company.

There were no presentations made to the institutional investors or analysts during the financial year.

6. General Shareholders Information:

- i. **Annual General Meeting:** Day : Thursday
Date : July 19, 2018
Time : 01 : 00 p.m.
- ii. **Financial Year :** Financial Year of the Company is 1st April, 2017 to 31st of March, 2018
- iii. **Date of Book Closure:** July 13, 2018 to July 19, 2018
- iv. **Listing on Stock Exchanges:** The BSE Limited
1st Floor, Rotunda Building, B.S. Marg, Fort, Mumbai -400 001
- v. **Listing Fees:** The Company has paid annual listing fees to the Stock Exchange for the year 2018-19
- vi. **Stock Code:** BSE Limited : 505358
- vii. **CIN of the Company:** L29199GJ1981PLC028741
- viii. **ISIN:** INE984B01023

ix. Monthly high, low prices and number of shares traded from April, 17 to March, 18 on the BSE Limited are as follows:

Months	BSE Limited		
	High ₹	Low ₹	Total No. of Shares Traded
April, 17	46.50	32.20	1,594,816
May, 17	59.50	40.20	3,092,502
June, 17	54.00	37.70	673,999
July, 17	50.45	39.15	423,889
August, 17	47.90	38.00	229,702
September, 17	47.50	39.25	234,761
October, 17	54.25	37.55	754,817
November, 17	66.00	44.00	1,234,746
December, 17	69.55	55.10	653,952
January, 18	76.60	56.20	708,767
February, 18	63.95	53.50	580,165
March, 18	58.90	50.05	316,551

x. Registrar and Transfer Agents:

Link Intime India Private Limited
 C-101, 247 Park, L.B.S. Marg, Vikroli (West),
 Mumbai - 400 083
 Phone No.: 022 49186270
 (F) 022 49186060
 Email: mt.helpdesk@linkintime.co.in
 Website: www.linkintime.co.in

xi. Share Transfer System:

Share Transfer requests, which are received in physical form are processed and the share certificates are returned within a period of 30 days from the date of receipt, subject to the documents being in order and complete in all aspects.

xii. Address for Correspondence:

Company Secretary & Compliance Officer
INTEGRA Engineering India Limited
 P. O. Box No. 55, Chandrapura Village, Taluka Halol,
 Panchmahal - 389350.
 (M): 9737041570;
 (T): (02676) 221870
 (F) (02676) 220887
 Email id: info@integraengineering.in
 Website: www.integraengineering.in

xiii. Plant Locations:
UNIT - I

P. O. Box No. 55, Chandrapura Village,
 Taluka Halol, Panchmahal - 389350

UNIT - II

Halol - Champaner Road, P.O. Chandrapura Village,
 Taluka Halol, Panchmahal - 391520

xiv. Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity :

There are no GDRs / ADRs of the Company

xv. Dematerialization of Shares:

90.30% of the paid-up capital of the Company has been in dematerialised form as on 31st March, 2018

xvi. Shareholding Pattern as on 31st March, 2018:

Sr. No	Categories	No. of Shares	% of Total Capital
1	Promoters and Promoter Group	18,723,341	54.6744
2	Financial Institutions / Banks	12,380	0.0361
3	Bodies Corporate	776,956	2.2688
4	Individuals	13,344,710	38.9681
5	Clearing Members	396,773	1.1586
6	Hindu Undivided Family	718,531	2.0982
7	Non Resident Indians	136,835	0.3996
8	Trusts	41,400	0.1209
9	Foreign Portfolio Investors	2,000	0.0058
10	Mutual Funds / UTI	89,820	0.2623
11	Other Directors	1,350	0.0039
12	Office Bearers	1,100	0.0032
	Total	34,245,196	100.00

xvii. Distribution Schedule as on 31st March, 2018:

Sr. No	Holding (No. of Shares)	No. of shareholders	% of Total	Shares	% of Total
1.	Between 1 and 500	20,385	84.62	2,463,872	7.19
2.	Between 501 and 1000	1,297	5.38	1,083,823	3.16
3.	Between 1001 and 2000	1,464	6.08	2,114,104	6.17
4.	Between 2001 and 3000	337	1.40	881,684	2.57
5.	Between 3001 and 4000	90	0.37	320,878	0.94
6.	Between 4001 and 5000	145	0.60	680,870	1.99
7.	Between 5001 and 10000	191	0.79	1,407,005	4.11
8.	> 10000	182	0.75	25,292,960	73.86
	Total	24,091	100.00	34,245,196	100.00

xix. Position of Shares as on 31st March, 2018:

The Percentage of Shares held in NSDL 75.80%, CDSL 14.50% and in Physical form 09.70%

7. Disclosures with respect to demat suspense account / unclaimed suspense account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	Nil
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	Nil
Number of shareholders to whom shares were transferred from the suspense account during the year	Nil
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	Nil

Green Initiative

As a responsible corporate citizen, your Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report etc. to shareholders at their e-mail address registered with their Depository Participants (DPs) / Company / Registrars & Transfer Agents.

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail address with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with our Registrar and Transfer Agent i.e. M/s. Link Intime India Private Limited, by sending a letter, duly signed by the first / sole holder quoting Folio No.

For and on behalf of Board of Directors

Sd/-

Corinne Ruckstuhl

Chairperson

DIN: 03531399

Date : May 03, 2018

Place : Halol

CONFIRMATION ON CODE OF CONDUCT

[Regulation 34(3) read with Schedule V (Part D) of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Integra Engineering India Limited

This is to confirm that the board has laid down a code of conduct for Board of Directors and senior management of the Company. It is further confirmed that all Directors and senior management of the company have affirmed compliance with the Code of Conduct of the Company as at March 31, 2018, as envisaged in Regulation 34(3) read with Schedule V (Part D) of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For and on behalf of Board of Directors

Sd/-
Corinne Ruckstuhl
Chairperson
DIN: 03531399

Place : Halol
Date : May 03, 2018

CEO and CFO Certification
TO WHOM SO EVER IT MAY CONCERN

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Integra Engineering India Limited ("the Company") to the best of our knowledge and belief certify that:

- A. We have reviewed the financial statements and the cash flow statement for the year ended on 31st March, 2018 and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee:
1. Significant changes in internal control over financial reporting during the year;
 2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 3. Instances of significant fraud of which we become aware and the involvement therein if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours faithfully,

For Integra Engineering India Limited

Place : Halol
Date : May 03, 2018

Sd/-
Utkarsh Pundlik
Chief Executive Officer

Sd/-
Bhavin Kariya
Chief Financial Officer

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
INTEGRA ENGINEERING INDIA LIMITED

We have examined the compliance of conditions of Corporate Governance of INTEGRA ENGINEERING INDIA LIMITED ("the Company") for the year ended March 31, 2018, as stipulated in Regulation 15 and other relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations')

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

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 15 and other relevant regulations of the Listing Regulations above, during the year ended March 31, 2018 as applicable.

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

For Devesh Vimal & Co.
Practising Company Secretaries

Place: Vadodara
Date: May 03, 2018

Sd/-
CS Devesh A. Pathak
Partner
FCS No. 4559
CP No. 2306

Annexure G

Management Discussion and Analysis Report

Overview

Integra Engineering India Limited (IEIL) caters to various sectors including power and transportation. IEIL's segments also include manufacturing and sales of Railway control systems and contract engineering and manufacturing.

Current production includes electro-mechanical relays, cable harnesses, wiring plates, fuse auto change over systems and mechanical enclosures like Power Converter, Traction Converter, as well as Auxiliary converters.

Industry structure and developments

India became a permanent member of the Washington Accord (WA) in June 2014. The country is now a part of an exclusive group of 17 countries who are permanent signatories of the WA, an elite international agreement on engineering studies and mobility of engineers.

In the recent past there have been many major investments and developments in the Indian engineering and design sector:

- Infrastructure, construction and capital goods companies announced orders worth ₹ 55,814 crore (US\$ 871.82 million) during October 1 – December 6, 2017. In the third quarter of 2016-17, this number stood at ₹ 27,324 crore (US\$ 426.80 million). The growth was backed by BHEL's receipt of ₹ 20,400 crore (US\$ 318.65 million) worth of power projects in Telangana and Larsen & Toubro's receipt of a ₹ 8,650 crore (US\$ 135.15 million) order for the Mumbai trans-harbor link.
- Indian Railways is aiming at investing \$500 billion in the next 10 – 12 years. Substantial growth is planned and it includes addition of electric locomotives, electrification of tracks, improvements in signalling and telecommunications etc.

Government Initiatives

The Indian engineering sector is of strategic importance to the economy owing to its intense integration with other industry segments. The sector has been de-licensed and enjoys 100 per cent FDI.

In the Union Budget 2018-19, the government allocated US\$ 92.22 billion for the infrastructure sector. Allocation to the defence sector was raised to US\$ 45.57 billion under Union Budget 2018-19. In addition, Make in India policy is being carefully pursued to achieve greater self-sufficiency in the area of defence equipment including air-craft.

- The Union Cabinet has approved incentives up to ₹ 100,000,000,000 (US\$ 1.47 billion) for investors by

amending the M-SIPS scheme, in order to further incentivise investments in electronics sector, create employment opportunities and reduce dependence on imports by 2020.

- The Ministry of Electronics and Information Technology plans to revise its policy framework, which would involve the government taking a more active role in developing the sector by providing initial capital, with the aim to attract more private players and make India a global semiconductor hub.

Integra Engineering India Ltd. was able to record an order intake of around ₹ 184,105,000 higher than the previous year 2016-17, representing an increase of almost 57%. Revenue was also boosted by around 30% in the fiscal year 2017-18.

Opportunity & Threats

Business is poised for growth in almost all sectors. With the advent of new players – local and overseas, manufacturers are focusing on improving capabilities, offering quality products and services in line with international expectations. Investing in resources as well as research and development is the key and companies are focussing on these aspects.

The cornerstone for companies is their experience and ability to handle higher volumes in projectised environment.

In view of the ambitious expansion plans of railways, power and transportation sectors, the company has very good opportunity to expand its product and customer base. New projects expected to get underway.

Further, engineering products are also one of the sector wherein the Company foresees good opportunity as substantial growth is expected in this sector.

Common threats in the business can be divided into economic, political, legal / regulatory, and business risks. These include competitive pricing in the market and changes in government policy for the railway business.

Segment wise or products wise performance :

The operations of the Company are limited to one Segment, namely manufacturing products and undertaking fabrication works.

During the F.Y. 2017-18, the revenue of the Company in grew 30% compared to the previous F.Y. 2016-17 and the company reached a total turnover of ₹ 461,232,758.

Outlook

The Company plans to continue and expand its product portfolio for engineering and railway signaling products. The new Fuse Auto Changeover System has been approved by RDSO and it will be strongly promoted.

At the same time, the areas of design and manufacturing of complete fabricated and wired enclosures for various customers in the infrastructure segments will be systematically expanded. In sheet metal processing, additional measures have been implemented to improve processes and the workshop is being updated with new management systems, machineries and tools.

The company has made capex investment to upgrade its production facilities in order to be able to offer better quality products to various sectors of the industry viz. automation, switch gear, control etc.

The market response to the profile and the operating sites of Integra Engineering India Ltd. continues to be very positive. The management is confident that with the improved economic environment and further development within the organization, it will be able to benefit from the investments. These developments can be summarized for Integra Engineering India Ltd. in many opportunities for continued expansion and positive growth of the business in the next few years.

Risks & Concerns

The main Risk in our railway business is change of technology, as Indian Railways is coming up with new technology based on electronics.

The main concern of the company should be about the sustainability in market and making profit by developing new products.

Internal Control Systems and their adequacy:

Company has a proper and adequate system of Internal Control commensurate with its size and the nature of its operations to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition and those transactions are authorised, recorded and reported correctly.

The Audit of Internal control system is carried out by an Independent firm of Chartered Accountants on a half-yearly basis and corrective actions are taken where shortcomings are identified. The Internal Auditors submit their half-yearly reports to the Audit Committee and the Board of Directors. Periodical MIS Reports are submitted to the Audit Committee and the Board for review. All the fixed assets of the company are physically examined and recorded at regular intervals.

The Board of Directors on the recommendation of the Audit Committee re-appointed M/s. Shah & Shah Associates, Chartered Accountants, Vadodara as Internal Auditors of the Company for the financial year 2018-19.

Discussion on financial performance with respect to operational performance

Your Company has achieved turnover of ₹ 461,232,758 for the financial year 2017-18. This is a 30% increase against the, Company's turnover of ₹ 353,355,923 for the previous financial year 2016-17. Further, Company incurred profit after tax of ₹ 34,101,603 in the FY. 2017-18.

Material Developments in Human resources / Industrial relations front, including no. of people employed:

The Company regards its human resources as the most valuable asset and proactively reviews and evolves policies and processes to attract and retain good people. The Company continues its focus on attracting and retaining the best talent in the industry. The Company further makes continuous efforts to upgrade the knowledge and skills of its present employees. As new business challenges emerge, there is a need to continue to be a learning organization that supports operational excellence, continuous improvement and rising standards of performance at all levels. With this in mind the Company reviews the HR Policies from time to time as well as encourages employee engagement activities, employee benefits, trainings etc.

INDEPENDENT AUDITOR'S REPORT

To the Members of Integra Engineering India Limited

Report on the Standalone Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying standalone Ind AS financial statements of INTEGRA ENGINEERING INDIA LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information ("standalone Ind AS financial statements").

Management's Responsibility for the Standalone Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS 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 of the standalone Ind AS financial statements 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 Ind AS 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 Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 Ind AS 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 Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 including the Ind AS, of the financial position of the Company as at 31st March, 2018, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act;
 - e. on the basis of the written representations received from the directors as on 31st March, 2018, and taken on record by the Board of Directors, none of the directors is

disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164(2) of the Act;

- f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – **Refer Note 39** to the standalone Ind AS 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 has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For K. C. Mehta & Co.
Chartered Accountants
Firm's Registration No. 106237W

Sd/-
Vishal P. Doshi
Partner
Membership No. 101533
Place: Halol
Date: May 03, 2018

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Integra Engineering India Limited)

- i. (a) In our opinion the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a regular program of physical verification of fixed asset which, in our opinion is reasonable. No material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties of the Company are held in the name of the Company.
- ii. As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed during the physical verification.
- iii. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 and therefore, reporting under clause (iii) of the Order is not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loan or guarantee or security under section 185 of the Act. In respect of investments made, the Company has complied with the provisions of Section 186 of the Act.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year from the public within the meaning of provisions of section 73 to 76 of the Companies Act, 2013 and the rules framed thereunder and therefore, reporting under clause (v) of the Order is not applicable to the Company.
- vi. The maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 is not applicable in view of rule 3 of the Companies (Cost Records and Audit) Amendment Rules, 2014 and therefore, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. (a) In our opinion and according to the information and explanations given to us, the Company has been regular in depositing with appropriate authorities undisputed statutory dues, including provident fund, employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it. Further, no undisputed amounts

payable in respect of aforesaid dues were in arrears as at 31st March, 2018 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no disputed dues in respect of value added tax, duty of customs, duty of excise and cess which have not been deposited. The following are the particulars of income tax and service tax, as at 31st March, 2018 which have not been deposited on account of dispute:

Name of the Statute	Nature of Dues	Amount (₹ '000)	Period to which the amount relates	Forum where the dispute is pending
The Income Tax Act, 1961	Income Tax	3,671	A.Y. 2007-08, 2008-09, 2012-13, 2014-15	Commissioner of Income Tax (Appeal)
		19,328	A.Y. 2005-06, 2007-08, 2013-14	Income tax Appellate Tribunal
		965	A.Y. 2002-03	High court of Gujarat
The Finance Act, 1944	Service tax	15,995	2008-09 to 2014-15	Custom, Excise and Service Tax Appellate Tribunal

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks. The Company does not have any loans or borrowings from any financial institution, government or by way of debentures.

ix. In our opinion, the Company has not raised any money by way of initial public offer or further public offer (including debt instrument) and term loans during the year and therefore, reporting under clause (ix) of the Order is not applicable to the Company.

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

xi. In our opinion and according to the information and explanations given to us, the Company has not paid or provided any managerial remuneration and hence, reporting under clause (xi) of the Order is not applicable to the Company.

xii. In our opinion and according to information and explanations given to us, the Company is not a Nidhi company and therefore, reporting under 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, the Company is in compliance with sections 177 and 188 of the Act, where applicable, for all transactions with related parties and the details have been disclosed in the standalone Ind AS financial statements, as required by the applicable accounting standard.

xiv. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and therefore, reporting under clause (xiv) of the Order is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions specified under section 192 of the Act with directors or persons connected with directors and therefore, reporting under clause (xv) of the Order is not applicable to the Company.

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

For K. C. Mehta & Co.

Chartered Accountants

Firm's Registration No.106237W

Sd/-

Vishal P. Doshi

Partner

Membership No. 101533

Place: Halol

Date: May 03, 2018

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Integra Engineering India Limited)

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

We have audited the internal financial controls over financial reporting of INTEGRA ENGINEERING INDIA LIMITED ("the Company") as of 31st March, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone Ind AS 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 31st March, 2018, 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 K. C. Mehta & Co.

Chartered Accountants

Firm's Registration No. 106237W

Sd/-

Vishal P. Doshi

Partner

Membership No. 101533

Place: Halol

Date: May 03, 2018

Standalone Balance Sheet as at 31st March, 2018

(Amount in ₹ '000)

Particulars	Note No.	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April 2016
ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	4	1,09,886	82,687	76,471
(b) Intangible assets	5	2,045	1,602	997
(c) Investment Property	6	1,014	1,097	1,180
(d) Financial Assets				
(i) Investments	7	-	-	-
(ii) Others	8	7,714	11,458	770
(e) Deferred tax Assets (Net)	9	13,059	16,182	19,912
(f) Other non-current assets	10	10,596	10,374	10,927
Total non-current assets		1,44,314	1,23,401	1,10,257
(2) Current Assets				
(a) Inventories	11	73,220	60,159	52,667
(b) Financial Assets				
(i) Trade receivables	12	1,56,187	74,664	67,746
(ii) Cash and cash equivalents	13	14,683	39,393	25,350
(iii) Other Bank Balances	14	24,230	23,300	32,684
(iv) Loans	15	167	92	42
(v) Others	16	2,485	3,483	3,738
(c) Other current assets	17	5,576	6,477	7,719
Total current assets		2,76,546	2,07,568	1,89,947
Assets classified as held for sale	18	5,042	-	-
Total assets		4,25,902	3,30,969	3,00,203
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	19	34,245	34,245	34,245
(b) Other Equity	20	86,284	52,527	36,604
Total equity		1,20,530	86,772	70,850
Liabilities				
(1) Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	21	1,24,000	1,24,000	1,24,000
(b) Provisions	22	1,697	396	-
Total non-current liabilities		1,25,697	1,24,396	1,24,000
(2) Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	23	11,545	-	-
(ii) Trade payables	24	79,587	40,589	29,674
(iii) Others	25	76,639	72,165	67,419
(b) Other current liabilities	26	2,937	3,944	7,856
(c) Provisions	27	8,968	3,102	404
Total current liabilities		1,79,675	1,19,800	1,05,353
Total Equity and Liabilities		4,25,902	3,30,969	3,00,203
Significant Accounting Policies and Notes to Financial Statements	1-53			
As per our report of even date attached				
For K. C. Mehta & Co. Chartered Accountants		For and on behalf of the Board		
Vishal P. Doshi Partner Membership No. 101533 Place : Halol Date : May 03, 2018	Corinne Ruckstuhl Director DIN: 03531399 Place : Halol Date : May 03, 2018	Shalin S. Divatia Director DIN: 00749517	Bhavin Kariya CFO	Harneetkaur Anand Secretary

Standalone Statement of Profit and Loss for the year ended 31st March, 2018

(Amount in ₹ '000)

	Particulars	Note No.	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
I	Revenue from operations	28	4,61,233	3,53,356
II	Other income	29	17,145	35,621
III	Total income (I+II)		4,78,378	3,88,977
IV	EXPENSES			
	Cost of materials consumed	30	2,33,025	1,63,432
	Purchase of Stock in trade	31	15,224	11,327
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	32	(8,580)	2,434
	Excise Duty on Sales		9,818	33,988
	Employee Benefits Expense	33	56,687	47,621
	Finance Costs	34	5,734	5,240
	Depreciation and amortization expense	35	9,087	8,135
	Other Expenses	36	1,09,177	92,975
	Total expenses (IV)		4,30,172	3,65,152
V	Profit before tax(III-IV)		48,206	23,825
VI	Tax expense:	37		
	(a) Current tax relating to:			
	- current year		10,610	5,277
	- earlier years		-	(592)
	(b) Deferred tax		3,495	3,730
VII	Profit for the year (V-VI)		34,102	15,409
VIII	Other comprehensive income (OCI)			
	(a) Items that will not be reclassified to profit or loss			
	(i) Re-measurement of the defined benefit plans		(1,351)	514
	- tax impact		(372)	-
			(979)	514
IX	Total comprehensive income for the year (VII+VIII)		33,123	15,923
X	Earnings per equity share:	44		
	Basic (in Rs.)		1.00	0.45
	Diluted (in Rs.)		1.00	0.45
	Significant Accounting Policies and Notes to Financial Statements	1-53		

