

SIMPLEX
PROJECTSLIMITED



ANNUAL REPORT
2015-2016



▲ Academic Block, CPWD, SHILLONG

Sanjenthong Bridge Over Imphal River, PWD - MANIPUR ▼





BOARD OF DIRECTORS

Chairman & Managing Director

Sri Balkrishandas Mundhra

Whole Time Directors

Sri Jai Kishan Bagri

Sri Sudarshandas Mundhra

Independent Directors

Sri Anand Chopra

Mrs. Nandni Jhanwar

Sri Keshava Das Mundhra

Senior Vice President (Finance) & CFO

Sri Pradeep Kumar Mishra

General Manager - Commercial & Company Secretary

Sri Anil Jain (till 24th February, 2016)

Auditors

Chaturvedi & Company

Chartered Accountants

Bankers

Axis Bank Ltd.

Bank of Baroda

DBS Bank Ltd.

Development Credit Bank Ltd.

ICICI Bank Ltd.

IDBI Bank Ltd.

State Bank of India

State Bank of Travancore

UCO Bank

Yes Bank Ltd.

Registrar and Share Transfer Agents

Cameo Corporate Services Limited

Subramanian Building, V - Floor

1, Club House Road

Chennai - 600 002

Registered Office

12/1, Nellie Sengupta Sarani

Kolkata - 700 087, India

Phone : +91 33 2252 7231/7232

Corporate Office

11/1C/2, East Topsia Road

Kolkata - 700 046, India

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Dear Members,

It is our pleasure to present the 26th Annual Report of your Company together with the Audited Financial Statements for the financial year ended March 31, 2016.

1. FINANCIAL RESULTS

The performance of the Company for the financial year ended March 31, 2016, compared with the previous financial year, is summarized below: (₹ in lakhs)

	Year ended 31st March, 2016	Year ended 31st March, 2015
Total Income	42,671.30	53,019.00
Less: Expenses	51,022.68	57,022.97
Profit / (Loss) before exceptional and extra-ordinary items	(8,531.38)	(4,003.97)
Exceptional Items	(400.50)	474.68
Profit before extra-ordinary items & tax	(8,751.88)	(3,529.29)
Less: Provisions for Taxation	(218.37)	(125.62)
Profit After Tax	(8,533.51)	(3,403.67)
Add: Balance brought forward from last year	4,425.79	7,877.32
Profit Available For Appropriation	(4,107.72)	4,425.79
Less: Proposed Dividend (including tax on dividend)	NIL	NIL
Tax thereon	NIL	NIL
Transfer to General Reserve	NIL	NIL
Balance Profit after appropriation	(4,107.72)	4,425.79

2. OPERATIONAL PERFORMANCE

On consolidated basis, for the Financial Year ended March 31, 2016, your Company has achieved a Gross Turnover of ₹ 4,2657.21 Lacs as against ₹ 5,3071.65 Lacs for the previous period. The turnover of the Company has thus shown a decline of 19.62%.

On Standalone basis, the Gross Turnover for the Financial Year 2015-16 at ₹ 42,116.51 Lacs was lower by 19.16% over last year (₹ 52,099.06 Lacs in FY 2014-15). The Company has incurred a loss of ₹ 8,533.51 Lacs (after interest and depreciation charges) as against a loss of ₹ 3,403.67 Lacs for the previous year, thus showing a decline of ₹ 5,129.84 Lacs.

The financial year under review witnessed significant increase in the finance cost resulting in escalation in total cost. Moreover, due to competitive pressure infrastructure development in India has been going through a very difficult phase over the last few years, affecting the overall performance. Consequently, players in the construction space, especially those in business of building large infrastructure for the state and central governments, have had to face severe financial, operational and regulatory challenges, such as very tight liquidity conditions, serious stress on cash flows,

as well as sundry issues brought up in the ambit of environment and social displacement.

As informed earlier, the operations of the company's branch at Libya, was stopped due to prevailing political situation. However, in view of the prolonged uncertainty of resumption, the company is proceeding with Arbitration. The overseas order for construction work at Kuwait is going on smoothly.

Our focus area continues to be the execution of civil engineering projects with specialization on piling, building, bridge and flyover. Further your Company had been successful in bagging various contracts for execution of Infrastructure Projects. The Company expects substantial increase in the order book position.

3. DIVIDEND :

During the year under review, the Board of Directors of the Company at their meeting held on May 30, 2016 did not recommend payment of dividend with a view to conserve the resources for the future development of the Company.

During the year under review, an amount of ₹ 57,194/- was transferred to the Investor Education & Protection Fund pertaining to the Unclaimed Dividends for the Financial Year 2007-08.