As per our report of even date attached

For K. C. Mehta & Co.
Chartered AccountantsVishal P. Doshi
Partner
Membership No. 101533Place : Halol
Date : May 03, 2018

For and on behalf of the Board

Corinne Ruckstuhl
Director
DIN: 03531399Bhavin Kariya
CFOPlace : Halol
Date : May 03, 2018Shalin S. Divatia
Director
DIN: 00749517Harneetkaur Anand
Secretary

Standalone Cash flow statement for the year ended 31st March 2018

(Amount in ₹ '000)

	Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
[A]	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit/(Loss) before tax	48,206	23,825
	Adjustments for:		
	Depreciation/Amortisation/Impairment of Fixed Assets	9,087	8,135
	Unrealised Gain / Loss	(61)	-
	Employee stock option expense	635	-
	Interest Income	(3,457)	(5,062)
	Remeasurement of Defined Plans	(1,351)	514
	Impairment of Assets held for sale	1,116	-
	Interest Expenses	653	131
	Provision for Doubtful Receivables/Advances/Sundry balances written off	653	7,003
	Reversal of Provision for Doubtful Debt	(231)	(5,681)
	Provision/Advances/Sundry Balances written back	(202)	(1,743)
	(Profit)/Loss on sale of Fixed Assets (Net)	-	(8,090)
	Operating Profit/(Loss) before changes in working capital	55,048	19,033
	Adjustment for (Increase)/Decrease in Operating Assets		
	Inventories	(13,061)	(7,492)
	Trade Receivables	(81,944)	(8,240)
	Loans and Advances	(74)	(51)
	Other Assets	4,504	(11,905)
	Adjustment for Increase/(Decrease) in Operating Liabilities		
	Trade Payables	39,261	12,658
	Provisions	13,414	31
	Other Liabilities	3,466	833
	Cash flow from operations after changes in working capital	20,613	4,868
	Net Direct Taxes (Paid)/Refunded	4,933	2,014
	Net Cash Flow from/(used in) Operating Activities	15,680	6,882
[B]	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets including Capital Advances & CWIP	(42,804)	(16,563)
	Sale of Fixed Assets	-	9,778
	Interest Income	3,996	4,693
	Bank Balances not considered as Cash and Cash Equivalents held as Margin money against guarantees	(929)	9,384
	Net Cash Flow from/(used in) Investing Activities	(39,737)	7,292
[C]	CASH FLOW FROM FINANCING ACTIVITIES		
	Interest Expenses	(653)	(131)
	Net Cash Flow from/(used in) Financing Activities	(653)	(131)
	Net Increase/ (Decrease) in Cash and Cash Equivalents	(24,710)	14,042
	Cash & Cash Equivalents at beginning of period (see Note 1)	39,393	25,350
	Cash and Cash Equivalents at end of period (see Note 1)	14,683	39,393

Standalone Cash flow statement for the year ended 31st March 2018

(Amount in ₹ '000)

	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Notes:			
1	Cash and Cash equivalents comprise of:		
	Cash on Hands	50	226
	Balance with Banks	218	14,810
	Bank Deposits (Short term Investment)	14,415	24,356
	Cash and Cash equivalents	14,683	39,393
2	The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 " Cash Flow Statement".		
3	Figures of the previous year have been regrouped / reclassified wherever necessary.		
As per our report of even date attached			
For K. C. Mehta & Co.		For and on behalf of the Board	
Chartered Accountants			
Vishal P. Doshi		Corinne Ruckstuhl	Shalin S. Divatia
Partner		Director	Director
Membership No. 101533		DIN: 03531399	DIN: 00749517
		Bhavin Kariya	Harneetkaur Anand
		CFO	Secretary
Place : Halol		Place : Halol	
Date : May 03, 2018		Date : May 03, 2018	

Integra Engineering India Limited

Notes to the Standalone Financial Statements for the year ended 31st March 2018

Corporate information

INTEGRA Engineering India Limited ('the Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956 (CIN: L29199GJ1981PLC028741) having its registered office at Post Box No 55, Chandrapura Village, Taluka Halol, Panchmahal. Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in manufacturing of machineries and components.

1. Application of new Indian Accounting Standard

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the date the financial statements are authorized, have been considered in preparing these financial statements.

Recent accounting pronouncements

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. This amendment has no effect on the financial statements of the Company.

Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The effect on the Financial statements on adoption of Ind AS 115 is being evaluated by the Company.

2. Significant accounting policies

2.1. Statement of compliance

In accordance with the notification dated 16th February 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2017.

The Financial Statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). These are the Company's first Ind AS Financial Statements. The date of transition to Ind AS is April 1, 2016. The mandatory exceptions and optional exemptions availed by the Company on first time adoption have been detailed in Note 2.22.

Previous period figures in the Financial Statements have been restated in compliance with Ind AS.

Up to the year ended March 31, 2017, the Company had prepared the Financial Statements under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles (Previous GAAP) applicable in India and the applicable Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

In accordance with Ind AS 101- "First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity under Previous GAAP and Ind AS as at March 31, 2017, and April 1, 2016 and of the Net Profit as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2017.

2.2. Basis of preparation

The Financial Statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

As the operating cycle cannot be identified in normal course due to the special nature of the industry, the same has been assumed to have duration of 12 months. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013. Further trade receivables, inventories and trade payables are assumed to be current as per para 68 and 70 of Ind AS-1.

The Financial Statements are presented in Indian Rupees and all values are rounded off to the nearest thousand rupees.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1, for the asset or liability.
- (c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

2.3. Property Plant and Equipment (PPE)

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance Sheet at cost less accumulated depreciation and impairment losses, if any. Freehold land is not depreciated.

Property, Plant and Equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss.

The cost of an asset comprises its purchase price or its construction cost (net of applicable tax credits) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use. Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components. Capital work in progress includes the cost of PPE that are not yet ready for the intended use.

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation is provided on the cost of PPE (other than Freehold Land, properties under construction) less their residual values, using the straight-line method over the useful life of PPE as stated in the Schedule II to the Companies Act, 2013 or based on technical assessment by the Company. Estimated useful lives of these assets are as under:

Description	Years
Roads	10
Building	30
Plant & Machinery	15
Computers	3
Computer Network	6
Furniture and Fixtures	10
Vehicles	8

The estimated useful lives and residual values are reviewed on an annual basis and if necessary, changes in estimates are accounted for prospectively.

Depreciation on additions/deletions to PPE during the year is provided for on a pro-rata basis with reference to the date of additions/deletions.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

2.4. Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives not exceeding ten years from the date of capitalisation. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate being accounted for prospectively.

Intangible assets are derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and recognised in the Statement of Profit and Loss when the asset is derecognised.

2.5. Investment Property

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its investment property as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., 1 April 2016.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The Company depreciates building component of investment property over 30 years from the date of original purchase.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee. Investment properties are derecognised either when they have

been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

2.6. Non-Current Assets held for Sale

The Company classifies Non-Current Assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets or disposal groups classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Property, Plant and Equipment and intangible assets are not depreciated or amortized once classified as held for sale.

2.7. Impairment of tangible assets and intangible assets

The Company reviews the carrying amount of its tangible assets (Property, Plant and Equipment including Capital Works in Progress) of a "Cash Generating Unit" (CGU) at the end of each reporting period to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

An assessment is made at the end of each reporting period to see if there are any indications that impairment losses recognized earlier may no longer exist or may have decreased. The

impairment loss is reversed, if there has been a change in the estimates used to determine the asset's recoverable amount since the previous impairment loss was recognized. If it is so, the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. After a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life. Reversals of Impairment loss are recognized in the Statement of Profit and Loss.

2.8. Investments in associates

The Company records the investments in associates at cost less impairment loss, if any.

On disposal of investment in associate, the difference between net disposal proceeds and the carrying amounts (including corresponding value of dilution in deemed investment) are recognized in the Statement of Profit and Loss.

2.9. Inventories

The inventories are valued at cost or net realizable value whichever is lower. The basis of determining the value of each class of inventory is as follows:

Inventories	Cost Formula
Raw material	Weighted average cost
Work in Progress	Raw material cost plus conversion cost, wherever applicable
Stock in trade	At landed cost
Stores and Spare Parts	Weighted average cost

2.10. Revenue recognition

Sale of Products:

Revenue arising from sale of products is recognized when significant risks and rewards of ownership have passed to the buyer under the terms of contract and the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the Company.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods provided in the normal course of business, net of discounts, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Any retrospective revision in prices is accounted for in the year of such revision.

Sale of Services:

Revenue from services is recognized when the outcome of services can be estimated reliably and it is probable that the economic benefits associated with rendering of services will flow to the Company and the amount of revenue can be measured reliably.

Rental income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the Statement of Profit or Loss due to its operating nature.

Interest Income:

Interest income from financial assets is recognised at the effective interest rate method applicable on initial recognition.

Other Income:

Other income is recognized on accrual basis except when realisation of such income is uncertain.

2.11. Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of an asset to the Company. All other leases are classified as operating leases.

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss.

Operating lease payments are recognized as prepayments and amortized on a straight-line basis over the term of the lease. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

2.12. Foreign Exchange Transactions

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which the Company operates.

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated using closing exchange rate prevailing on the last day of the reporting period.

Exchange differences on monetary items are recognized in the Statement of Profit and Loss in the period in which they arise.

2.13. Employee Benefits

Defined contribution plans

Contributions to defined contribution schemes such as provident fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plans

Defined Benefit plans comprising of gratuity are recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period.

Net interest on the net defined liability is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset and is recognised in the statement of profit and loss.

Remeasurement of defined benefit plans except for leave encashment towards un-availed leave and compensated absences, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (excluding net interest as defined above) and the return on plan assets (excluding net interest as defined above), are recognized in other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit and loss in subsequent periods.

The Company contributes all ascertained liabilities with respect to gratuity to Life Insurance Corporation of India (LIC).

The retirement benefit obligation recognised in the Financial Statements represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Short-term employee Benefits

Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised, undiscounted, during the period the employee renders services. These benefits include salary, wages, bonus, performance incentives etc.

Other long-term employee benefits

Other long-term employee benefit comprises of leave encashment towards un-availed leave and compensated absences; these are recognized based on the present value of defined obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted as current employee cost.

Re-measurements of leave encashment towards un-availed leave and compensated absences are recognized in the Statement of Profit and Loss.

The Company contributes all ascertained liabilities with respect to un-availed leave to the Life Insurance Corporation of India (LIC).

2.14. Share-based payments

The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, on a straight line basis, over the vesting period, based on the Group's estimate of equity instruments that will eventually vest. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserves.

2.15. Taxes on Income

Income tax expense represents the sum of the current tax and deferred tax.

(i) Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with asset will be realised.

(iii) Current and deferred tax expense for the year

Current and deferred tax expense is recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.16. Borrowing Costs

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 capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.17. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

2.18. Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(i) Financial assets

Cash and bank balances

Cash and bank balances consist of:

- Cash and cash equivalents - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances - which includes balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Impairment of financial assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through other comprehensive income. The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction. For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset.

(ii) Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs, if any.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

De-recognition of financial liabilities

The Company de-recognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.19. Earnings per share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving the basic earnings per share and the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.20. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities.

2.21. Segment reporting

Operating segments are identified and reported taking into account the different risks and returns, the organization structure and the internal reporting systems.

2.22. First-time adoption – mandatory exceptions and optional exemptions

(i) Overall principle:

The Company has prepared the opening Balance sheet as per Ind AS as of April 1, 2016 (the transition date) by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying certain items from Previous GAAP to Ind AS as required under the Ind AS, and applying Ind AS in the measurement of recognised assets and liabilities. However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company as detailed below.

(ii) Derecognition of financial assets and financial liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

(iii) Classification and measurement of financial assets

The Company has determined the classification and measurement of financial assets in terms of whether they meet the amortised cost criteria or the fair value through other comprehensive income (FVTOCI) criteria based on

the facts and circumstances that existed as of the transition date.

(iv) Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

(v) Deemed cost for Property, Plant and Equipment

The Company has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and use that carrying value as its deemed cost as of the transition date.

(vi) Deemed cost for Investment Property

The Company has elected to continue with the carrying value of all of its Investment Property recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and use that carrying value as its deemed cost as of the transition date.

(vii) Business Combinations

As permitted by Ind AS 101; Ind AS 103 Business Combinations has not been applied to acquisitions of businesses under Ind AS that occurred before 1 April 2016. Using this exemption, the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognised under Ind AS, is considered as their deemed cost at the date of the acquisition.

(viii) Determining whether an arrangement contains a lease

The Company has applied Appendix C of Ind AS 17 'Leases' for determining whether an arrangement contains a Lease at the transition date on the basis of facts and circumstances existing at that date.

(ix) Investments in associates

The Company has elected to carry its investments in associate at deemed cost being carrying amount under Previous GAAP on the transition date.

3. Significant accounting judgements, estimates and assumptions

Inherent in the application of many of the accounting policies used in preparing the Financial Statements is the need for Management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses. Actual outcomes could differ from the estimates and assumptions used.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of judgments, assumptions and estimates in the preparation of the Financial Statements which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of useful lives of Property, Plant and Equipment, impairment, employee benefit obligations, provisions, provision for income tax, measurement of deferred tax assets and contingent assets & liabilities.

3.1. Critical judgments in applying accounting policies

The following are the critical judgements, apart from those involving estimations (Refer note 3.2), that the Management have made in the process of applying the Company's accounting policies and that have the significant effect on the amounts recognized in the Financial Statements.

a. Determination of functional currency

Currency of the primary economic environment in which the Company primarily generates and expends cash ("the functional currency") is Indian Rupee (₹). Accordingly, the Management has assessed its functional currency to be Indian Rupee (₹).

b. Determining whether an arrangement contain leases and classification of leases

The Company enters into service / hiring arrangements for various assets / services. The determination of lease and classification of the service / hiring arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

c. Evaluation of indicators for impairment of Property, Plant and Equipment

The evaluation of applicability of indicators of impairment of assets requires assessment of external factors (significant decline in asset's value, significant changes in the technological, market, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the asset etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment.

3.2. Key sources of estimates and assumptions

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

a. Defined benefit obligation (DBO)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

b. Share based payments

The Company measures the cost of equity-settled transactions with employees using a model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the

most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 51.

c. Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised.

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company has ₹ 4,307 ('000) (31 March 2017: ₹ 17,191 ('000), 1 April 2016: ₹ 22,381 ('000) of tax losses carried forward on which deferred tax asset is created, based on probability that future profits will be available against which the deductible temporary difference can be realized.

Standalone Statement of Changes in Equity for the year ended 31st March, 2018

Equity Share Capital

Particulars	(Amount in ₹ '000)
Balance as on 1 st April, 2016	34,245
Changes during the year	-
Balance as on 31st March, 2017	34,245
Changes during the year	-
Balance as on 31st March, 2018	34,245

Other Equity

(Amount in ₹ '000)

Particulars	Reserves and Surplus						Total
	Capital Reserve	Profit on reissue of forfeited Shares	Securities premium	Equity Stock Option Reserve	General Reserve	Retained Earnings	
Balance as at 1st April, 2016 (as previously reported)	7,176	33	32,948	-	17,700	35,417	93,274
Impact of Ind AS adjustment (refer note no. 52)	(7,176)	(33)	-	-	7,209	(56,670)	(56,670)
Balance as at 1st April, 2016	-	-	32,948	-	24,909	(21,253)	36,604
Profit for the year	-	-	-	-	-	15,409	15,409
Other comprehensive income for the year (net of Tax)	-	-	-	-	-	514	514
Balance as at 31st March, 2017	-	-	32,948	-	24,909	(5,330)	52,527
Addition During the year	-	-	-	635	-	-	635
Profit for the year	-	-	-	-	-	34,102	34,102
Other comprehensive income for the year (net of Tax)	-	-	-	-	-	(979)	(979)
Balance as at 31st March, 2018	-	-	32,948	635	24,909	27,793	86,284

Notes to the Standalone financial statements

NOTE NO. 4

PROPERTY, PLANT AND EQUIPMENTS

(Amount in ₹ '000)

Particulars / Assets	Free Hold land	Building	Plant and Machinery	Computers	Furniture & Fixtures	Vehicles	Total
GROSS BLOCK							
As at 1 st April, 2016	882	16,518	56,321	553	1,824	374	76,471
Additions	-	3,220	11,149	194	708	-	15,271
Deduction/Adjustments	-	-	1,394	-	-	294	1,689
As at 31st March, 2017	882	19,738	66,076	746	2,532	80	90,053
Additions	-	-	35,967	1,476	3,971	-	41,413
Deduction/Adjustments	-	516	7,455	-	-	-	7,971
As at 31st March, 2018	882	19,222	94,587	2,222	6,503	80	1,23,495
ACCUMULATED DEPRECIATION							
As at 1 st April, 2016	-	-	-	-	-	-	-
Charge for the year	-	1,162	5,385	130	653	37	7,366
Deduction/Adjustments	-	-	-	-	-	-	-
As at 31st March, 2017	-	1,162	5,385	130	653	37	7,366
Charge for the year	-	1,205	5,927	330	595	-	8,057
Deduction/Adjustments	-	516	1,297	-	-	-	1,813
As at 31st March, 2018	-	1,850	10,015	460	1,247	37	13,610
Net Block							
As at 1 st April, 2016	882	16,518	56,321	553	1,824	374	76,471
As at 31 st March, 2017	882	18,576	60,691	616	1,879	43	82,687
As at 31st March, 2018	882	17,372	84,572	1,762	5,255	43	1,09,886

Note: The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Notes to the Standalone financial statements

NOTE NO. 5

INTANGIBLE ASSETS

(Amount in ₹ '000)

Particulars / Assets	Computer Software	Total
GROSS BLOCK		
As at 1 st April, 2016	997	997
Additions	1,292	1,292
Deduction/Adjustments	-	-
As at 31st March, 2017	2,289	2,289
Additions	1,390	1,390
Deduction/Adjustments	-	-
As at 31 st March, 2018	3,679	3,679
ACCUMULATED AMORTIZATION		
As at 1 st April 2016	-	-
Charge for the year	686	686
Deduction/Adjustments	-	-
As at 31st March, 2017	686	686
Charge for the year	948	948
Deduction/Adjustments	-	-
As at 31st March, 2018	1,634	1,634
Net Block		
As at 1 st April, 2016	997	997
As at 31 st March, 2017	1,602	1,602
As at 31st March, 2018	2,045	2,045

Note: The Company has elected to continue with the carrying value of its intangible assets recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Notes to the Standalone financial statements

NOTE NO. 6

INVESTMENT PROPERTY

GROSS BLOCK (Amount in ₹ '000)

Particulars	Amount
Opening balance as at 1 st April 2016	1,180
Additions	-
Closing balance as at 31st March 2017	1,180
Additions	-
Closing balance as at 31st March 2018	1,180

Depreciation and impairment (Amount in ₹ '000)

Particulars	Amount
Opening balance as at 1 st April 2016	-
Charge for the year	83
Closing balance as at 31st March 2017	83
Charge for the year	83
Closing balance as at 31st March 2018	166

Net Block (Amount in ₹ '000)

Particulars	Amount
As at 1 st April 2016	1,180
As at 31 st March 2017	1,097
As at 31st March 2018	1,014

The Company has elected to continue with the carrying value of all its Investment Properties recognized as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as of the transition date.

Information regarding income and expenditure of Investment property (Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rental Income	12,462	14,428
Direct operating Expenses (including R & M) that generate rental income	-	-
Direct operating Expenses (including R & M) that did not generate rental income	-	-

As at 31st March 2018, 31st March 2017 and 1st April 2016, the fair values of the properties are ₹ 68,782 ('000), ₹ 66,695 ('000), and ₹ 63,649 ('000) respectively. These valuations are based on valuations performed by Govt. Registered valuer.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties.

The Company's Investment Properties consists of land and buildings. The Fair value of land was determined using the market comparable approach based on recent market prices without any significant adjustments being made to the market observable data. The Fair value of Buildings was determined using depreciated Replacement cost method. The valuation model considers various inputs and is dependent on Age, General conditions, normal useful life, replacement cost new, obsolescence. The Fair value measurements is categorized in level 2 or level 3 of Fair value hierarchy as appropriate.

Notes to the Standalone financial statements

7. Investments

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Investment in Unquoted Equity shares of Associate			
Integra Systems Private Limited	1,000	1,000	1,000
1,00,000 equity shares of ₹ 10/- each fully paid up			
Less: Impairment in value of Investments	1,000	1,000	1,000
Total	-	-	-

Aggregate carrying value of Unquoted Investments	1,000	1,000	1,000
Aggregate impairment in value of Investments	1,000	1,000	1,000

Refer note 2.8 for method followed for accounting of investments

7.1 The Company has elected to continue with the carrying value of its investments in associate, measured as per the Previous GAAP and used that carrying value on the transition date April 1, 2016 in terms of Para D15(b)(ii) of Ind AS 101.

7.2 Details of Associate:

Particulars	Principal Activity	Place of incorporation	Principal place of business
Integra Systems Private Limited	Manufacturing of Passenger Information System	India	Chandrapur Village, Halol

Proportion of ownership interest/voting rights held by the Company	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Integra Systems Private Limited	50.00%	50.00%	50.00%

8. Other Financial Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Security Deposits	3,103	1,754	770
Bank Deposits of more than 12 months maturity	4,612	9,704	-
Total	7,714	1 1,458	770

9. Deferred Tax Assets (Net)

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deferred Tax Assets	25,156	26,813	29,653
Deferred Tax Liabilities	12,097	10,631	9,741
Total	13,059	16,182	19,912

2017-2018

(Amount in ₹ '000)

Particulars	Opening Balance	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	Closing Balance
Deferred tax liability on account of:				
Fixed assets	10,631	1,466	-	12,097
Total Deferred Tax Liabilities	10,631	1,466	-	12,097
Deferred tax asset on account of:				
Provision for Doubtful debts	116	69	-	186
Provision for Leave encashment	112	142	-	255
Provision for Gratuity	-	8	372	380
Carried forward business losses	3,074	(3,074)	-	-
Carried forward unabsorbed depreciation	14,117	(9,810)	-	4,307
MAT Credit entitlement	9,394	10,635	-	20,029
Total Deferred Tax Assets	26,813	(2,029)	372	25,156
Net Deferred Tax	(16,182)	3,495	(372)	(13,059)

2016-2017

(Amount in ₹ '000)

Particulars	Opening Balance	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	Closing Balance
Deferred tax liability on account of:				
Fixed assets	9,741	891	-	10,631
Total Deferred Tax Liabilities	9,741	891	-	10,631
Deferred tax asset on account of:				
Provision for Doubtful debts	1,786	(1,670)	-	116
Provision for Leave encashment	125	(13)	-	112
Amalgamation expenses	379	(379)	-	-
Carried forward business losses	6,695	(3,621)	-	3,074
Carried forward unabsorbed depreciation	16,136	(2,020)	-	14,117
MAT Credit entitlement	4,532	4,862	-	9,394
Total Deferred Tax Asset	29,653	(2,840)	-	26,813
Net Deferred Tax	(19,912)	(3,730)	-	(16,182)

10. Other Non Current Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Capital Advance	600	-	451
Balance with government department	1,449	1,449	-
Advance Tax and TDS	8,547	8,925	10,476
Total	10,596	10,374	10,927

11. Inventories

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Raw Material	46,329	40,469	31,093
Work in Progress	21,860	15,684	16,893
Stock in Trade	3,467	1,063	2,289
Stores and Spares	1,564	2,943	2,392
Total	73,220	60,159	52,667

11.1 For basis of valuation refer Note 2.9

12. Trade Receivables

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Unsecured, Considered good			
Due from related Parties*	625	562	6,644
Others	1,55,561	74,102	61,102
Unsecured, Considered Doubtful	673	452	5,779
	1,56,860	75,116	73,526
Less:			
Impairment for doubtful receivables	673	452	5,779
Total	1,56,187	74,664	67,746

*Represents due from Integra Systems Pvt. Ltd. ₹ Nil (as at 31st March 2017 ₹ Nil/- ; as at 1st April 2016 ₹ 6313 ('000)), Aquametro AG ₹ 625 ('000) (as at 31st March 2017 ₹ 562 ('000)); as at 1st April 2016 ₹ 331 ('000)).

12.1 Accordingly, the Company assesses impairment loss on dues from its customers on facts and circumstances relevant to each transaction. Usually, Company collects all its receivables within 90 days.

12.2 As at 31st March 2018, the Company had 5 customers (31st March 2017: 5 customers, 1st April 2016: 6 customers) having outstanding more than 5% of total trade receivables that accounted for approximately 93% (31st March 2017: 86%, 1st April 2016: 78%) of total trade receivables outstanding.

12.3 Movement of Impairment for doubtful receivables

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Balance at beginning of the year	452	5,779
Addition in expected credit loss allowance on trade receivables	453	353
Write of as bad debts	181	5,681
Reversal of provision for doubtful debt during the year	50	-
Balance at end of the year	673	452

13. Cash and Cash Equivalents

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Cash on Hand	50	226	241
Balance with Banks in Current Account	218	181	1,624
Bank Deposits	14,415	24,356	20,007
Debit balance in bank overdraft account	-	14,629	3,478
Total	14,683	39,393	25,350

14. Other Bank Balances

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Bank Deposits pledged as security against Borrowings	23,717	22,961	30,894
Bank Deposits pledged as security deposits	512	339	1,790
Total	24,230	23,300	32,684

15. Loans

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Unsecured, considered good Loan to Employees	167	92	42
Total	167	92	42

16. Other Financial Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deposits given	1,036	1,495	2,120
Accrued Interest	1,448	1,987	1,618
Total	2,485	3,483	3,738

17. Other Current Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Balance with Government Authorities	-	1,637	410
Prepaid Expenses	2,514	1,698	997
Gratuity Plan Assets (Net)	-	599	120
Advance Tax and TDS	-	-	2,086
Advances to vendors	2,128	1,805	2,350
Others	935	739	1,756
Total	5,576	6,477	7,719

18. Assets held for sale

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Plant & Machinery	5,042	-	-
Total	5,042	-	-

18.1 The Company has classified a Water Jet Machine as asset held for sale as it intends to dispose off the same within a year and has measured the asset at lower of carrying amount and the fair value less costs to sell resulting in Impairment Loss of ₹ 1,116 ('000). This loss is included in other expenses in Statement of Profit and Loss.

19. Equity Share Capital

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Authorised			
212,000,000 Equity Shares of ₹ 1/- each	2,12,000	2,12,000	2,12,000
300,000 Unclassified Shares of ₹ 10/- each	3,000	3,000	3,000
Total	2,15,000	2,15,000	2,15,000
Issued, Subscribed and Paid Up			
34,245,196 Equity Shares of ₹ 1/- each fully paid up	34,245	34,245	34,245
Total	34,245	34,245	34,245

19.1 Shares held by Holding Company

Particulars	No. of shares	% Holding
Integra Holding AG		
As at 31st March 2018	18,723,341	54.67%
As at 31st March 2017	18,723,341	54.67%
As at 1st April 2016	18,723,341	54.67%

19.2 Reconciliation of number of equity shares outstanding at the beginning and at the end of reporting period is as under:

Particulars	No. of shares	Share Capital (Amount in ₹ '000)
As at 1st April, 2016	3,42,45,196	34,245
Additions/(Reductions)	-	-
As at 31st March, 2017	3,42,45,196	34,245
As at 1st April, 2017	3,42,45,196	34,245
Additions/(Reductions)	-	-
As at 31st March, 2018	3,42,45,196	34,245

19.3 Details of Shareholder holding more than 5 percent share in Company:

Particulars	No. of shares	% Holding
Integra Holding AG		
As at 31st March 2018	18,723,341	54.67%
As at 31st March 2017	18,723,341	54.67%
As at 1st April 2016	18,723,341	54.67%

19.4 Right, Preferences and restrictions attached to Shares
Equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend declared by the company shall be paid to each holder of Equity shares in proportion to the number of shares held to total equity shares outstanding as on that date.

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

20. Other Equity

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Securities Premium	32,948	32,948	32,948
Equity Stock Option Reserve	635	-	-
General Reserve	24,909	24,909	24,909
Retained Earnings	27,793	(5,330)	(21,253)
Total	86,284	52,527	36,604

20.1 Particulars relating to Other Equity

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017
Securities Premium (Refer Note No.20.2)		
Balance at the beginning of the year	32,948	32,948
Addition/(Deduction) during the year	-	-
Balance at the end of the year	32,948	32,948
Equity Stock Option Reserve (Refer Note No. 20.3)		
Balance at the beginning of the year	-	-
Addition/(Deduction) during the year	635	-
Balance at the end of the year	635	-
General Reserve (Refer Note No.20.4)		
Balance at the beginning of the year	24,909	24,909
Addition/(Deduction) during the year	-	-
Balance at the end of the year	24,909	24,909
Retained Earnings		
Balance at the beginning of the year	(5,330)	(21,253)
Addition/(Deduction) during the year	33,123	15,923
Balance at the end of the year	27,793	(5,330)
Total	86,284	52,527

20.2 Securities Premium Reserve is used to record the premium on issue of equity shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

20.3 Equity Stock Option Reserve is used to recognise the fair value of equity settled share based payment transactions.

20.4 The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve is not reclassified subsequently to the Statement of Profit and Loss.

21. Borrowings

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Secured			
4% Cumulative Redeemable Preference Shares	1,24,000	1,24,000	1,24,000
Total	1,24,000	1,24,000	1,24,000

21.1 The Company has been authorised to issue 14,000,000 Cumulative Redeemable Preference Shares (CRPS) of ₹ 10/- each, out of which the Company has issued 12,400,000 4% Cumulative Redeemable Preference Shares of ₹ 10/- each fully paid up.

21.2 The CRPS holders comprising the present issue shall rank pari-passu interse with any preference or priority of one over the other or others of them. The CRPS holder have right to receive dividend @ 4% p.a. in respect of the amount paid-up on the CRPS for a period of 20 years from the date of allotment of CRPS, only out of profits, if any, of the Company. The dividend as and when declared by the Company shall be paid to the shareholder on the record date, which the Board may fix from time to time. If in any year, the Company has not declared any dividend on the CRPS, the right to the dividends shall accumulate and the accumulated dividends will be paid out of the profits, if any, of the subsequent financial year(s) including carry forward profits, if any, of the previous years, before any dividend is paid to the Equity Shareholders. Such right to receive the accumulated dividend, if any, will cease on the expiry of 20 years from the date of allotment.

In the event of liquidation of the Company, the Preference shareholders will be entitled to receive their capital contribution in the Company after the distribution / repayment of all creditors but before distribution to equity shareholders. The distribution to the preference shareholders will be in proportion of the number of shares held by each shareholder.

21.3 As per requirements of Ind AS 32 "Financial Instrument Presentation", 4% cumulative redeemable preference shares have been classified as financial liabilities.

21.4 Consequent to change in classification of cumulative redeemable preference shares, liability pertaining to undeclared dividend thereon upto transition date amounting to Rs. 56670 ('000) has been reduced from retained earnings and included under other current liabilities. Presently, this dividend is considered as a provision but not declared, distributed or paid and hence, the liability for dividend distribution tax would be accounted only when it accrues on declaration, distribution or payment of dividend.

22. Provisions**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Provision for Employee benefits			
Gratuity Provision	859	-	-
Unavailed Leave and compensated absences	838	396	-
Total	1,697	396	-

23. Borrowings**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Secured Overdraft Account	11,545	-	-
Total	11,545	-	-

23.1 Overdraft facility is secured by pledge of Fixed Deposits.

24. Trade Payables**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Trade Payables	79,587	40,589	29,674
Total	79,587	40,589	29,674

24.1 Payment towards trade payables is made as per the terms and conditions of the contract / purchase orders. The average credit period is 30-90 days.

24.2 The Company is in the process of identifying the suppliers, if any, covered under the Micro, Small and Medium Enterprise Development Act, 2006. Due to non availability of data, the details required have not been furnished.

25. Other Financial liabilities**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deposits towards lease	2,719	2,891	4,458
Expenses payable	7,329	7,644	6,291
Dividend Payable on Redeemable Preference Shares (Refer Note 21.4)	66,590	61,630	56,670
Total	76,639	72,165	67,419

26. Other Current Liabilities**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Statutory dues payable	2,937	3,161	1,843
Advance Received from Customers	-	782	6,013
Total	2,937	3,944	7,856

27. Provisions

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Provision for Employee benefits			
Gratuity Provision	522	-	-
Unavailed Leave and compensated absences	86	39	404
Income tax payable (net)	8,361	3,063	-
Total	8,968	3,102	404

28. Revenue From Operation

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Sale of Products (including Excise duty)	4,38,574	3,37,566
Sale of Services	3,275	4,725
Other Operating Revenue	19,384	11,064
Total	4,61,233	3,53,356

29. Other Income

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rent Income	12,462	14,428
Interest Income	3,457	5,062
Excess Liability Written Back	202	1,743
Reversal of Provision for Doubtful Debts	231	5,681
Profit on Sale of Asset	-	8,090
Exchange Fluctuations (Net)	-	86
Miscellaneous Income	792	532
Total	17,145	35,621

30. Cost of Material Consumed

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Consumption of Raw Materials		-
Opening Stock	40,469	31,093
Add : Purchases	2,38,885	1,72,808
	2,79,354	2,03,901
Less: Closing Stock	46,329	40,469
Total	2,33,025	1,63,432

31. Purchases of Stock-in-Trade

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Purchases of Stock in Trade	15,224	11,327
Total	15,224	11,327

32. Changes In Inventories

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Work in Progress		
Opening Stock		
- Work in Progress	15,684	16,893
- Stock in Trade	1,063	2,289
	16,747	19,181
Closing Stock		
- Work in Progress	21,860	15,684
- Stock in Trade	3,467	1,063
	25,327	16,747
Total	(8,580)	2,434

33. Employee Benefit Expenses

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Salaries & Wages	43,780	37,267
Share based payments	635	-
Contribution of Provident Fund & Other Fund	3,276	3,173
Staff Welfare expense	8,996	7,181
Total	56,687	47,621

34. Finance Costs

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Interest on Bank Loan	653	131
Dividend on Preference shares	4,960	4,960
Bank Charges & Commission	121	148
Total	5,734	5,240

35. Depreciation and amortization expense

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Depreciation of tangible assets	8,057	7,366
Amortization of intangible assets	948	686
Depreciation on investment property	83	83
Total	9,087	8,135

36. Other Expenses

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Consumption of Stores & Spares	18,796	11,231
Impairment loss on asset held for sale	1,116	-
Job Work & Processing Charges	11,394	12,101
Labour Charges	25,892	18,185
Power & Fuel	7,573	6,725
Repairs To Factory Building	3,804	2,658
Repairs To Plant & Machinery	331	289
Repairs To Others	2,658	1,987
Insurance Expenses	912	809
Audit Fees	625	575
Legal & Professional Charges	8,943	7,163
Exchange Fluctuations (Net)	3	-
Miscellaneous Expense*	11,242	11,319
Rent	1,514	1,051
Rates & Taxes	55	181
Security & Other Services	2,548	1,993
Travelling Expenses	3,804	2,640
Commission & Brokerage	1,185	2,460
Selling & Distribution Expenses	5,890	4,420
Sales Promotion	238	186
Bad Debts Written off	200	6,650
Provision for Doubtful Debts	453	353
Total	1,09,177	92,975

* None of the item individually accounts for more than ₹ 1,000,000 or 1% of revenue whichever is higher.

Payment to Auditors has been Classified Below:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Payment to Auditors		
-As Auditor	625	575
-For Taxation Matters	170	202
-For Other services	325	150
-For Reimbursement of Expense	58	45
Total	1,178	972

37. Tax Expense

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Current tax in relation to:		
- Current years	10,610	5,277
- Earlier years	-	(592)
Deferred Tax		
In respect of current year	13,757	8,593
Unused Tax Credits	(10,635)	(4,862)
Total income tax expense recognised in the current year	13,732	8,416

37.1 The income tax expense for the year can be reconciled to the accounting profit as follows:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Profit before tax	48,206	23,825
Income tax expense calculated at 27.5525% (2016-2017: 33.063%)	13,282	7,877
Expenses not allowed in Income Tax	848	546
Adjustment of current tax of prior period	-	(592)
MAT Credit Adjustment of earlier years	(25)	415
Other (Impact of remeasurement of Employee benefits)	-	170
Remeasurement of Defined benefit plans (recognised in other comprehensive income)	(372)	-
	13,732	8,416

38. Commitments

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Estimated amount of contracts remaining to be executed on capital account	2,100	-	1,353

39. Contingent Liabilities

Contingent Liabilities not provided for are classified as under:

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Income Tax	23,964	23,964	9,111
Excise / Service tax Matters	17,444	17,529	11,179
Bank Guarantee	-	125	285
Estimated amount of Statutory bonus arrears for FY.2014-15	371	371	371
Pending Labour Cases	4,010	3,215	625
Claims against the Company before Labour Court	Amount not ascertainable	Amount not ascertainable	Amount not ascertainable

40. Operating Lease Arrangements

40.1 The Company has applied Appendix C to Ind AS 17 'Leases' to office and other assets to evaluate whether these contracts contains a lease or not. Based on evaluation of the terms and conditions of the arrangements, the Company has evaluated such arrangements to be operating leases.

The Company has obtained certain premises for its business operations under operating leases or leaves and license agreements. These are generally cancellable and range between 11 months to 5 years under leave and licenses or longer for other lease and are renewable by mutual consent on mutually agreeable terms. The Company has given refundable interest free security deposits in accordance with the agreed terms.

40.2 Lease Payments recognised during the year:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Lease Payments	1,514	1,051

40.3 Rental income arising from operating leases on Investment properties is accounted over the lease terms and is included in revenue in the Statement of Profit and Loss.

Rental Income recognised during the year:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rental Income	12,462	14,428

41. Employee Benefits :

In accordance with the stipulations of the Indian Accounting Standard 19 "Employee Benefits", the disclosures of employee benefits as defined in the Indian Accounting Standard are given below:

41.1 Defined Contribution Plan

The Company makes contribution towards Employee Provident Fund and Super Annuation Fund. The Company is required to contribute specified percentage of payroll cost.

The Company has recognised the following amounts in the Statement of Profit and Loss :

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Contribution to Provident Fund	1,622	1,381
Contribution to Super Annuation Fund	155	150
Total	1,777	1,531

41.2 Defined Benefits Plan

Gratuity

15 days salary for each completed year of service. Vesting period is 5 years and the payment is at actual on superannuation, resignation, termination, disablement or on death. The liability for gratuity as above is recognised on the basis of actuarial valuation.

The Company makes contribution to Life Insurance Corporation (LIC) for gratuity benefits according to the Payment of Gratuity Act, 1972.

The Company recognizes the liability towards the gratuity at each Balance Sheet date.

The most recent actuarial valuation of the defined benefit obligation for gratuity was carried out at March 31st 2018 by an actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Scheme is funded through LIC.

These plans typically expose the Company to actuarial risks such as: Investment risk, Market risk, Legislative risk, Salary risk and Liquidity risk.

Investment risk	For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. this can result in wide fluctuations in the net liability or funded status if there are significant changes in the discount rate during the inter-valuation period.
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Market risk	It is a collective term for risks that are related to changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in defined benefit obligation of the plan benefits & vice versa. this assumption depends on the yields on the corporate bonds and hence the valuation of liability is exposed to fluctuations in the yields at the valuation date.
Legislative risk	It is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the regulation. The government may amend the payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.
Salary risk	Salary hikes that are higher than the assumed salary escalation will result into an increase in obligation at a rate that is higher than expected.
Liquidity risk	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflow.

No other post-retirement benefits are provided to these employees.