4. RESERVES

There is no amount available for transfer to Reserves for the year ended March 31, 2016

5. SUBSIDIARY, ASSOCIATES & JOINT VENTURES

The Company has one subsidiary as on March 31, 2016, namely Simplex Agri-Infra Services Pvt. Ltd. The Policy for determining Material Subsidiaries, adopted by your Board, pursuant to Clause 49 of the erstwhile Listing Agreement with the Stock Exchanges, can be accessed on the Company's website. The same is in harmony with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (hereinafter referred to as "SEBI Listing Regulations"). Further, it may be noted that the Company does not have any material subsidiary.

Simpark Infrastructure Pvt. Ltd. (SIPL), ceased to be a Wholly-owned Subsidiary of the Company during the year under review. Pursuant to the decision taken by the Board of Directors, 16,31,400 Shares (51.21%) of the Company were disposed off on March 31, 2016, resulting in generation of liquidity for the Company. The proceeds of the sale are to be utilized for achieving the objectives of the Company in an efficient manner. Hence, SIPL is now an Associate of your Company, as defined under Section 2(6) of the Companies Act 2013 (hereinafter referred to as "the Act").

The subsidiary of your Company, Simplex Agri-Infra Services Pvt. Ltd., which was earlier awarded contracts by Food Corporation of India (FCI) to construct and maintain warehouses at different parts of Jammu & Kashmir and Himachal Pradesh on Build, Own & Operate/Lease basis has commenced commercial operations during the financial year 2015-16. Accordingly, the Statement of Profit & Loss of the Company has been prepared for the first time for the year ended March 31, 2016, according to the provisions of the Act and consolidated with the Financial Statements of your Company.

Simplexprojects Road & Highway Construction Private Ltd. continues to remain an associate of the Company. Further, your Company has a Joint Venture in the form of Joint Venture Co-operative at Netherland in the name and style of Simplex Projects (Netherlands) Cooperatie U.A., in partnership with one of its Group Companies, to foray into the European Markets. The Company also has a joint venture in the name and style of "Triveni Engicon Pvt.Ltd.- Simplex Projects Limited" which has completed its project and there were no further operations during the year.

Pursuant to provisions of section 129(3) of the Act, a statement containing salient features of the financial

statements of the Company's subsidiaries in Form AOC-1 is appended to this Report as Annexure I. The Consolidated Financial Statements of your Company are prepared in accordance with the Accounting Standard 21, issued by the Institute of Chartered Accountants of India.

6. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the board of directors, to the best of their knowledge and ability, state that : -

- a) In the preparation of the annual accounts for the financial year ended March 31, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the loss of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a 'going concern' basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the framework of Internal Financial Controls and compliance systems established by the Company, work performed by the Internal, Statutory and Secretarial Auditors and the reviews performed by management and the Audit committee of the Company, the board is of the opinion that the Internal Financial Controls of the Company were adequate and effective during FY 2015-16.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of your Company consists of six directors as on March 31, 2016, with an optimum mix of Executive and Non-executive Directors. Details of the composition of the Board have been disclosed in details in the

Corporate Governance Report, which forms an integral part of this report.

Mr. Jai Kishan Bagri, Whole-time Director of the Company retires by rotation, in terms of Section 152(6) of the Act, read along with the Articles of the Company, at the forthcoming Annual General Meeting and being eligible, offers himself for reappointment.

The Board at its meeting held on February 12, 2016, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Keshava Das Mundhra (DIN: 00969981) as an Additional Independent Director of the Company, pursuant to Section 149, 161 and other applicable provisions of the Act, read along with the SEBI Listing Regulations. Accordingly, he shall hold the office only up to the date of this Annual General Meeting.

Pursuant to Section 160 of the Act, the Company has received a notice, in writing, from a member, along with a deposit of requisite amount proposing the candidature of Mr. Keshava Das Mundhra for the office of Independent Director of the Company. The members are requested to see the Notice of Annual General Meeting for further details.

The Board at its meetings held on September 24, 2015 and November 13, 2015 accepted the resignation of Mr. Nitindra Nath Som and Mr. Shyam Das Mundhra, both Independent Directors of the Company, respectively. The Board places on record, its appreciation for the services and expertise rendered by them during their tenure as Independent Directors of the Company. The Board also took note of relinquishment of Mr. Anil Jain, GM-Commercial and Company Secretary of the Company, at its meeting held on February 24, 2016.

All the directors of the Company, including the Independent Directors, have disclosed their concern and interest in other companies, bodies corporate, firms, and other association of individuals, including the shareholding, in Form MBP-1. Further, all the Independent Directors have confirmed that they meet the criteria of independence, as laid down under Section 149(6) of the Act, read along with the Regulation 16(1)(b) of the SEBI Listing Regulations.