The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Withdrawal Rates	1.00% pa.	1.00% pa.	1.00% pa.
Discount Rate (%)	7.50%	7.50%	8.00%
Salary escalation rate (%)	5.00%	5.00%	5.00%
Rate of Return on Plan Assets (%)	7.50%	7.50%	7.83%

41.3 The following tables sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31.

I. Reconciliation in present value of obligations (PVO) - Defined benefit obligation:

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
	Gratuity (Funded)	Gratuity (Funded)	Gratuity (Funded)
I. Defined Benefit obligation			
Current Service Cost	719	265	319
Interest Cost	337	341	499
Actuarial (gain)/ loss on obligations	1,343	(275)	782
Benefits paid	(78)	(110)	(3,524)
PVO at the beginning of the year	4,537	4,315	6,239
PVO at the end of the year	6,859	4,537	4,315
II. Reconciliation of the fair value of Plan Assets			
Expected return on Plan Assets	384	378	347
Actuarial gain / (Loss) on Plan Assets	(9)	-	-
Contributions by employer	44	242	28
Benefits Paid	(78)	(110)	(3,524)
Adjustment to Opening Balance	-	190	-
Fair value of Plan Assets at the beginning of the year	5,136	4,435	7,584
Fair value of Plan Assets at the end of the year	5,478	5,136	4435

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
	Gratuity (Funded)	Gratuity (Funded)	Gratuity (Funded)
III. Reconciliation of PVO and Fair value of Plan of assets			
PVO at the end of the year	6,859	4,537	4,315
fair value of Planned assets at the end of the year	5,478	5,136	4435
Funded Status	1,381	(599)	(120)
Unrecognised actuarial gain / (Loss)	-	-	-
Net (asset) / liability recognised in the Balance Sheet	1,381	(599)	(120)
IV. Service Cost			
Current Service Cost	719	265	319
Interest Cost on benefit obligation	337	341	499
Expected return on Plan Assets	384	378	347
Components of defined benefit costs recognised in Employee			
Benefit expenses	1,440	984	1,165
Remeasurement on the net defined benefit liability:			
Actuarial (gain)/ loss on obligations	1,351	(275)	782
Net Cost	2,024	(47)	1,253

(Amount in ₹ '000)

Experience Adjustment	On Plan Liabilities - Loss/(Gain)	On Plan Assets - Loss/(Gain)
As on 31st March, 2018	1,343	(9)
As on 31 st March, 2017	(275)	-
As on 31 st March, 2016	782	-
As on 31 st March, 2015	135	37
As on 31 st December, 2013	1,038	419

41.4 The fair value of plan assets at the end of the reporting period for each category, are as follows:

Gratuity and Leave 100% managed by Insurer (LIC)

41.5 Sensitivity analysis as for gratuity

(Amount in ₹ '000)

Significant Actuarial Assumptions	As at 31 st March, 2018	As at 31 st March, 2017
Discount Rate		
Up by 1%	(577)	(411)
Down by 1%	678	480
Salary Escalation		
Up by 1%	730	493
Down by 1%	(631)	(428)
Withdrawal Rate		
Up by 1%	61	91
Down by 1%	(76)	(107)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Sensitivity due to mortality & withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

41.6 Maturity Profile of Defined Benefit Obligation and other long term employee benefits: (Amount in ₹ '000)

Experience Adjustment	As at 31 st March, 2018	As at 31 st March, 2017
Defined Benefit:		
Gratuity:		
Less than One Year	522	106
One to Three Years	705	1,077
Three to Five Years	1,220	998
More than Five Years	4,411	2,355

42 Operating Segment

The Company's operations fall under single segment namely "Manufacturing of Machineries and Components", taking into account the risks and returns, the organization structure and the internal reporting systems.

Segment revenue from "Manufacturing of Machineries and Components" represents revenue generated from external customers which is attributable to the company's country of domicile i.e. India and external customers outside India as under:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Revenue from		
- Outside India	4,437	5,374
- In India	4,56,795	3,47,982

All assets are located in the company's country of domicile i.e. India

Company's significant revenues (more than 60%) are derived from major 8 entities. The total revenue from such entities amounted to ₹ 3,25,590 ('000) in 2017-18 and ₹ 2,23,728 ('000) in 2016-17.

43 Disclosure as required by Indian Accounting Standard -24 are given below:-

Experience Adjustment	Nature of Relationship
Integra Holding AG, Switzerland	Holding Company
Aquametro Oil and Manine AG, Switzerland (Formely known as Aquametro AG.)	Fellow Subsidiary
Integra Systems Pvt. Ltd	Associates
Mr. Adrian Oehler	Non Executive Director
Mrs. Corinne Ruckstuhl	Non Executive Director
Mr. Satish Parekh*	Non Executive Director (Upto 11 th May 2017)
Mr. Shalin Divatia	Independent Director
Mr. Rahul Divan	Independent Director
Mr. Bhargav Patel	Independent Director
Mr. Mahendra Sanghvi	Independent Director
Mr. Utkarsh Pundlik	Key Management Personnel (w.e.f 1 st June, 2016)

43.1 Transactions with related parties:

(Amount in ₹ '000)

Nature of Transaction	Fellow Subsidiary	Associate	Directors / Key Management Personnel	Total
Material Purchase	2,514	-	-	2,514
	(1,416)	(4,762)	-	(6,178)
a. Aquametro Oil and Manine AG, Switzerland	2,514	-	-	2,514
	(1,416)	-	-	(1,416)
b. Integra Systems Pvt Ltd	-	-	-	-
	-	(4,762)	-	(4,762)
Sales	-	-	-	-
	-	(2,028)	-	(2,028)
a. Integra Systems Pvt Ltd	-	-	-	-
	-	(2,028)	-	(2,028)
Management Contract	4,437	-	-	4,437
	(5,374)	-	-	(5,374)
a. Aquametro Oil and Manine AG, Switzerland	4,437	-	-	4,437
	(5,374)	-	-	(5,374)
Director's Sitting Fees	-	-	1,130	1,130
	-	-	(1,210)	(1,210)
Mr. Adrian Oehler	-	-	150	150
	-	-	(180)	(180)
Mrs. Corinne Ruckstuhl	-	-	250	250
	-	-	(170)	(170)
Mr. Satish Parekh	-	-	50	50
	-	-	(130)	(130)
Mr. Shalin Divatia	-	-	190	190
	-	-	(220)	(220)
Mr. Rahul Divan	-	-	200	200
	-	-	(180)	(180)
Mr. Bhargav Patel	-	-	50	50
	-	-	(110)	(110)
Mr. Mahendra Sanghvi	-	-	240	240
	-	-	(220)	(220)
Professional Fees	-	-	-	-
a. Mr. Satish Parekh	-	-	-	-
	-	-	(2,500)	(2,500)
Remuneration	-	-	4,949	4,949
	-	-	(3,072)	(3,072)
a. Mr. Utkarsh Pundlik	-	-	4,949	4,949
	-	-	(3,072)	(3,072)
Rent Income	-	520	-	520
	-	(510)	-	(510)
a. Integra Systems Pvt Ltd	-	520	-	520
	-	(510)	-	(510)

Amounts in bracket indicate previous year figures.

43.2 Outstanding Balances :

(Amount in ₹ '000)

	Nature of Relationship	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Payables				
a. Aquametro Oil and Manine AG, Switzerland	Fellow Subsidiary	931	-	64
		931	-	64
Receivables				
a. Aquametro Oil and Manine AG, Switzerland	Fellow Subsidiary	625	562	331
b. Integra Systems Pvt Ltd	Associates	-	-	6,313
		625	562	6,644

43.3 Compensation to Key Management personnel

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Chief Executive Officer		
Short term employee benefits	4,741	2,925
Post employment benefits	99	76
Long term benefits	110	71
	4,949	3,072

44 Earnings per share (EPS) :

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Net Profit in ₹ ('000)	34,102	15,409
Weighted Average number of Equity Shares ₹ ('000) (Face Value of ₹ 1 each)	34,245	34,245
Basic Earnings per share (₹)	1.00	0.45
Diluted Earnings per share (₹)	1.00	0.45

45 Impairment of Assets

In accordance with the Indian Accounting Standard (Ind AS-36) on "Impairment of Assets" the Company during the year carried out an exercise of identifying the assets that may have been impaired in respect of cash generating unit in accordance with the said Indian Accounting Standard. Based on the exercise, no impairment loss is required as at 31st March 2018.

46 The value of realization of assets other than fixed assets and non current investment in the ordinary course of business will not be less than the value at which they are stated in the Balance Sheet.

47 The balances of trade receivables and trade payables are subject to adjustment if any on reconciliation/settlement.

48 The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

49 Financial instruments Disclosure
49.1 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.

The management and the Board of Directors monitors the return on capital as well as the level of dividends to shareholders. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

(Amount in ₹'000)

Categories of financial instruments			
Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Financial assets			
Measured at amortised cost			
Trade and other receivables	1,56,187	74,664	67,746
Cash and cash equivalents	14,683	39,393	25,350
Other Bank Balance	24,230	23,300	32,684
Loans	167	92	42
Other financial assets	10,199	14,941	4,508
Financial liabilities			
Measured at amortised cost			
Borrowings	1,35,545	1,24,000	1,24,000
Trade payables	79,587	40,589	29,674
Dividend Payable on Redeemable Preference Shares	66,590	61,630	56,670
Other financial liabilities	10,049	10,535	10,749

49.2 Financial risk management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include deposits, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The senior Management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

49.2.1 Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The major components of market risk are price risk, foreign currency risk and interest rate risk.

A. Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of machineries and components and therefore require a continuous supply of steel as principal raw material. The Company's management has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

B. Foreign Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities.

The aim of the Company's approach to management of currency risk is to leave the Company with no material residual risk. The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amount in ₹'000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Liabilities			
EURO	931		
Assets			
CHF	625	562	332

Sensitivity to risk

A 5% strengthening of the INR against key currencies to which the Company is exposed would have led to approximately an additional ₹ 15 ('000) gain in the Statement of Profit and Loss. A 5% weakening of the INR against these currencies would have led to an equal but opposite effect.

C. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term debt obligations with floating interest rates.

The Company invests the surplus fund generated from operations in bank deposits. Considering these bank deposits are short term in nature, there is no significant interest rate risk. The Company has laid policies and guidelines including tenure of investment made to minimise impact of interest rate risk.

49.2.2 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

A. Trade Receivable

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each reporting date on an individual basis. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note no. 12

B. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. The Company's maximum exposure to credit risk for the components of the Balance Sheet at 31st March 2018 and 31st March 2017 is the carrying amounts as illustrated in Note no. 13

49.2.3 Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, preference shares and finance leases.

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

(Amount in ₹ '000)

Particulars	Within 1 year	Exceeding one year	Total
As at 31st March, 2018			
Borrowings	11,545	1,24,000	1,35,545
Trade Payable	79,587	-	79,587
Deposits towards lease	2,719		2,719
Dividend Payable on Redeemable Preference Shares	66,590		66,590
Expenses payable	7,329	-	7,329
Total	1,67,770	1,24,000	2,91,770
As at 31st March, 2017			
Borrowings	-	1,24,000	1,24,000
Trade Payable	40,589	-	40,589
Deposits towards lease	2,891		2,891
Dividend Payable on Redeemable Preference Shares	61,630		61,630
Expenses payable	7,644	-	7,644
Total	1,12,754	1,24,000	2,36,754
As at 1st April, 2016			
Borrowings	-	1,24,000	1,24,000
Trade Payable	29,674	-	29,674
Deposits towards lease	4,458	-	4,458
Dividend Payable on Redeemable Preference Shares	56,670	-	56,670
Expenses payable	6,291	-	6,291
Total	97,093	1,24,000	2,21,093

50 Fair Value Measurement

50.1 Fair value of the Company's financial assets that are measured at fair value on recurring basis.

Some of the Company's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined.

(Amount in ₹ '000)

Financial Assets / Financial Liabilities	Fair Value at 31 st March 2018	Fair Value hierarchy	Valuation techniques and Key inputs
Asset held for sale	5042	Level - 2	1) Method of valuation is Average Cost Method. 2) Considered factors like balance life, residual life, market demand, process and atmospheric corrosion and obsolescence factor.

50.2 Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements except as per note 50.1 approximate their fair values.

51 Employee Stock option

At the Annual General Meeting of the Company held on 12st August 2015 members of the Company passed a special resolution for introducing a "Integra Engineering India Employees Stock Option Plan 2015" for the benefit of employees of the Company. The resolution also accorded approval for the Board of Directors, to formulate the Scheme as per broad parameters outlined in the resolution. Pursuant to the Scheme, the Company has granted options to eligible employees of the Company under Plan. Each option entitles for one equity share. The options under this grant will vest to the employees as 20%, 40% and 40% of the total grant at end of third, fourth and fifth year from the date of grant, respectively, with an exercise period of three years for each grant. The vesting conditions include service terms and performance of the employees. These options are exercisable at an exercise price of ₹ 36/- per share (Face Value of ₹ 1 per share).

The fair value of each equity settled option is estimated on the date of grant using the Black-Scholes-Merton model, with the following assumptions:

Financial Assets / Financial Liabilities	For ESOP granted in year 2017-2018
Grant date	22 nd August 2017
No. of Option Granted	180,000
Option Value as on grant date	
Fair Value per ESOP option (₹)	19.06
Value of Option (₹)	3,430,800
Parameters of Fair Value of Options as on grant date	
Stock Price as on grant date (₹)	39.75
Exercise Price (₹)	36.00
Volatility	45.29%
Risk Free rate	6.52%
Weighted Average time of Expiry	4.2 Years

During the year ended 31st March 2018, the company had charged to statement of Profit and Loss as employee benefit expenses ₹ 635 ('000) by creating an Employee stock option reserve which is grouped under the head 'Other Equity'.

Note no. 52 First time Ind AS adoption - Reconciliation

Note No. 52.1 Effect of Ind AS adoption on the balance sheet as at 31st March 2017 and 1st April 2016

(Amount in ₹)

Particulars	Notes to (52.1)	As at March 31 st March 2017 (End of last period presented under Previous GAAP)			As at 1 st April 2016 (Date of transition)		
		Previous GAAP #	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP #	Effect of transition to Ind AS	As per Ind AS balance sheet
ASSETS							
(1) Non-Current Assets							
(a) Property, Plant and Equipment	3	83,784	(1,097)	82,687	77,650	(1,180)	76,471
(b) Intangible assets		1,602	-	1,602	997	-	997
(c) Investment Property	3	-	1,097	1,097	-	1,180	1,180
(d) Financial Assets							
(i) Investments		-	-	-	-	-	-
(ii) Others		11,458	-	11,458	770	-	770
(e) Deferred tax Assets (Net)		16,182	-	16,182	19,912	-	19,912
(f) Other non-current assets		10,374		10,374	10,927		10,927
(2) Current Assets							
(a) Inventories		60,159	-	60,159	52,667	-	52,667
(b) Financial Assets							
(i) Trade receivables		74,664	-	74,664	67,746	-	67,746
(ii) Cash and cash equivalents		39,393	-	39,393	25,350	-	25,350
(iii) Bank Balance other than (ii) above		23,300	-	23,300	32,684	-	32,684
(iv) Loans		92	-	92	42	-	42
(v) Other Financial assets		3,483	-	3,483	3,738	-	3,738
(c) Other current assets		6,477	-	6,477	7,719	-	7,719
Total		3,30,969	-	3,30,969	3,00,203	-	3,00,203
EQUITY AND LIABILITIES							
Equity							
(a) Equity Share Capital	1	1,58,245	(1,24,000)	34,245	1,58,245	(1,24,000)	34,245
(b) Other Equity	2,4,5	1,14,157	(61,630)	52,527	93,274	(56,670)	36,604
Liabilities							
(1) Non-Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings	1	-	1,24,000	1,24,000	-	1,24,000	1,24,000
(b) Provisions		396	-	396	-	-	-
(2) Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings		-	-	-	-	-	-
(ii) Trade payables		40,589	-	40,589	29,674	-	29,674
(iii) Others	2	10,535	61,630	72,165	10,749	56,670	67,419
(b) Other current liabilities		3,944	-	3,944	7,856	-	7,856
(c) Provisions	1	3,102	-	3,102	404	-	404
Total current liabilities							
Total		3,30,969	-	3,30,969	3,00,203	-	3,00,203

Previous GAAP figures have been reclassified to conform with Ind AS presentation requirements for the purpose of this note.

Explanatory notes to balance sheet reconciliation

52.1.1 Under Previous GAAP, 4% Cumulative Redeemable Preference Shares were recognised as Equity. Under Ind AS, preference shares requiring mandatory redemption by issuer for a fixed or determinable amount, at a fixed or determinable future date, is a financial liability. Consequently, as on the transition date April 1, 2016, ₹ 124,000 ('000) being face value of such Preference Shares has been reclassified from Equity to Long term borrowings.

52.1.2 Consequent to change in classification of 4% Cumulative Redeemable Preference shares (Refer Note 1 above), liability pertaining to undeclared dividend thereon, since issue, upto transition date amounting to ₹ 56,670 ('000) has been reduced from retained earnings and included under Other Current Financial Liabilities. Subsequent to such reclassification, dividend for year ending 31st March 2017 has been charged as finance cost which has resulted into increase in financial liabilities and reduction in Equity by ₹ 4,960 ('000).

52.1.3: Under the previous GAAP, there was no requirement to disclose Investment property separately and the same was included under Property, Plant & Equipment and measured at cost less accumulated depreciation. Under Ind AS, Investment property is required to be disclosed separately in the balance sheet and depreciation is charged on it. Accordingly, the carrying amount of the investment property as at 1st April, 2016 of ₹ 1,180 ('000) and as at 31st March 2017 ₹ 1,097 ('000) under Previous GAAP has been reclassified to a separate line item on the face of the balance sheet and depreciation provided based on the estimated useful life. There is no impact on total equity and profit.

52.1.4 Under the previous GAAP, government grants received as promoter's contributions were treated as Capital Reserve forming part of "Shareholders' Fund" which has been transferred to General reserve amounting to ₹ 7176 ('000) This has no impact on total equity.

52.1.5 Under the previous GAAP, Profit on reissue of forfeited shares was forming part of "Shareholders' Fund" which has been transferred to General reserve amounting to ₹ 33 ('000). This has no impact on total equity.

52.2 Reconciliation of total Equity as on 31st March 2017 and 1st April 2016

(Amount in ₹ '000)

Particulars	Notes to (52.1)	End of last period presented under Previous GAAP	Date of transition
		As at 31 st March, 2018	As at 31 st March, 2017
Total equity (Shareholder's funds) under previous GAAP		2,72,402	2,51,520
Adjustments:			
Cumulative Redeemable Preference Shares classified as a liability under Ind AS	1	(1,24,000)	(1,24,000)
Dividend not recognised as liability until application of Ind AS	2	(61,630)	(56,670)
Total adjustments to equity		(1,85,630)	(1,80,670)
Total equity under Ind AS		86,772	70,850

Note No. 52.3 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31st March 2017 (Amount in ₹ '000)

Particulars	Notes to (52.3)	TOTAL		
		Previous GAAP #	Effect of transition to Ind AS	As per Ind AS P&L
I) Revenue from operations	1	3,19,368	33,988	3,53,356
II) Other income		35,621	-	35,621
III) Total income (I+II)		3,54,989	33,988	3,88,977
IV) EXPENSES				
Cost of materials consumed		1,63,432	-	1,63,432
Purchase of Stock in trade		11,327	-	11,327
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		2,434	-	2,434
Excise Duty on Sales	1	-	33,988	33,988
Employee Benefits Expense	2	47,107	514	47,621
Finance Costs	3	280	4,960	5,240
Depreciation and amortization expense		8,135	-	8,135
Other Expenses		92,975	-	92,975
V) Total expenses		3,25,691	39,462	3,65,152
VI) Profit before tax (IV-V)		29,299	(5,474)	23,825
VII) Tax expense:				
(a) Current tax relating to:				
- current year		5,277	-	5,277
- earlier years		(592)	-	(592)
(b) Deferred tax		3,730	-	3,730
VIII) Profit for the year (VI-VII)		20,883	(5,474)	15,409
IX) Other comprehensive income (OCI)				
(a) Items that will not be reclassified to profit or loss				
(i) Re-measurement of the defined benefit plans		-	514	514
- tax impact		-	-	-
		-	514	514
X) Total comprehensive income for the year (VIII-IX)		20,883	(4,960)	15,923

52.3.1 Accounting of Excise Duty on Sales : Under Previous GAAP, excise duty was netted off against sale of goods. However, under Ind AS, excise duty amounting to ₹ 33,988 ('000) is included in sale of goods and is separately presented as expense on the face of Statement of Profit and Loss. Thus, sale of goods under Ind AS has increased with a corresponding increase in expenses.

52.3.2 Remeasurements of post employment benefit obligations: Under Ind AS 19 Employee Benefits, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the Previous GAAP, these remeasurement were forming part of profit or loss for the year. As the result of this change, profit for the year ended March 31, 2017 increased by ₹ 514 ('000) There is no impact on total equity and profit.

52.3.3 Finance cost for the year ended 31st March, 2017 includes provision for dividend amounting to ₹ 4960 ('000) on 4% Cumulative Redeemable Preference shares that have been classified as Financial Liability as per requirements of Ind AS 32 'Financial Instruments-Presentation'.

52.4 Reconciliation of total comprehensive income for the year ended March 31st 2017

(Amount in ₹ '000)

Particulars	Notes to (52.3)	Total
Profit as per previous GAAP		20,883
Adjustments:		
Effect of remeasurement of post employee benefits (net of tax)	2	514
Dividend recognised as Finance cost	3	4,960
Total effect of transition to Ind AS		5,474
Profit as per Ind AS		15,409
Remeasurements of defined benefit plans (net of tax)	2	(514)
Total Comprehensive Income under Ind AS		15,923

53. Approval of Financial statements:

Standalone financial statements were approved by the Board of Directors on 3rd May, 2018.

As per our report of even date,

For and on behalf of the Board

For K. C. Mehta & Co.
Chartered Accountants

Corinne Ruckstuhl
Director
DIN: 03531399

Shalin S. Divatia
Director
DIN: 00749517

Vishal P. Doshi
Partner
Membership No. 101533

Bhavin Kariya
CFO

Harneetkaur Anand
Secretary

Place : Halol
Date : May 03, 2018

Place : Halol
Date : May 03, 2018

INDEPENDENT AUDITORS' REPORT**To the Members of Integra Engineering India Limited****Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements**

We have audited the accompanying consolidated Ind AS financial statements of Integra Engineering India Limited ("the Company") and its associate, which comprise the consolidated Balance Sheet as at 31st March 2018, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information ("consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the preparation of the consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated state of affairs (financial position), consolidated profit or loss (financial performance including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Company and its associate in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

The Board of Directors of the Company and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and its associate 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 consolidated Ind AS 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 Ind AS financial statements by the Directors of the Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS 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 of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS 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 Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated Ind AS 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 Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence we have obtained and referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 (financial position) of the Company and its associate as at 31st March, 2018, their consolidated profit (financial performance including other comprehensive income), consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Other Matters

The consolidated Ind AS financial statements does not include the Company's share of net profit of ₹ 442 thousand for the year ended March 31, 2018 for which the Company's share of accumulated loss exceeds the carrying amount of investment in respect of Integra Systems Private Limited, an associate whose financial information has not been audited by us. This financial information is unaudited and have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of sub-sections (3) of section 143 of the Act, in so far as it relates to the aforesaid associate, is based solely on unaudited financial information.

Our opinion on the consolidated Ind AS 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 financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, and based on our audit and on the financial information of associate, as noted in "other matters" paragraph, we report, to the extent applicable, that:
 - a. we have sought and obtained all the information and

explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;

b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books;

c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

d. in our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act;

e. on the basis of the written representations received from the directors of the Company as on 31st March, 2018 taken on record by the Board of Directors of the Company none of the Directors of the Company, is disqualified as on 31st March, 2018 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 its associate and the operating effectiveness of such controls, refer to our separate report in Annexure A; and

g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the consolidated Ind AS financial statements disclose the impact of pending litigations on consolidated financial position of the Company - Refer Note No. 39 to the consolidated Ind AS financial statements;

ii. the consolidated Ind AS financial statements did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its associate incorporated in India.

For K. C. Mehta & Co.
Chartered Accountants
Firm's Registration No. 106237W
Vishal P. Doshi
Partner
Membership No. 101533
Place: Halol
Date: May 03, 2018

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Integra Engineering India Limited)

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2018, we have audited the internal financial controls over financial reporting of Integra Engineering India Limited ("the Company") and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Ind AS 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 consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated Ind AS 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 (3) 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 Consolidated Ind AS 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, which is Company incorporated in India, have, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

In respect of the associate company, the most recent audited financial statements available are for the financial year ended 31st March 2017. Reporting on whether the company has adequate internal controls system in place and operating effectiveness of such controls is not applicable to associate vide MCA circular no. 08/2017 dated 25/07/2017.

For K. C. Mehta & Co.
Chartered Accountants
Firm's Registration No. 106237W

Sd/-
Vishal P. Doshi
Partner
Membership No. 101533
Place: Halol
Date: May 03, 2018

Consolidated Balance Sheet as at 31st March, 2018

(Amount in ₹ '000)

Particulars	Note No.	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April 2016
ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment	4	1,09,886	82,687	76,471
(b) Intangible assets	5	2,045	1,602	997
(c) Investment Property	6	1,014	1,097	1,180
(d) Financial Assets				
(i) Investments	7	-	-	-
(ii) Others	8	7,714	11,458	770
(e) Deferred tax Assets (Net)	9	13,059	16,182	19,912
(f) Other non-current assets	10	10,596	10,374	10,927
Total non-current assets		1,44,314	1,23,401	1,10,257
(2) Current Assets				
(a) Inventories	11	73,220	60,159	52,667
(b) Financial Assets				
(i) Trade receivables	12	1,56,187	74,664	67,746
(ii) Cash and cash equivalents	13	14,683	39,393	25,350
(iii) Other Bank Balances	14	24,230	23,300	32,684
(iv) Loans	15	167	92	42
(v) Others	16	2,485	3,483	3,738
(c) Other current assets	17	5,576	6,477	7,719
Total current assets		2,76,546	2,07,568	1,89,947
Assets classified as held for sale	18	5,042	-	-
Total assets		4,25,902	3,30,969	3,00,203
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	19	34,245	34,245	34,245
(b) Other Equity	20	86,284	52,527	36,604
Total equity		1,20,530	86,772	70,850
Liabilities				
(1) Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	21	1,24,000	1,24,000	1,24,000
(b) Provisions	22	1,697	396	-
Total non-current liabilities		1,25,697	1,24,396	1,24,000
(2) Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	23	11,545	-	-
(ii) Trade payables	24	79,587	40,589	29,674
(iii) Others	25	76,639	72,165	67,419
(b) Other current liabilities	26	2,937	3,944	7,856
(c) Provisions	27	8,968	3,102	404
Total current liabilities		1,79,675	1,19,800	1,05,353
Total Equity and Liabilities		4,25,902	3,30,969	3,00,203
Significant Accounting Policies and Notes to Consolidated Financial Statements	1-54			

As per our report of even date attached

For K. C. Mehta & Co.
Chartered AccountantsVishal P. Doshi
Partner
Membership No. 101533
Place : Halol
Date : May 03, 2018

For and on behalf of the Board

Corinne Ruckstuhl
Director
DIN: 03531399
Place : Halol
Date : May 03, 2018Shalin S. Divatia
Director
DIN: 00749517Bhavin Kariya
CFOHarneetkaur Anand
Secretary

Consolidated Statement of Profit and Loss for the year ended 31st March, 2018

(Amount in ₹ '000)

	Particulars	Note No.	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
I	Revenue from operations	28	4,61,233	3,53,356
II	Other income	29	17,145	35,621
III	Total income (I+II)		4,78,378	3,88,977
IV	EXPENSES			
	Cost of materials consumed	30	2,33,025	1,63,432
	Purchase of Stock in trade	31	15,224	11,327
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	32	(8,580)	2,434
	Excise Duty on Sales		9,818	33,988
	Employee Benefits Expense	33	56,687	47,621
	Finance Costs	34	5,734	5,240
	Depreciation and amortization expense	35	9,087	8,135
	Other Expenses	36	1,09,177	92,975
	Total expenses (IV)		4,30,172	3,65,152
V	Profit before tax(III-IV)		48,206	23,825
VI	Tax expense:	37		
	(a) Current tax relating to:			
	- current year		10,610	5,277
	- earlier years		-	(592)
	(b) Deferred tax		3,495	3,730
VII	Profit for the year (V-VI)		34,102	15,409
VIII	Other comprehensive income (OCI)			
	(a) Items that will not be reclassified to profit or loss			
	(i) Re-measurement of the defined benefit plans		(1,351)	514
	- tax impact		(372)	-
			(979)	514
IX	Total comprehensive income for the year (VII+VIII)		33,123	15,923
X	Earnings per equity share:	44		
	Basic (in Rs.)		1.00	0.45
	Diluted (in Rs.)		1.00	0.45
	Significant Accounting Policies and Notes to Consolidated Financial Statements	1-54		

As per our report of even date attached

For K. C. Mehta & Co.
Chartered AccountantsVishal P. Doshi
Partner
Membership No. 101533Place : Halol
Date : May 03, 2018

For and on behalf of the Board

Corinne Ruckstuhl
Director
DIN: 03531399Bhavin Kariya
CFOPlace : Halol
Date : May 03, 2018Shalin S. Divatia
Director
DIN: 00749517Harneetkaur Anand
Secretary

Consolidated Cash flow statement for the year ended 31st March 2018

(Amount in ₹ '000)

	Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
[A]	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit/(Loss) before tax	48,206	23,825
	Adjustments for:		
	Depreciation/Amortisation/Impairment of Fixed Assets	9,087	8,135
	Dividend Income	(61)	-
	Employee stock option expense	635	-
	Interest Income	(3,457)	(5,062)
	Remeasurement of Defined Plans	(1,351)	514
	Impairment of Assets held for sale	1,116	-
	Interest Expenses	653	131
	Provision for Doubtful Receivables/Advances/Sundry balances written off	653	7,003
	Reversal of Provision for Doubtful Debt	(231)	(5,681)
	Provision/Advances/Sundry Balances written back	(202)	(1,743)
	(Profit)/Loss on sale of Fixed Assets (Net)	-	(8,090)
	Operating Profit/(Loss) before changes in working capital	55,109	19,033
	Adjustment for (Increase)/Decrease in Operating Assets		
	Inventories	(13,061)	(7,492)
	Trade Receivables	(81,944)	(8,240)
	Loans and Advances	(74)	(51)
	Other Assets	4,504	(11,905)
	Adjustment for Increase/(Decrease) in Operating Liabilities		
	Trade Payables	39,261	12,658
	Provisions	13,414	31
	Other Liabilities	3,466	833
	Cash flow from operations after changes in working capital	20,613	4,868
	Net Direct Taxes (Paid)/Refunded	4,933	2,014
	Net Cash Flow from/(used in) Operating Activities	15,680	6,882
[B]	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets including Capital Advances & CWIP	(42,804)	(16,563)
	Sale of Fixed Assets	-	9,778
	Interest Income	3,996	4,693
	Bank Balances not considered as Cash and Cash Equivalents held as Margin money against guarantees	(929)	9,384
	Net Cash Flow from/(used in) Investing Activities	(39,737)	7,292
[C]	CASH FLOW FROM FINANCING ACTIVITIES		
	Loan taken	-	-
	Interest Expenses	(653)	(131)
	Dividend Paid including Dividend Distribution tax	-	-
	Net Cash Flow from/(used in) Financing Activities	(653)	(131)
	Net Increase/ (Decrease) in Cash and Cash Equivalents	(24,710)	14,042
	Cash & Cash Equivalents at beginning of period (see Note 1)	39,393	25,350
	Cash and Cash Equivalents at end of period (see Note 1)	14,683	39,393

Consolidated Cash flow statement for the year ended 31st March 2018

(Amount in ₹ '000)

Particulars		For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Notes:			
1	Cash and Cash equivalents comprise of:		
	Cash on Hands	50	226
	Balance with Banks	218	14,810
	Bank Deposits (Short term Investment)	14,415	24,356
	Cash and Cash equivalents	14,683	39,393
	Effect of Unrealised foreign exchange (gain)/loss (Net)		
	Cash and Cash equivalents as restated		
2	The above Consolidated Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 "Cash Flow Statement".		
3	Figures of the previous year have been regrouped / reclassified wherever necessary.		
As per our report of even date attached			
For K. C. Mehta & Co. Chartered Accountants		For and on behalf of the Board	
Vishal P. Doshi Partner Membership No. 101533		Corinne Ruckstuhl Director DIN: 03531399	Shalin S. Divatia Director DIN: 00749517
		Harneetkaur Anand Secretary	Bhavin Kariya CFO
Place : Halol Date : May 03, 2018		Place : Halol Date : May 03, 2018	

Integra Engineering India Limited

Notes to the Consolidated Financial Statements for the year ended 31st March 2018

Corporate information

INTEGRA ENGINEERING INDIA LIMITED ('the Parent Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956 (CIN: L29199GJ1981PLC028741) having its registered office at Post Box No 55, Chandrapura Village, Taluka Halol, Panchmahal. Its shares are listed on Bombay Stock Exchange in India. The Company is engaged in manufacturing of machineries and components.

The consolidated financial statements comprise financial statements of Integra Engineering India Limited ("the Company") and its associate Integra Systems Private Limited for the year ended 31st March, 2018.

1. Application of new Indian Accounting Standard

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the date the financial statements are authorized, have been considered in preparing these financial statements.

Recent accounting pronouncements

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. This amendment has no effect on the financial statements of the Company.

Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced

disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The effect on the Financial statements on adoption of Ind AS 115 is being evaluated by the Company.

2. Significant accounting policies

2.1. Statement of compliance

In accordance with the notification dated 16th February 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2017.

The Consolidated Financial Statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). These are the Company's first Ind AS Financial Statements. The date of transition to Ind AS is April 1, 2016. The mandatory exceptions and optional exemptions availed by the Company on first time adoption have been detailed in Note 2.22.

Previous period figures in the Financial Statements have been restated in compliance with Ind AS.

Up to the year ended March 31, 2017, the Company had prepared the Consolidated Financial Statements under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles (Previous GAAP) applicable in India and the applicable Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

In accordance with Ind AS 101- "First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity under Previous GAAP and Ind AS as at March 31, 2017, and April 1, 2016 and of the Net Profit as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2017.

2.2. Basis of preparation

The Consolidated Financial Statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

As the operating cycle cannot be identified in normal course due to the special nature of the industry, the same has been assumed to have duration of 12 months. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013. Further trade receivables, inventories and trade payables are assumed to be current as per para 68 and 70 of Ind AS-1.

The Consolidated Financial Statements are presented in Indian Rupees and all values are rounded off to the nearest thousand rupees.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1, for the asset or liability.
- (c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

2.3. Principles of Consolidation:

An Associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investees, but is not control or joint control over those policies.

The considerations made in determining whether significant

influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Company's investments in its associate is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Company's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

The Statement of Profit and Loss reflects the Company's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Company's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

If Company's share of losses of an associate exceeds its interest in that associate (which includes any long term interest that, in substance, form part of the Company's net investment in the associate), the Company discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Company resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

The financial statements of the associate are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

2.4. Property Plant and Equipment (PPE)

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance Sheet at cost less accumulated depreciation and impairment losses, if any. Freehold land is not depreciated.

Property, Plant and Equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss.

The cost of an asset comprises its purchase price or its construction cost (net of applicable tax credits) and any cost directly attributable to bring the asset into the location and

condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use. Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components. Capital work in progress includes the cost of PPE that are not yet ready for the intended use.

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation is provided on the cost of PPE (other than Freehold Land, properties under construction) less their residual values, using the straight-line method over the useful life of PPE as stated in the Schedule II to the Companies Act, 2013 or based on technical assessment by the Company. Estimated useful lives of these assets are as under:

Description	Years
Roads	10
Building	30
Plant & Machinery	15
Computers	3
Computer Network	6
Furniture and Fixtures	10
Vehicles	8

The estimated useful lives and residual values are reviewed on an annual basis and if necessary, changes in estimates are accounted for prospectively.

Depreciation on additions/deletions to PPE during the year is provided for on a pro-rata basis with reference to the date of additions/deletions.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

2.5. Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives not exceeding ten years from the date of capitalisation. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate being accounted for prospectively.

Intangible assets are derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and recognised in the Statement of Profit and Loss when the asset is derecognised.

2.6. Investment Property

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its investment property as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., 1 April 2016.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The Company depreciates building component of investment property over 30 years from the date of original purchase.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

2.7. Non-Current Assets held for Sale

The Company classifies Non-Current Assets as held for sale if their carrying amounts will be recovered principally through a

required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets or disposal groups classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Property, Plant and Equipment and intangible assets are not depreciated or amortized once classified as held for sale.

2.8. Impairment of tangible assets and intangible assets

The Company reviews the carrying amount of its tangible assets (Property, Plant and Equipment including Capital Works in Progress) of a "Cash Generating Unit" (CGU) at the end of each reporting period to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

An assessment is made at the end of each reporting period to see if there are any indications that impairment losses recognized earlier may no longer exist or may have decreased. The impairment loss is reversed, if there has been a change in the estimates used to determine the asset's recoverable amount since the previous impairment loss was recognized. If it is so, the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. After a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a

systematic basis over its remaining useful life. Reversals of Impairment loss are recognized in the Statement of Profit and Loss.

2.9. Inventories

The inventories are valued at cost or net realizable value whichever is lower. The basis of determining the value of each class of inventory is as follows:

Inventories	Cost Formula
Raw material	Weighted average cost
Work in Progress	Raw material cost plus conversion cost, wherever applicable
Stock in trade	At landed cost
Stores and Spare Parts	Weighted average cost

2.10. Revenue recognition

Sale of Products:

Revenue arising from sale of products is recognized when significant risks and rewards of ownership have passed to the buyer under the terms of contract and the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the Company.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods provided in the normal course of business, net of discounts, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Any retrospective revision in prices is accounted for in the year of such revision.

Sale of Services:

Revenue from services is recognized when the outcome of services can be estimated reliably and it is probable that the economic benefits associated with rendering of services will flow to the Company and the amount of revenue can be measured reliably.

Rental income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the Statement of Profit or Loss due to its operating nature.

Interest Income:

Interest income from financial assets is recognised at the effective interest rate method applicable on initial recognition

Other Income:

Other income is recognized on accrual basis except when realisation of such income is uncertain.

2.11. Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of an asset to the Company. All other leases are classified as operating leases.

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss.

Operating lease payments are recognized as prepayments and amortized on a straight-line basis over the term of the lease. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

2.12. Foreign Exchange Transactions

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which the Company operates.

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated using closing exchange rate prevailing on the last day of the reporting period.

Exchange differences on monetary items are recognized in the Statement of Profit and Loss in the period in which they arise.

2.13. Employee Benefits**Defined contribution plans**

Contributions to defined contribution schemes such as provident fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as

Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions

Defined benefit plans

Defined Benefit plans comprising of gratuity are recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period.

Net interest on the net defined liability is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset and is recognised in the statement of profit and loss.

Remeasurement of defined benefit plans except for leave encashment towards un-availed leave and compensated absences, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (excluding net interest as defined above) and the return on plan assets (excluding net interest as defined above), are recognized in other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit and loss in subsequent periods.

The Company contributes all ascertained liabilities with respect to gratuity to Life Insurance Corporation of India (LIC).

The retirement benefit obligation recognised in the Financial Statements represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Short-term employee Benefits

Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised, undiscounted, during the period the employee renders services. These benefits include salary, wages, bonus, performance incentives etc.

Other long-term employee benefits

Other long-term employee benefit comprises of leave encashment towards un-availed leave and compensated absences; these are recognized based on the present value of defined obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted as current employee cost.

leave and compensated absences are recognized in the Statement of Profit and Loss.

The Company contributes all ascertained liabilities with respect to un-availed leave to the Life Insurance Corporation of India (LIC).

2.14. Share-based payments

The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, on a straight line basis, over the vesting period, based on the Company's estimate of equity instruments that will eventually vest. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserves.

2.15. Taxes on Income

Income tax expense represents the sum of the current tax and deferred tax.

(i) Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be

available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with asset will be realised.

(iii) Current and deferred tax expense for the year

Current and deferred tax expense is recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.16. Borrowing Costs

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 capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.17. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present

obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

2.18. Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(i) Financial assets

Cash and bank balances

Cash and bank balances consist of:

- Cash and cash equivalents - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances - which includes balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Impairment of financial assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through other comprehensive income. The Company recognises life time expected credit losses for all trade receivables that do not constitute a financing transaction. For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the

Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset.

(ii) Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs, if any.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

De-recognition of financial liabilities

The Company de-recognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.19. Earnings per share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving the

basic earnings per share and the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.20. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities.

2.21. Segment reporting

Operating segments are identified and reported taking into account the different risks and returns, the organization structure and the internal reporting systems.

2.22. First-time adoption – mandatory exceptions and optional exemptions

(i) Overall principle:

The Company has prepared the opening Balance sheet as per Ind AS as of April 1, 2016 (the transition date) by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying certain items from Previous GAAP to Ind AS as required under the Ind AS, and applying Ind AS in the measurement of recognised assets and liabilities. However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company as detailed below.

(ii) Derecognition of financial assets and financial liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

(iii) Classification and measurement of financial assets

The Company has determined the classification and measurement of financial assets in terms of whether they meet the amortised cost criteria or the fair value through other comprehensive income (FVTOCI) criteria based on the facts and circumstances that existed as of the transition date.

(iv) Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by

Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

(v) Deemed cost for Property, Plant and Equipment

The Company has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and use that carrying value as its deemed cost as of the transition date.

(vi) Deemed cost for Investment Property

The Company has elected to continue with the carrying value of all of its Investment Property recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and use that carrying value as its deemed cost as of the transition date.

(vii) Business Combinations

As permitted by Ind AS 101; Ind AS 103 Business Combinations has not been applied to acquisitions of businesses under Ind AS that occurred before 1 April 2016. Using this exemption, the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognised under Ind AS, is considered as their deemed cost at the date of the acquisition.

(viii) Determining whether an arrangement contains a lease

The Company has applied Appendix C of Ind AS 17 'Leases' for determining whether an arrangement contains a Lease at the transition date on the basis of facts and circumstances existing at that date.

(ix) Investments in associates

The Company has elected to carry its investments in associate at deemed cost being carrying amount under Previous GAAP on the transition date.

3. Significant accounting judgements, estimates and assumptions

Inherent in the application of many of the accounting policies used in preparing the Financial Statements is the need for Management to make judgments, estimates and assumptions

that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses. Actual outcomes could differ from the estimates and assumptions used.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of judgments, assumptions and estimates in the preparation of the Financial Statements which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of useful lives of Property, Plant and Equipment, impairment, employee benefit obligations, provisions, provision for income tax, measurement of deferred tax assets and contingent assets & liabilities.

3.1. Critical judgments in applying accounting policies

The following are the critical judgements, apart from those involving estimations (Refer note 3.2), that the Management have made in the process of applying the Company's accounting policies and that have the significant effect on the amounts recognized in the Financial Statements.

a. Determination of functional currency

Currency of the primary economic environment in which the Company primarily generates and expends cash ("the functional currency") is Indian Rupee (₹). Accordingly, the Management has assessed its functional currency to be Indian Rupee (₹).

b. Determining whether an arrangement contain leases and classification of leases

The Company enters into service / hiring arrangements for various assets / services. The determination of lease and classification of the service / hiring arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

c. Evaluation of indicators for impairment of Property, Plant and Equipment

The evaluation of applicability of indicators of impairment

of assets requires assessment of external factors (significant decline in asset's value, significant changes in the technological, market, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the asset etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment.

3.2. Key sources of estimates and assumptions

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

a. Defined benefit obligation (DBO)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

b. Share based payments

The Company measures the cost of equity-settled transactions with employees using a model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for

share-based payment transactions are disclosed in Note 51.

c. Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company has ₹ 4,307 ('000) (31st March 2017: ₹ 17,191 ('000), 1 April 2016: ₹ 22,381 ('000) of tax losses carried forward on which deferred tax asset is created, based on probability that future profits will be available against which the deductible temporary difference can be realized.

Consolidated Statement of Changes in Equity for the year ended on 31st March, 2018
Equity Share Capital

Particulars	(Amount in ₹ '000)
Balance as on 1 st April, 2016	34,245
Changes during the year	-
Balance as on 31st March, 2017	34,245
Changes during the year	-
Balance as on 31st March, 2018	34,245

Other Equity

(Amount in ₹ '000)

Particulars	Reserves and Surplus						Total
	Capital Reserve	Profit on reissue of forfeited Shares	Securities premium	Equity Stock Option Reserve	General Reserve	Retained Earnings	
Balance as at 1st April, 2016 (as previously reported)	7,176	33	32,948	-	17,700	35,417	93,274
Impact of Ind AS adjustment (refer note no. 52)	(7,176)	(33)	-	-	7,209	(56,670)	(56,670)
Balance as at 1st April, 2016	-	-	32,948	-	24,909	(21,253)	36,604
Profit for the year	-	-	-	-	-	15,409	15,409
Other comprehensive income for the year (net of Tax)	-	-	-	-	-	514	514
Balance as at 31st March, 2017	-	-	32,948	-	24,909	(5,330)	52,527
Addition During the year	-	-	-	635	-	-	635
Profit for the year	-	-	-	-	-	34,102	34,102
Other comprehensive income for the year (net of Tax)	-	-	-	-	-	(979)	(979)
Balance as at 31st March, 2018	-	-	32,948	635	24,909	27,793	86,284

Notes to the Consolidated financial statements

NOTE NO. 4

PROPERTY, PLANT AND EQUIPMENTS

(Amount in ₹ '000)

Particulars / Assets	Free Hold land	Building	Plant and Machinery	Computers	Furniture & Fixtures	Vehicles	Total
GROSS BLOCK							
As at 1 st April, 2016	882	16,518	56,321	553	1,824	374	76,471
Additions	-	3,220	11,149	194	708	-	15,271
Deduction/Adjustments	-	-	1,394	-	-	294	1,689
As at 31st March, 2017	882	19,738	66,076	746	2,532	80	90,053
Additions	-	-	35,967	1,476	3,971	-	41,413
Deduction/Adjustments	-	516	7,455	-	-	-	7,971
As at 31st March, 2018	882	19,222	94,587	2,222	6,503	80	1,23,495
ACCUMULATED DEPRECIATION							
As at 1 st April, 2016	-	-	-	-	-	-	-
Charge for the year	-	1,162	5,385	130	653	37	7,366
Deduction/Adjustments	-	-	-	-	-	-	-
As at 31st March, 2017	-	1,162	5,385	130	653	37	7,366
Charge for the year	-	1,205	5,927	330	595	-	8,057
Deduction/Adjustments	-	516	1,297	-	-	-	1,813
As at 31st March, 2018	-	1,850	10,015	460	1,247	37	13,610
Net Block							
As at 1 st April, 2016	882	16,518	56,321	553	1,824	374	76,471
As at 31 st March, 2017	882	18,576	60,691	616	1,879	43	82,687
As at 31st March, 2018	882	17,372	84,572	1,762	5,255	43	1,09,886

Note: The Company has elected to continue with the carrying value of its Property Plant & Equipment (PPE) recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Notes to the Consolidated financial statements

NOTE NO. 5

INTANGIBLE ASSETS

(Amount in ₹ '000)

Particulars / Assets	Computer Software	Total
GROSS BLOCK		
As at 1 st April, 2016	997	997
Additions	1,292	1,292
Deduction/Adjustments	-	-
As at 31st March, 2017	2,289	2,289
Additions	1,390	1,390
Deduction/Adjustments	-	-
As at 31st March, 2018	3,679	3,679
ACCUMULATED AMORTIZATION		
As at 1 st April 2016	-	-
Charge for the year	686	686
Deduction/Adjustments	-	-
As at 31st March, 2017	686	686
Charge for the year	948	948
Deduction/Adjustments	-	-
As at 31st March, 2018	1,634	1,634
Net Block		
As at 1 st April, 2016	997	997
As at 31 st March, 2017	1,602	1,602
As at 31st March, 2018	2,045	2,045

Note: The Company has elected to continue with the carrying value of its intangible assets recognised as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101.

Notes to the Consolidated financial statements

NOTE NO. 6

INVESTMENT PROPERTY

GROSS BLOCK (Amount in ₹ '000)

Particulars	Amount
Opening balance as at 1 st April 2016	1,180
Additions	-
Closing balance as at 31st March 2017	1,180
Additions	-
Closing balance as at 31st March 2018	1,180

Depreciation and impairment (Amount in ₹ '000)

Particulars	Amount
Opening balance as at 1 st April 2016	-
Charge for the year	83
Closing balance as at 31st March 2017	83
Charge for the year	83
Closing balance as at 31st March 2018	166

Net Block (Amount in ₹ '000)

Particulars	Amount
As at 1 st April 2016	1,180
As at 31 st March 2017	1,097
As at 31st March 2018	1,014

The Company has elected to continue with the carrying value of all its Investment Properties recognized as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as of the transition date.

Information regarding income and expenditure of Investment property (Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rental Income	12,462	14,428
Direct operating Expenses (including R & M) that generate rental income	-	-
Direct operating Expenses (including R & M) that did not generate rental income	-	-

As at 31st March 2018, 31st March 2017 and 1st April 2016, the fair values of the properties are ₹ 68,782 ('000), ₹ 66,695 ('000), and ₹ 63,649 ('000) respectively. These valuations are based on valuations performed by Govt. Registered valuer.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties.

The Company's Investment Properties consists of land and buildings. The Fair value of land was determined using the market comparable approach based on recent market prices without any significant adjustments being made to the market observable data. The Fair value of Buildings was determined using depreciated Replacement cost method. The valuation model considers various inputs and is dependent on Age, General conditions, normal useful life, replacement cost new, obsolescence. The Fair value measurements is categorized in level 2 or level 3 of Fair value hierarchy as appropriate.

Notes to the Consolidated financial statements

7. Investments

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Investment in Unquoted Equity shares of Associate			
Integra Systems Private Limited	1,000	1,000	1,000
1,00,000 equity shares of ₹ 10/- each fully paid up			
Less: Impairment in value of Investments	1,000	1,000	1,000
Total	-	-	-

Aggregate carrying value of Unquoted Investments	1,000	1,000	1,000
Aggregate impairment in value of Investments	1,000	1,000	1,000

Refer note 2.8 for method followed for accounting of investments

7.1 The Company has elected to continue with the carrying value of its investments in associate, measured as per the Previous GAAP and used that carrying value on the transition date April 1, 2016 in terms of Para D15(b)(ii) of Ind AS 101.

7.2 Details of Associate:

Particulars	Principal Activity	Place of incorporation	Principal place of business
Integra Systems Private Limited	Manufacturing of Passenger Information System	India	Chandrapur Village, Halol

Proportion of ownership interest/voting rights held by the Company	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Integra Systems Private Limited	50.00%	50.00%	50.00%

8. Other Financial Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Security Deposits	3,103	1,754	770
Bank Deposits of more than 12 months maturity	4,612	9,704	-
Total	7,714	11,458	770

9. Deferred Tax Assets (Net)

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deferred Tax Assets	25,156	26,813	29,653
Deferred Tax Liabilities	12,097	10,631	9,741
Total	13,059	16,182	19,912

2017-2018

(Amount in ₹ '000)

Particulars	Opening Balance	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	Closing Balance
Deferred tax liability on account of:				
Fixed assets	10,631	1,466	-	12,097
Total Deferred Tax Liabilities	10,631	1,466	-	12,097
Deferred tax asset on account of:				
Provision for Doubtful debts	116	69	-	186
Provision for Leave encashment	112	142	-	255
Provision for Gratuity	-	8	372	380
Carried forward business losses	3,074	(3,074)	-	-
Carried forward unabsorbed depreciation	14,117	(9,810)	-	4,307
MAT Credit entitlement	9,394	10,635	-	20,029
Total Deferred Tax Assets	26,813	(2,029)	372	25,156
Net Deferred Tax	(16,182)	3,495	(372)	(13,059)

2016-2017

(Amount in ₹ '000)

Particulars	Opening Balance	Recognized in Statement of Profit and Loss	Recognized in Other Comprehensive Income	Closing Balance
Deferred tax liability on account of:				
Fixed assets	9,741	891	-	10,631
Total Deferred Tax Liabilities	9,741	891	-	10,631
Deferred tax asset on account of:				
Provision for Doubtful debts	1,786	(1,670)	-	116
Provision for Leave encashment	125	(13)	-	112
Amalgamation expenses	379	(379)	-	-
Carried forward business losses	6,695	(3,621)	-	3,074
Carried forward unabsorbed depreciation	16,136	(2,020)	-	14,117
MAT Credit entitlement	4,532	4,862	-	9,394
Total Deferred Tax Asset	29,653	(2,840)	-	26,813
Net Deferred Tax	(19,912)	(3,730)	-	(16,182)

10. Other Non Current Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Capital Advance	600	-	451
Balance with government department	1,449	1,449	-
Advance Tax and TDS	8,547	8,925	10,476
Total	10,596	10,374	10,927

11. Inventories

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Raw Material	46,329	40,469	31,093
Work in Progress	21,860	15,684	16,893
Stock in Trade	3,467	1,063	2,289
Stores and Spares	1,564	2,943	2,392
Total	73,220	60,159	52,667

11.1 For basis of valuation refer Note 2.9

12. Trade Receivables

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Unsecured, Considered good			
Due from related Parties*	625	562	6,644
Others	1,55,561	74,102	61,102
Unsecured, Considered Doubtful	673	452	5,779
	1,56,860	75,116	73,526
Less:			
Impairment for doubtful receivables	673	452	5,779
Total	1,56,187	74,664	67,746

*Represents due from Integra Systems Pvt. Ltd. ₹ Nil (as at 31st March 2017 ₹ Nil/- ; as at 1st April 2016 ₹ 6313 ('000)), Aquametro AG ₹ 625 ('000) (as at 31st March 2017 ₹ 562 ('000); as at 1st April 2016 ₹ 331 ('000)).

12.1 Accordingly, the Company assesses impairment loss on dues from its customers on facts and circumstances relevant to each transaction. Usually, Company collects all its receivables within 90 days.

12.2 As at 31st March 2018, the Company had 5 customers (31st March 2017: 5 customers, 1st April 2016: 6 customers) having outstanding more than 5% of total trade receivables that accounted for approximately 93% (31st March 2017: 86%, 1st April 2016: 78%) of total trade receivables outstanding.

12.3 Movement of Impairment for doubtful receivables

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Balance at beginning of the year	452	5,779
Addition in expected credit loss allowance on trade receivables	453	353
Write of as bad debts	181	5,681
Reversal of provision for doubtful debt during the year	50	-
Balance at end of the year	673	452

13. Cash and Cash Equivalents

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Cash on Hand	50	226	241
Balance with Banks in Current Account	218	181	1,624
Bank Deposits	14,415	24,356	20,007
Debit balance in bank overdraft account	-	14,629	3,478
Total	14,683	39,393	25,350

14. Other Bank Balances

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Bank Deposits pledged as security against Borrowings	23,717	22,961	30,894
Bank Deposits pledged as security deposits	512	339	1,790
Total	24,230	23,300	32,684

15. Loans

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Unsecured, considered good Loan to Employees	167	92	42
Total	167	92	42

16. Other Financial Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deposits given	1,036	1,495	2,120
Accrued Interest	1,448	1,987	1,618
Total	2,485	3,483	3,738

17. Other Current Assets

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Balance with Government Authorities	-	1,637	410
Prepaid Expenses	2,514	1,698	997
Gratuity Plan Assets (Net)	-	599	120
Advance Tax and TDS	-	-	2,086
Advances to vendors	2,128	1,805	2,350
Others	935	739	1,756
Total	5,576	6,477	7,719

18. Assets held for sale

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Plant & Machinery	5,042	-	-
Total	5,042	-	-

18.1 The Company has classified a Water Jet Machine as asset held for sale as it intends to dispose off the same within a year and has measured the asset at lower of carrying amount and the fair value less costs to sell resulting in Impairment Loss of ₹ 1,116 ('000). This loss is included in other expenses in Statement of Profit and Loss.

19. Equity Share Capital

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Authorised			
212,000,000 Equity Shares of ₹ 1/- each	2,12,000	2,12,000	2,12,000
300,000 Unclassified Shares of ₹ 10/- each	3,000	3,000	3,000
Total	2,15,000	2,15,000	2,15,000
Issued, Subscribed and Paid Up			
34,245,196 Equity Shares of ₹ 1/- each fully paid up	34,245	34,245	34,245
Total	34,245	34,245	34,245

19.1 Shares held by Holding Company

Particulars	No. of shares	% Holding
Integra Holding AG		
As at 31st March 2018	18,723,341	54.67%
As at 31st March 2017	18,723,341	54.67%
As at 1st April 2016	18,723,341	54.67%

19.2 Reconciliation of number of equity shares outstanding at the beginning and at the end of reporting period is as under:

Particulars	No. of shares	Share Capital (Amount in ₹ '000)
As at 1st April, 2016	3,42,45,196	34,245
Additions/(Reductions)	-	-
As at 31st March, 2017	3,42,45,196	34,245
As at 1st April, 2017	3,42,45,196	34,245
Additions/(Reductions)	-	-
As at 31st March, 2018	3,42,45,196	34,245

19.3 Details of Shareholder holding more than 5 percent share in Company:

Particulars	No. of shares	% Holding
Integra Holding AG		
As at 31st March 2018	18,723,341	54.67%
As at 31st March 2017	18,723,341	54.67%
As at 1st April 2016	18,723,341	54.67%

19.4 Right, Preferences and restrictions attached to Shares
Equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend declared by the company shall be paid to each holder of Equity shares in proportion to the number of shares held to total equity shares outstanding as on that date.

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

20. Other Equity

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Securities Premium	32,948	32,948	32,948
Equity Stock Option Reserve	635	-	-
General Reserve	24,909	24,909	24,909
Retained Earnings	27,793	(5,330)	(21,253)
Total	86,284	52,527	36,604

20.1 Particulars relating to Other Equity

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017
Securities Premium (Refer Note No.20.2)		
Balance at the beginning of the year	32,948	32,948
Addition/(Deduction) during the year	-	-
Balance at the end of the year	32,948	32,948
Equity Stock Option Reserve (Refer Note No. 20.3)		
Balance at the beginning of the year	-	-
Addition/(Deduction) during the year	635	-
Balance at the end of the year	635	-
General Reserve (Refer Note No.20.4)		
Balance at the beginning of the year	24,909	24,909
Addition/(Deduction) during the year	-	-
Balance at the end of the year	24,909	24,909
Retained Earnings		
Balance at the beginning of the year	(5,330)	(21,253)
Addition/(Deduction) during the year	33,123	15,923
Balance at the end of the year	27,793	(5,330)
Total	86,284	52,527

20.2 Securities Premium Reserve is used to record the premium on issue of equity shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

20.3 Equity Stock Option Reserve is used to recognise the fair value of equity settled share based payment transactions.

20.4 The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve is not reclassified subsequently to the Statement of Profit and Loss.

21. Borrowings

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Secured			
4% Cumulative Redeemable Preference Shares	1,24,000	1,24,000	1,24,000
Total	1,24,000	1,24,000	1,24,000

21.1 The Company has been authorised to issue 14,000,000 Cumulative Redeemable Preference Shares (CRPS) of ₹ 10/- each, out of which the Company has issued 12,400,000 4% Cumulative Redeemable Preference Shares of ₹ 10/- each fully paid up.

21.2 The CRPS holders comprising the present issue shall rank pari-passu interse with any preference or priority of one over the other or others of them. The CRPS holder have right to receive dividend @ 4% p.a. in respect of the amount paid-up on the CRPS for a period of 20 years from the date of allotment of CRPS, only out of profits, if any, of the Company. The dividend as and when declared by the Company shall be paid to the shareholder on the record date, which the Board may fix from time to time. If in any year, the Company has not declared any dividend on the CRPS, the right to the dividends shall accumulate and the accumulated dividends will be paid out of the profits, if any, of the subsequent financial year(s) including carry forward profits, if any, of the previous years, before any dividend is paid to the Equity Shareholders. Such right to receive the accumulated dividend, if any, will cease on the expiry of 20 years from the date of allotment.

In the event of liquidation of the Company, the Preference shareholders will be entitled to receive their capital contribution in the Company after the distribution / repayment of all creditors but before distribution to equity shareholders. The distribution to the preference shareholders will be in proportion of the number of shares held by each shareholder.

21.3 As per requirements of Ind AS 32 "Financial Instrument Presentation", 4% cumulative redeemable preference shares have been classified as financial liabilities.

21.4 Consequent to change in classification of cumulative redeemable preference shares, liability pertaining to undeclared dividend thereon upto transition date amounting to Rs. 56670 ('000) has been reduced from retained earnings and included under other current liabilities. Presently, this dividend is considered as a provision but not declared, distributed or paid and hence, the liability for dividend distribution tax would be accounted only when it accrues on declaration, distribution or payment of dividend.

22. Provisions**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Provision for Employee benefits			
Gratuity Provision	859	-	-
Unavailed Leave and compensated absences	838	396	-
Total	1,697	396	-

23. Borrowings**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Secured Overdraft Account	11,545	-	-
Total	11,545	-	-

23.1 Overdraft facility is secured by pledge of Fixed Deposits.

24. Trade Payables**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Trade Payables	79,587	40,589	29,674
Total	79,587	40,589	29,674

24.1 Payment towards trade payables is made as per the terms and conditions of the contract / purchase orders. The average credit period is 30-90 days.

24.2 The Company is in the process of identifying the suppliers, if any, covered under the Micro, Small and Medium Enterprise Development Act, 2006. Due to non availability of data, the details required have not been furnished.

25. Other Financial liabilities**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Deposits towards lease	2,719	2,891	4,458
Expenses payable	7,329	7,644	6,291
Dividend Payable on Redeemable Preference Shares (Refer Note 21.4)	66,590	61,630	56,670
Total	76,639	72,165	67,419

26. Other Current Liabilities**(Amount in ₹ '000)**

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Statutory dues payable	2,937	3,161	1,843
Advance Received from Customers	-	782	6,013
Total	2,937	3,944	7,856

27. Provisions

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Provision for Employee benefits			
Gratuity Provision	522	-	-
Unavailed Leave and compensated absences	86	39	404
Income tax payable (net)	8,361	3,063	-
Total	8,968	3,102	404

28. Revenue From Operation

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Sale of Products (including Excise duty)	4,38,574	3,37,566
Sale of Services	3,275	4,725
Other Operating Revenue	19,384	11,064
Total	4,61,233	3,53,356

29. Other Income

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rent Income	12,462	14,428
Interest Income	3,457	5,062
Excess Liability Written Back	202	1,743
Reversal of Provision for Doubtful Debts	231	5,681
Profit on Sale of Asset	-	8,090
Exchange Fluctuations (Net)	-	86
Miscellaneous Income	792	532
Total	17,145	35,621

30. Cost of Material Consumed

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Consumption of Raw Materials		-
Opening Stock	40,469	31,093
Add : Purchases	2,38,885	1,72,808
	2,79,354	2,03,901
Less: Closing Stock	46,329	40,469
Total	2,33,025	1,63,432

31. Purchases of Stock-in-Trade

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Purchases of Stock in Trade	15,224	11,327
Total	15,224	11,327

32. Changes In Inventories

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Work in Progress		
Opening Stock		
- Work in Progress	15,684	16,893
- Stock in Trade	1,063	2,289
	16,747	19,181
Closing Stock		
- Work in Progress	21,860	15,684
- Stock in Trade	3,467	1,063
	25,327	16,747
Total	(8,580)	2,434

33. Employee Benefit Expenses

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Salaries & Wages	43,780	37,267
Share based payments	635	-
Contribution of Provident Fund & Other Fund	3,276	3,173
Staff Welfare expense	8,996	7,181
Total	56,687	47,621

34. Finance Costs

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Interest on Bank Loan	653	131
Dividend on Preference shares	4,960	4,960
Bank Charges & Commission	121	148
Total	5,734	5,240

35. Depreciation and amortization expense

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Depreciation of tangible assets	8,057	7,366
Amortization of intangible assets	948	686
Depreciation on investment property	83	83
Total	9,087	8,135

36. Other Expenses

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Consumption of Stores & Spares	18,796	11,231
Impairment loss on asset held for sale	1,116	-
Job Work & Processing Charges	11,394	12,101
Labour Charges	25,892	18,185
Power & Fuel	7,573	6,725
Repairs To Factory Building	3,804	2,658
Repairs To Plant & Machinery	331	289
Repairs To Others	2,658	1,987
Insurance Expenses	912	809
Audit Fees	625	575
Legal & Professional Charges	8,943	7,163
Exchange Fluctuations (Net)	3	-
Miscellaneous Expense*	11,242	11,319
Rent	1,514	1,051
Rates & Taxes	55	181
Security & Other Services	2,548	1,993
Travelling Expenses	3,804	2,640
Commission & Brokerage	1,185	2,460
Selling & Distribution Expenses	5,890	4,420
Sales Promotion	238	186
Bad Debts Written off	200	6,650
Provision for Doubtful Debts	453	353
Total	1,09,177	92,975

* None of the item individually accounts for more than ₹ 1,000,000 or 1% of revenue whichever is higher.

Payment to Auditors has been Classified Below:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Payment to Auditors		
-As Auditor	625	575
-For Taxation Matters	170	202
-For Other services	325	150
-For Reimbursement of Expense	58	45
Total	1,178	972

37. Tax Expense

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Current tax in relation to:		
- Current years	10,610	5,277
- Earlier years	-	(592)
Deferred Tax		
In respect of current year	13,757	8,593
Unused Tax Credits	(10,635)	(4,862)
Total income tax expense recognised in the current year	13,732	8,416

37.1 The income tax expense for the year can be reconciled to the accounting profit as follows:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Profit before tax	48,206	23,825
Income tax expense calculated at 27.5525% (2016-2017: 33.063%)	13,282	7,877
Expenses not allowed in Income Tax	848	546
Adjustment of current tax of prior period	-	(592)
MAT Credit Adjustment of earlier years	(25)	415
Other (Impact of remeasurement of Employee benefits)	-	170
Remeasurement of Defined benefit plans (recognised in other comprehensive income)	(372)	-
	13,732	8,416

38. Commitments

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Estimated amount of contracts remaining to be executed on capital account	2,100	-	1,353

39. Contingent Liabilities

Contingent Liabilities not provided for are classified as under:

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Income Tax	23,964	23,964	9,111
Excise / Service tax Matters	17,444	17,529	11,179
Bank Guarantee	-	125	285
Estimated amount of Statutory bonus arrears for FY.2014-15	371	371	371
Pending Labour Cases	4,010	3,215	625
Claims against the Company before Labour Court	Amount not ascertainable	Amount not ascertainable	Amount not ascertainable

40. Operating Lease Arrangements

40.1 The Company has applied Appendix C to Ind AS 17 'Leases' to office and other assets to evaluate whether these contracts contains a lease or not. Based on evaluation of the terms and conditions of the arrangements, the Company has evaluated such arrangements to be operating leases.

The Company has obtained certain premises for its business operations under operating leases or leaves and license agreements. These are generally cancellable and range between 11 months to 5 years under leave and licenses or longer for other lease and are renewable by mutual consent on mutually agreeable terms. The Company has given refundable interest free security deposits in accordance with the agreed terms.

40.2 Lease Payments recognised during the year:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Lease Payments	1,514	1,051

40.3 Rental income arising from operating leases on Investment properties is accounted over the lease terms and is included in revenue in the Statement of Profit and Loss.

Rental Income recognised during the year:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Rental Income	12,462	14,428

41. Employee Benefits :

In accordance with the stipulations of the Indian Accounting Standard 19 "Employee Benefits", the disclosures of employee benefits as defined in the Indian Accounting Standard are given below:

41.1 Defined Contribution Plan

The Company makes contribution towards Employee Provident Fund and Super Annuation Fund. The Company is required to contribute specified percentage of payroll cost.

The Company has recognised the following amounts in the Statement of Profit and Loss :

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Contribution to Provident Fund	1,622	1,381
Contribution to Super Annuation Fund	155	150
Total	1,777	1,531

41.2 Defined Benefits Plan

Gratuity

15 days salary for each completed year of service. Vesting period is 5 years and the payment is at actual on superannuation, resignation, termination, disablement or on death. The liability for gratuity as above is recognised on the basis of actuarial valuation.

The Company makes contribution to Life Insurance Corporation (LIC) for gratuity benefits according to the Payment of Gratuity Act, 1972.

The Company recognizes the liability towards the gratuity at each Balance Sheet date.

The most recent actuarial valuation of the defined benefit obligation for gratuity was carried out at March 31st2018 by an actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Scheme is funded through LIC.

These plans typically expose the Company to actuarial risks such as: Investment risk, Market risk, Legislative risk, Salary risk and Liquidity risk.

Investment risk	For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. this can result in wide fluctuations in the net liability or funded status if there are significant changes in the discount rate during the inter-valuation period.
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Market risk	It is a collective term for risks that are related to changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in defined benefit obligation of the plan benefits & vice versa. this assumption depends on the yields on the corporate bonds and hence the valuation of liability is exposed to fluctuations in the yields at the valuation date.
Legislative risk	It is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the regulation. The government may amend the payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.
Salary risk	Salary hikes that are higher than the assumed salary escalation will result into an increase in obligation at a rate that is higher than expected.
Liquidity risk	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflow.

No other post-retirement benefits are provided to these employees.

The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Withdrawal Rates	1.00% pa.	1.00% pa.	1.00% pa.
Discount Rate (%)	7.50%	7.50%	8.00%
Salary escalation rate (%)	5.00%	5.00%	5.00%
Rate of Return on Plan Assets (%)	7.50%	7.50%	7.83%

41.3 The following tables sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31.

I. Reconciliation in present value of obligations (PVO) - Defined benefit obligation:

(Amount in ₹ '000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
	Gratuity (Funded)	Gratuity (Funded)	Gratuity (Funded)
I. Defined Benefit obligation			
Current Service Cost	719	265	319
Interest Cost	337	341	499
Actuarial (gain)/ loss on obligations	1,343	(275)	782
Benefits paid	(78)	(110)	(3,524)
PVO at the beginning of the year	4,537	4,315	6,239
PVO at the end of the year	6,859	4,537	4,315
II. Reconciliation of the fair value of Plan Assets			
Expected return on Plan Assets	384	378	347
Actuarial gain / (Loss) on Plan Assets	(9)	-	-
Contributions by employer	44	242	28
Benefits Paid	(78)	(110)	(3,524)
Adjustment to Opening Balance	-	190	-
Fair value of Plan Assets at the beginning of the year	5,136	4,435	7,584
Fair value of Plan Assets at the end of the year	5,478	5,136	4435

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
	Gratuity (Funded)	Gratuity (Funded)	Gratuity (Funded)
III. Reconciliation of PVO and Fair value of Plan of assets			
PVO at the end of the year	6,859	4,537	4,315
fair value of Planned assets at the end of the year	5,478	5,136	4435
Funded Status	1,381	(599)	(120)
Unrecognised actuarial gain / (Loss)	-	-	-
Net (asset) / liability recognised in the Balance Sheet	1,381	(599)	(120)
IV. Service Cost			
Current Service Cost	719	265	319
Interest Cost on benefit obligation	337	341	499
Expected return on Plan Assets	384	378	347
Components of defined benefit costs recognised in Employee			
Benefit expenses	1,440	984	1,165
Remeasurement on the net defined benefit liability:			
Actuarial (gain)/ loss on obligations	1,351	(275)	782
Net Cost	2,024	(47)	1,253

(Amount in ₹ '000)

Experience Adjustment	On Plan Liabilities - Loss/(Gain)	On Plan Assets - Loss/(Gain)
As on 31st March, 2018	1,343	(9)
As on 31 st March, 2017	(275)	-
As on 31 st March, 2016	782	-
As on 31 st March, 2015	135	37
As on 31 st December, 2013	1,038	419

41.4 The fair value of plan assets at the end of the reporting period for each category, are as follows:

Gratuity and Leave 100% managed by Insurer (LIC)

41.5 Sensitivity analysis as for gratuity

(Amount in ₹ '000)

Significant Actuarial Assumptions	As at 31 st March, 2018	As at 31 st March, 2017
Discount Rate		
Up by 1%	(577)	(411)
Down by 1%	678	480
Salary Escalation		
Up by 1%	730	493
Down by 1%	(631)	(428)
Withdrawal Rate		
Up by 1%	61	91
Down by 1%	(76)	(107)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Sensitivity due to mortality & withdrawals are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

41.6 Maturity Profile of Defined Benefit Obligation and other long term employee benefits: (Amount in ₹ '000)

Experience Adjustment	As at 31 st March, 2018	As at 31 st March, 2017
Defined Benefit:		
Gratuity:		
Less than One Year	522	106
One to Three Years	705	1,077
Three to Five Years	1,220	998
More than Five Years	4,411	2,355

42 Operating Segment

The Company's operations fall under single segment namely "Manufacturing of Machineries and Components", taking into account the risks and returns, the organization structure and the internal reporting systems.

Segment revenue from "Manufacturing of Machineries and Components" represents revenue generated from external customers which is attributable to the company's country of domicile i.e. India and external customers outside India as under:

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Revenue from		
- Outside India	4,437	5,374
- In India	4,56,795	3,47,982

All assets are located in the company's country of domicile i.e. India

Company's significant revenues (more than 60%) are derived from major 8 entities. The total revenue from such entities amounted to ₹ 3,25,590 ('000) in 2017-18 and ₹ 2,23,728 ('000) in 2016-17.

43 Disclosure as required by Indian Accounting Standard -24 are given below:-

Experience Adjustment	Nature of Relationship
Integra Holding AG, Switzerland	Holding Company
Aquametro Oil and Manine AG, Switzerland (Formely known as Aquametro AG.)	Fellow Subsidiary
Integra Systems Pvt. Ltd	Associates
Mr. Adrian Oehler	Non Executive Director
Mrs. Corinne Ruckstuhl	Non Executive Director
Mr. Satish Parekh*	Non Executive Director (Upto 11 th May 2017)
Mr. Shalin Divatia	Independent Director
Mr. Rahul Divan	Independent Director
Mr. Bhargav Patel	Independent Director
Mr. Mahendra Sanghvi	Independent Director
Mr. Utkarsh Pundlik	Key Management Personnel (w.e.f 1 st June, 2016)

43.1 Transactions with related parties:

(Amount in ₹ '000)

Nature of Transaction	Fellow Subsidiary	Associate	Directors / Key Management Personnel	Total
Material Purchase	2,514	-	-	2,514
	(1,416)	(4,762)	-	(6,178)
a. Aquametro Oil and Manine AG, Switzerland	2,514	-	-	2,514
	(1,416)	-	-	(1,416)
b. Integra Systems Pvt Ltd	-	-	-	-
	-	(4,762)	-	(4,762)
Sales	-	-	-	-
	-	(2,028)	-	(2,028)
a. Integra Systems Pvt Ltd	-	-	-	-
	-	(2,028)	-	(2,028)
Management Contract	4,437	-	-	4,437
	(5,374)	-	-	(5,374)
a. Aquametro Oil and Manine AG, Switzerland	4,437	-	-	4,437
	(5,374)	-	-	(5,374)
Director's Sitting Fees	-	-	1,130	1,130
	-	-	(1,210)	(1,210)
Mr. Adrian Oehler	-	-	150	150
	-	-	(180)	(180)
Mrs. Corinne Ruckstuhl	-	-	250	250
	-	-	(170)	(170)
Mr. Satish Parekh	-	-	50	50
	-	-	(130)	(130)
Mr. Shalin Divatia	-	-	190	190
	-	-	(220)	(220)
Mr. Rahul Divan	-	-	200	200
	-	-	(180)	(180)
Mr. Bhargav Patel	-	-	50	50
	-	-	(110)	(110)
Mr. Mahendra Sanghvi	-	-	240	240
	-	-	(220)	(220)
Professional Fees	-	-	-	-
a. Mr. Satish Parekh	-	-	-	-
	-	-	(2,500)	(2,500)
Remuneration	-	-	4,949	4,949
	-	-	(3,072)	(3,072)
a. Mr. Utkarsh Pundlik	-	-	4,949	4,949
	-	-	(3,072)	(3,072)
Rent Income	-	520	-	520
	-	(510)	-	(510)
a. Integra Systems Pvt Ltd	-	520	-	520
	-	(510)	-	(510)

Amounts in bracket indicate previous year figures.

43.2 Outstanding Balances :

(Amount in ₹ '000)

	Nature of Relationship	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Payables				
a. Aquametro Oil and Manine AG, Switzerland	Fellow Subsidiary	931	-	64
		931	-	64
Receivables				
a. Aquametro Oil and Manine AG, Switzerland	Fellow Subsidiary	625	562	331
b. Integra Systems Pvt Ltd	Associates	-	-	6,313
		625	562	6,644

43.3 Compensation to Key Management personnel

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Chief Executive Officer		
Short term employee benefits	4,741	2,925
Post employment benefits	99	76
Long term benefits	110	71
	4,949	3,072

44 Earnings per share (EPS) :

(Amount in ₹ '000)

Particulars	For the year ended 31 st March, 2018	For the year ended 31 st March, 2017
Net Profit in ₹ ('000)	34,102	15,409
Weighted Average number of Equity Shares ₹ ('000) (Face Value of ₹ 1 each)	34,245	34,245
Basic Earnings per share (₹)	1.00	0.45
Diluted Earnings per share (₹)	1.00	0.45

45 Impairment of Assets

In accordance with the Indian Accounting Standard (Ind AS-36) on "Impairment of Assets" the Company during the year carried out an exercise of identifying the assets that may have been impaired in respect of cash generating unit in accordance with the said Indian Accounting Standard. Based on the exercise, no impairment loss is required as at 31st March 2018.

46 The value of realization of assets other than fixed assets and non current investment in the ordinary course of business will not be less than the value at which they are stated in the Balance Sheet.

47 The balances of trade receivables and trade payables are subject to adjustment if any on reconciliation/settlement.

48 The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

49 Financial instruments Disclosure
49.1 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.

The management and the Board of Directors monitors the return on capital as well as the level of dividends to shareholders. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

(Amount in ₹'000)

Categories of financial instruments	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Particulars			
Financial assets			
Measured at amortised cost			
Trade and other receivables	1,56,187	74,664	67,746
Cash and cash equivalents	14,683	39,393	25,350
Other Bank Balance	24,230	23,300	32,684
Loans	167	92	42
Other financial assets	10,199	14,941	4,508
Financial liabilities			
Measured at amortised cost			
Borrowings	1,35,545	1,24,000	1,24,000
Trade payables	79,587	40,589	29,674
Dividend Payable on Redeemable Preference Shares	66,590	61,630	56,670
Other financial liabilities	10,049	10,535	10,749

49.2 Financial risk management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include deposits, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The senior Management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

49.2.1 Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The major components of market risk are price risk, foreign currency risk and interest rate risk.

A. Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of machineries and components and therefore require a continuous supply of steel as principal raw material. The Company's management has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

B. Foreign Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities

The aim of the Company's approach to management of currency risk is to leave the Company with no material residual risk. The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amount in ₹'000)

Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Liabilities			
EURO	931		
Assets			
CHF	625	562	332

Sensitivity to risk

A 5% strengthening of the INR against key currencies to which the Company is exposed would have led to approximately an additional ₹ 15 ('000) gain in the Statement of Profit and Loss. A 5% weakening of the INR against these currencies would have led to an equal but opposite effect

C. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term debt obligations with floating interest rates.

The Company invests the surplus fund generated from operations in bank deposits. Considering these bank deposits are short term in nature, there is no significant interest rate risk. The Company has laid policies and guidelines including tenure of investment made to minimise impact of interest rate risk.

49.2.2 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

A. Trade Receivable

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each reporting date on an individual basis. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note no. 12

B. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. The Company's maximum exposure to credit risk for the components of the Balance Sheet at 31 March 2018 and 31 March 2017 is the carrying amounts as illustrated in Note no. 13

49.2.3 Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, preference shares and finance leases.

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

(Amount in ₹ '000)

Particulars	Within 1 year	Exceeding one year	Total
As at 31st March, 2018			
Borrowings	11,545	1,24,000	1,35,545
Trade Payable	79,587	-	79,587
Deposits towards lease	2,719		2,719
Dividend Payable on Redeemable Preference Shares	66,590		66,590
Expenses payable	7,329	-	7,329
Total	1,67,770	1,24,000	2,91,770
As at 31st March, 2017			
Borrowings	-	1,24,000	1,24,000
Trade Payable	40,589	-	40,589
Deposits towards lease	2,891		2,891
Dividend Payable on Redeemable Preference Shares	61,630		61,630
Expenses payable	7,644	-	7,644
Total	1,12,754	1,24,000	2,36,754
As at 1st April, 2016			
Borrowings	-	1,24,000	1,24,000
Trade Payable	29,674	-	29,674
Deposits towards lease	4,458	-	4,458
Dividend Payable on Redeemable Preference Shares	56,670	-	56,670
Expenses payable	6,291	-	6,291
Total	97,093	1,24,000	2,21,093

50 Fair Value Measurement

50.1 Fair value of the Company's financial assets that are measured at fair value on recurring basis.

Some of the Company's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined.

(Amount in ₹ '000)

Financial Assets / Financial Liabilities	Fair Value at 31st March 2018	Fair Value hierarchy	Valuation techniques and Key inputs
Asset held for sale	5042	Level - 2	1) Method of valuation is Average Cost Method. 2) Considered factors like balance life, residual life, market demand, process and atmospheric corrosion and obsolescence factor.

50.2 Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements except as per note 50.1 approximate their fair values.

51 Employee Stock option

At the Annual General Meeting of the Company held on 12th August 2015 members of the Company passed a special resolution for introducing a "Integra Engineering India Employees Stock Option Plan 2015" for the benefit of employees of the Company. The resolution also accorded approval for the Board of Directors, to formulate the Scheme as per broad parameters outlined in the resolution. Pursuant to the Scheme, the Company has granted options to eligible employees of the Company under Plan. Each option entitles for one equity share. The options under this grant will vest to the employees as 20%, 40% and 40% of the total grant at end of third, fourth and fifth year from the date of grant, respectively, with an exercise period of three years for each grant. The vesting conditions include service terms and performance of the employees. These options are exercisable at an exercise price of ₹ 36/- per share (Face Value of ₹ 1 per share).

The fair value of each equity settled option is estimated on the date of grant using the Black-Scholes-Merton model, with the following assumptions:

Financial Assets / Financial Liabilities	For ESOP granted in year 2017-2018
Grant date	22 nd August 2017
No. of Option Granted	180,000
Option Value as on grant date	
Fair Value per ESOP option (₹)	19.06
Value of Option (₹)	3,430,800
Parameters of Fair Value of Options as on grant date	
Stock Price as on grant date (₹)	39.75
Exercise Price (₹)	36.00
Volatility	45.29%
Risk Free rate	6.52%
Weighted Average time of Expiry	4.2 Years

During the year ended 31st March 2018, the company had charged to statement of Profit and Loss as employee benefit expenses ₹ 635 ('000) by creating an Employee stock option reserve which is grouped under the head 'Other Equity'.

Note no. 52 First time Ind AS adoption - Reconciliation

Note No. 52.1 Effect of Ind AS adoption on the balance sheet as at 31st March 2017 and 1st April 2016

(Amount in ₹ '000)

Particulars	Notes to (52.1)	As at March 31 st March 2017 (End of last period presented under Previous GAAP)			As at 1 st April 2016 (Date of transition)		
		Previous GAAP #	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP #	Effect of transition to Ind AS	As per Ind AS balance sheet
ASSETS							
(1) Non-Current Assets							
(a) Property, Plant and Equipment	3	83,784	(1,097)	82,687	77,650	(1,180)	76,471
(b) Intangible assets		1,602	-	1,602	997	-	997
(c) Investment Property	3	-	1,097	1,097	-	1,180	1,180
(d) Financial Assets							
(i) Investments		-	-	-	-	-	-
(ii) Others		11,458	-	11,458	770	-	770
(e) Deferred tax Assets (Net)		16,182	-	16,182	19,912	-	19,912
(f) Other non-current assets		10,374		10,374	10,927		10,927
(2) Current Assets							
(a) Inventories		60,159	-	60,159	52,667	-	52,667
(b) Financial Assets							
(i) Trade receivables		74,664	-	74,664	67,746	-	67,746
(ii) Cash and cash equivalents		39,393	-	39,393	25,350	-	25,350
(iii) Bank Balance other than (ii) above		23,300	-	23,300	32,684	-	32,684
(iv) Loans		92	-	92	42	-	42
(v) Other Financial assets		3,483	-	3,483	3,738	-	3,738
(c) Other current assets		6,477	-	6,477	7,719	-	7,719
Total		3,30,969	-	3,30,969	3,00,203	-	3,00,203
EQUITY AND LIABILITIES							
Equity							
(a) Equity Share Capital	1	1,58,245	(1,24,000)	34,245	1,58,245	(1,24,000)	34,245
(b) Other Equity	2,4,5	1,14,157	(61,630)	52,527	93,274	(56,670)	36,604
Liabilities							
(1) Non-Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings	1	-	1,24,000	1,24,000	-	1,24,000	1,24,000
(b) Provisions		396	-	396	-	-	-
(2) Current Liabilities							
(a) Financial Liabilities							
(i) Borrowings		-	-	-	-	-	-
(ii) Trade payables		40,589	-	40,589	29,674	-	29,674
(iii) Others	2	10,535	61,630	72,165	10,749	56,670	67,419
(b) Other current liabilities		3,944	-	3,944	7,856	-	7,856
(c) Provisions	1	3,102	-	3,102	404	-	404
Total current liabilities							
Total		3,30,969	-	3,30,969	3,00,203	-	3,00,203

Previous GAAP figures have been reclassified to conform with Ind AS presentation requirements for the purpose of this note.

Explanatory notes to balance sheet reconciliation

52.1.1 Under Previous GAAP, 4% Cumulative Redeemable Preference Shares were recognised as Equity. Under Ind AS, preference shares requiring mandatory redemption by issuer for a fixed or determinable amount, at a fixed or determinable future date, is a financial liability. Consequently, as on the transition date April 1, 2016, ₹ 124,000 ('000) being face value of such Preference Shares has been reclassified from Equity to Long term borrowings.

52.1.2 Consequent to change in classification of 4% Cumulative Redeemable Preference shares (Refer Note 1 above), liability pertaining to undeclared dividend thereon, since issue, upto transition date amounting to ₹ 56,670 ('000) has been reduced from retained earnings and included under Other Current Financial Liabilities. Subsequent to such reclassification, dividend for year ending 31st March 2017 has been charged as finance cost which has resulted into increase in financial liabilities and reduction in Equity by ₹ 4,960 ('000).

52.1.3: Under the previous GAAP, there was no requirement to disclose Investment property separately and the same was included under Property, Plant & Equipment and measured at cost less accumulated depreciation. Under Ind AS, Investment property is required to be disclosed separately in the balance sheet and depreciation is charged on it. Accordingly, the carrying amount of the investment property as at 01st April, 2016 of ₹ 1,180 ('000) and as at 31st March 2017 ₹ 1,097 ('000) under Previous GAAP has been reclassified to a separate line item on the face of the balance sheet and depreciation provided based on the estimated useful life. There is no impact on total equity and profit.

52.1.4 Under the previous GAAP, government grants received as promoter's contributions were treated as Capital Reserve forming part of "Shareholders' Fund" which has been transferred to General reserve amounting to ₹ 7176 ('000) This has no impact on total equity.

52.1.5 Under the previous GAAP, Profit on reissue of forfeited shares was forming part of "Shareholders' Fund" which has been transferred to General reserve amounting to ₹ 33 ('000). This has no impact on total equity.

52.2 Reconciliation of total Equity as on 31st March 2017 and 1st April 2016

(Amount in ₹ '000)

Particulars	Notes to (52.1)	End of last period presented under Previous GAAP	Date of transition
		As at 31 st March, 2018	As at 31 st March, 2017
Total equity (Shareholder's funds) under previous GAAP		2,72,402	2,51,520
Adjustments:			
Cumulative Redeemable Preference Shares classified as a liability under Ind AS	1	(1,24,000)	(1,24,000)
Dividend not recognised as liability until application of Ind AS	2	(61,630)	(56,670)
Total adjustments to equity		(1,85,630)	(1,80,670)
Total equity under Ind AS		86,772	70,850

Note No. 52.3 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended March 31, 2017 (Amount in ₹ '000)

Particulars	Notes to (52.3)	TOTAL		
		Previous GAAP #	Effect of transition to Ind AS	As per Ind AS P&L
I) Revenue from operations	1	3,19,368	33,988	3,53,356
II) Other income		35,621	-	35,621
III) Total income (I+II)		3,54,989	33,988	3,88,977
IV) EXPENSES				
Cost of materials consumed		1,63,432	-	1,63,432
Purchase of Stock in trade		11,327	-	11,327
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		2,434	-	2,434
Excise Duty on Sales	1	-	33,988	33,988
Employee Benefits Expense	2	47,107	514	47,621
Finance Costs	3	280	4,960	5,240
Depreciation and amortization expense		8,135	-	8,135
Other Expenses		92,975	-	92,975
V) Total expenses		3,25,691	39,462	3,65,152
VI) Profit before tax (IV-V)		29,299	(5,474)	23,825
VII) Tax expense:				
(a) Current tax relating to:				
- current year		5,277	-	5,277
- earlier years		(592)	-	(592)
(b) Deferred tax		3,730	-	3,730
VIII) Profit for the year (VI-VII)		20,883	(5,474)	15,409
IX) Other comprehensive income (OCI)				
(a) Items that will not be reclassified to profit or loss				
(i) Re-measurement of the defined benefit plans		-	514	514
- tax impact		-	-	-
		-	514	514
X) Total comprehensive income for the year (VIII-IX)		20,883	(4,960)	15,923

52.3.1 Accounting of Excise Duty on Sales : Under Previous GAAP, excise duty was netted off against sale of goods. However, under Ind AS, excise duty amounting to ₹ 33,988 ('000) is included in sale of goods and is separately presented as expense on the face of Statement of Profit and Loss. Thus, sale of goods under Ind AS has increased with a corresponding increase in expenses.

52.3.2 Remeasurements of post employment benefit obligations: Under Ind AS 19 Employee Benefits, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the Previous GAAP, these remeasurement were forming part of profit or loss for the year. As the result of this change, profit for the year ended March 31, 2017 increased by ₹ 514 ('000) There is no impact on total equity and profit.

52.3.3 Finance cost for the year ended 31st March, 2017 includes provision for dividend amounting to ₹ 4960 ('000) on 4% Cumulative Redeemable Preference shares that have been classified as Financial Liability as per requirements of Ind AS 32 'Financial Instruments-Presentation'.

52.4 Reconciliation of total comprehensive income for the year ended 31st March 2017

(Amount in ₹ '000)

Particulars	Notes to (52.3)	Total
Profit as per previous GAAP		20,883
Adjustments:		
Effect of remeasurement of post employee benefits (net of tax)	2	514
Dividend recognised as Finance cost	3	4,960
Total effect of transition to Ind AS		5,474
Profit as per Ind AS		15,409
Remeasurements of defined benefit plans (net of tax)	2	(514)
Total Comprehensive Income under Ind AS		15,923

Note No.53

53.a. The details of associate which is included in the CFS of the Company and the Company's effective ownership therein is as under:

Name of the Company	Relationship	Country of Incorporation	Group's Proportion of Ownership Interest	
			31 st March, 2018	31 st March, 2017
Integra Systems Private Limited	Associate	India	50.00%	50.00%

53.b. Information as per Schedule III of Section 129 of the Companies Act, 2013 is provided as under:

Particulars	Net assets i.e total Assets minus total Liabilities		Share in Profit or loss	
	As a % of consolidated Net Assets	(Amount in ₹ '000)	As a % of consolidated Net Assets	(Amount in ₹ '000)
Integra Engineering India Limited (Parent)	100	1,20,530	100	34,102
Subsidiaries:				
1. Foreign: NA				
2. Indian: NA				
Associates:				
(Investment as per equity method)				
1. Indian:				
Integra Systems Private Limited	(Refer Note 7.1)	(21,018)	(Refer Note 7.1)	(884)
2. Foreign: NA				
Total	100	1,20,530		34,102

54. Approval of Financial statements:

Consolidated financial statements were approved by the Board of Directors on 3rd May, 2018.

As per our report of even date,

For and on behalf of the Board

For K. C. Mehta & Co.
Chartered AccountantsVishal P. Doshi
Partner
Membership No. 101533Corinne Ruckstuhl
Director
DIN: 03531399Shalin S. Divatia
Director
DIN: 00749517Bhavin Kariya
CFOHarneetkaur Anand
SecretaryPlace : Halol
Date : May 03, 2018Place : Halol
Date : May 03, 2018

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
 Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Amount in ₹ '000)

Sr. No.	Particulars	Details
1.	Name of the subsidiary	Not Applicable
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable
4.	Share capital	Not Applicable
5.	Reserves & surplus	Not Applicable
6.	Total assets	Not Applicable
7.	Total Liabilities	Not Applicable
8.	Investments	Not Applicable
9.	Turnover	Not Applicable
10.	Profit before taxation	Not Applicable
11.	Provision for taxation	Not Applicable
12.	Profit after taxation	Not Applicable
13.	Proposed Dividend	Not Applicable
14.	% of shareholding	Not Applicable

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations. - N.A.
- Names of subsidiaries which have been liquidated or sold during the year. - N.A.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

(Amount in ₹ '000)

Name of Associate company	Latest balance sheet dated	Shares of associate held by the company on the year end		Net worth attributable to shareholding as per latest balance sheet	Profit / loss		
		Nos	Amount of Investment in associate		For the year	Considered in consolidation	Not Considered in consolidation
Integra System Pvt Ltd	31/03/2018 (Unaudited)	100	1,000	(21,018)	(884)	NIL	(442)
	31/03/2017 (Audited)	100	1,000	(20,134)	(451)	NIL	(225)

- Names of associates or joint ventures which are yet to commence the operations. - N.A.
- Names of associates or joint ventures which are yet to commence the operations. - N.A.

For K. C. Mehta & Co.
Chartered Accountants

Vishal P. Doshi
Partner
Membership No. 101533

Place : Halol
Date : May 03, 2018

For and on behalf of the Board

Corinne Ruckstuhl
Director
DIN: 03531399

Bhavin Kariya
CFO

Place : Halol
Date : May 03, 2018

Shalin S. Divatia
Director
DIN: 00749517

Harneetkaur Anand
Secretary

ATTENDANCE CARD

INTEGRA ENGINEERING INDIA LIMITED

REGD. OFFICE : P.O. BOX NO. 55, CHANDRAPURA VILLAGE,

TALUKA : HALOL, DIST. : PANCHMAHALS GJ 389350

TEL. : +91-2676-221870 FAX : +91-2676-220887

EMAIL: secretarial@integraengineering.in

WEBSITE: www.integraengineering.in

CIN: L29199GJ1981PLC028741

I/We having Folio No. _____ DP Id _____ Client Id _____ hereby record my/our presence at the THIRTY SIXTH ANNUAL GENERAL MEETING of the Company held at registered office of the Company at P. O. Box No. 55, Chandrapura Village, Taluka Halol, Panchmahals - 389350, Gujarat on Thursday, 19th July, 2018 at 01:00 P.M.

Signature of the member/proxy/representative attending the meeting _____

Notes:

- Please handover this Attendance Card at the entrance to the place of meeting.
- Only Members and in their absence, duly appointed proxies will be allowed for the meeting. Please avoid bringing non-members/children to the meeting.

Form No. MGT-11**PROXY FORM****INTEGRA ENGINEERING INDIA LIMITED**

REGD. OFFICE : P.O. BOX NO. 55, CHANDRAPURA VILLAGE,

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CIN: L29199GJ1981PLC028741

[Pursuant to Section 105 (6) of The Companies Act, 2013, and Rule 19 (3) of The Companies (Management and Administration) Rules, 2014]

Name of Member(s) _____

Registered address _____

Email ID _____

Folio No. _____ DP Id _____ Client Id _____

I/We, being the Member(s) holding _____ shares of **INTEGRA Engineering India Limited**, hereby appoint:

1. Name _____

Address _____

Email ID _____

Signature _____

2. Name _____

Address _____

Email ID _____

Signature _____

as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the THIRTY SIXTH ANNUAL GENERAL MEETING of the Company to be held on Thursday, July 19th, 2018 at 01:00 P.M. at Registered Office of the Company situated at P. O. Box No. 55, Chandrapura Village, Taluka Halol, Panchmahals - 389350, Gujarat and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution No.**Ordinary Business :**

Sr. No.	Resolutions	Options*	
		For	Against
1.	Adoption of Accounts		
2.	To appoint a Director in place of Mr. Adrian Oehler having [DIN: 00360332], who retires by rotation and is eligible for re-appointment		

Special Business :

Sr. No.	Resolutions	Options*	
		For	Against
3.	Approval for Related Party Transactions under Section 188 of the Companies Act, 2013		

Signed this _____ day of _____ 2018

Signature of Shareholder : _____ Signature of Proxy holder(s) : _____

Affix Revenue Stamp Re. 1/-

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- For the resolutions, explanatory statement and notes, please refer to the notice of 36th Annual General Meeting.
- *It is optional to put "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.

Form No. MGT-12

Polling Paper

INTEGRA ENGINEERING INDIA LIMITED

REGD. OFFICE : P.O. BOX NO. 55, CHANDRAPURA VILLAGE,

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EMAIL: secretarial@integraengineering.in WEBSITE: www.integraengineering.in

CIN: L29199GJ1981PLC028741

[Pursuant to section 109(5) of The Companies Act, 2013 and rule 21(1)(c) of The Companies (Management and Administration) Rules, 2014]

BALLOT PAPER

Sr. No.	Particulars	Details
1.	Name of the first named Shareholder (in block letters)	
2.	Postal address	
3.	Registered Folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of share	

I hereby exercise my vote in respect of Ordinary/Special business resolutions enumerated below by recording my assent or dissent to the said

Resolution No.

Ordinary Business :

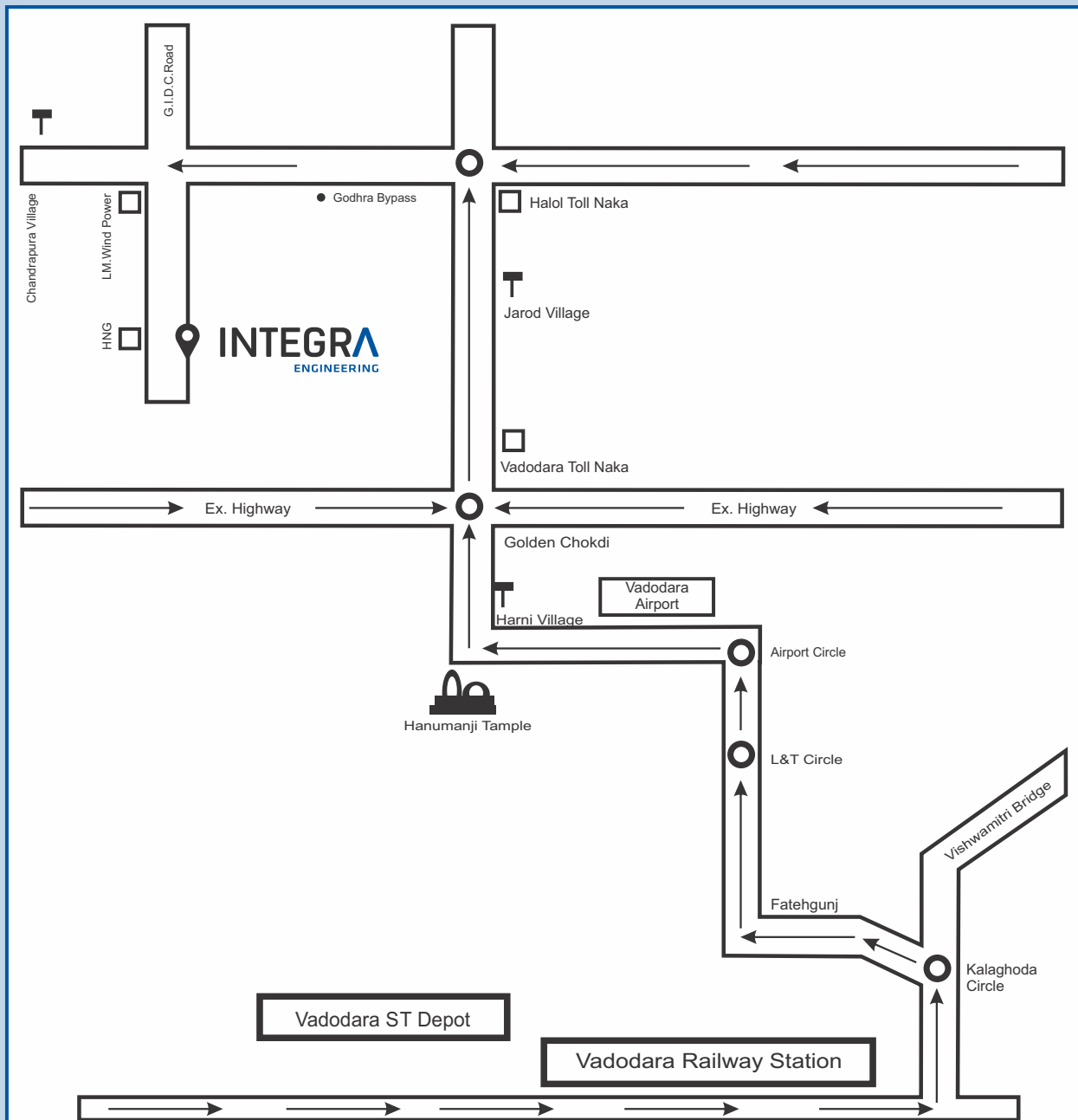
Sr. No.	Resolutions	No. of Shares held by me	Options	
			Assent	Dissent
1.	Adoption of Accounts			
2.	To appoint a Director in place of Ms. Adrian Oehler having [DIN: 00360332], who retires by rotation and is eligible for re-appointment			

Special Business :

Sr. No.	Resolutions	No. of Shares held by me	Options	
			Assent	Dissent
3.	Approval for Related Party Transactions under Section 188 of the Companies Act, 2013			

Note:

- For the resolutions, explanatory statement and notes, please refer to the notice of 36th Annual General Meeting.
- Please complete all details in above box before submission.



Note: Conveyance facility to the shareholders of Integra Engineering India Limited will be made available from the Vadodara Railway Station, Opp. Vadodara Bus Station at 11:30 a.m. to the venue of 36th AGM of the Company dated 19th July, 2018. Shareholders are requested to approach the Company for prior intimation in order to make proper arrangements.

INTEGRA Engineering India Limited

Registered Office: P. O. Box No. 55, Chandrapura Village, Tal. Halol-389 350, Dist. Panchmahals, Gujarat, India

Tel. No. +91 - 02676 - 221870, 09099918417 Fax: +91 - 02676 - 220887

Website: www.integraengineering.in

CIN: L29199GJ1981PLC028741