Pursuant to SEBI Listing Regulations, your Company has framed and adopted a Policy on Familiarization of the Independent Directors. Accordingly, the Company had arranged a familiarization program for the Independent Directors of your Company on February 16, 2016. The Independent Directors met the members of the Senior Management Team of the Company and discussed about the current state of operations of the Company. As required under Regulation 46 of the SEBI

Listing Regulations, the details of the familiarization program is available on the website of the Company.

8. BOARD EVALUATION

The Nomination & Remuneration Committee of the Company has approved the Policy on Board evaluation, evaluation of Board Committees' functioning and individual Director evaluation. The Company believes that it is the collective effectiveness of the Board and the senior management that impacts Company performance. The primary evaluation platform is that of collective performance of the Board as a whole.

The Board of Directors had carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by SEBI Listing Regulations. The performance of the Board was evaluated after seeking inputs from all the directors and the senior management of the Company, on the parameters derived from Board's core role of trusteeship to protect and enhance shareholder value as well as fulfill expectations of other stakeholders through strategic supervision. Board performance is assessed against the role and responsibilities of the Board as provided in the Act and the SEBI Listing Regulations.

The performance of the various committees of the Board was evaluated after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, flow of information, etc. Reports on functioning of Committees were placed by the respective Committee before the Board.

The Board as well as the Nomination and Remuneration Committee of the Company reviewed the performance of the individual directors on the basis of the role played by each Director as a member of the Board, contribution to the Company, relationship with the stakeholders, peer evaluation, etc. In addition, the Chairman and Managing Director was also evaluated on the key aspects of his role.

Pursuant to Clause VII of the Schedule IV to the Act, in a separate meeting, the Independent Directors of the Company evaluated the performance of Non-independent Directors, performance of the board as a whole and performance of the Chairman, taking into account the views of the Non-independent Directors and the senior management. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of Independent Directors was done by the entire board, excluding the

director being evaluated.

9. REMUNERATION POLICY

Pursuant to Section 178(1) of the Act, the Company had constituted Nomination and Remuneration Committee to perform such functions as enumerated in the Act and the SEBI Listing Regulations. Your Company follows the Policy on Remuneration of Directors and Senior Management Employees, as approved by the Committee. A detailed report on the same is given in the Corporate Governance Report, which forms an integral part of this report.

10. MEETINGS OF THE BOARD

The Board of Directors met seven times during the financial year ended March 31, 2016, in accordance with the provisions of the Act and the rules made there under. The dates and details of these meetings are provided in the Corporate Governance Report, which forms a part of this report.

The intervening gap between the meetings was within the stipulated period under the Act. The Company followed the principles and guidelines prescribed by the Secretarial Standard 1- Meetings of the Board of Directors, issued by The Institute of Company Secretaries of India.

11. AUDIT COMMITTEE

Pursuant to Section 177 of the Act and the SEBI Listing Regulations, the Audit Committee of your Company consists of majority of Independent Directors and the details pertaining to composition and meetings of the committee are included in the Corporate Governance Report, which forms part of this report. The Board has accepted all the recommendations made by the Audit Committee during the financial year 2015-16.

12. AUDITORS & AUDIT REPORTS:

a. Statutory Audit

The Statutory Auditors of the Company, M/s. Chaturvedi & Company, Chartered Accountants, hold office until the conclusion of the ensuing Annual General Meeting of the Company and being eligible, offer themselves for re-appointment until the conclusion of the Annual General Meeting of the Company to be held in the Year 2017. As required under Section 139 of the Act, your Company has received a written consent and a certificate from M/s. Chaturvedi & Co., Chartered Accountants, to effect the re-appointment. Members are requested to appoint them as the Statutory Auditors from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting in 2017 and to authorize

the Board to fix their remuneration for the year 2016-17.

The qualifications in the Auditors' Report read with Annexure referred to in Paragraph 7 of the Auditors' Report are repetitive and not significant in nature. Comments under Annexure to the Auditors' Report are self-explanatory and, therefore, require no further comments from the Board of Director.

b. Cost Audit

In terms of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, on recommendation of the Audit Committee, the Board of Directors have appointed M/s. S. Chhaparia & Associates, Cost Accountants, Kolkata (Firm Registration No. 101591) as Cost Auditors to conduct the audit of cost records of your Company for the financial year 2016-17. The remuneration of the Cost Auditors has been approved by the Board, on the recommendation of the Audit Committee, and the requisite resolution for ratification of remuneration of Cost Auditors by the members has been set out in the Notice of the 26th Annual General Meeting of the Company.

c. Secretarial Audit

Pursuant to Section 204 of the Act, the Board had appointed M/s. A. K. Labh & Co., Company Secretaries, Kolkata to carry out Secretarial Audit for the year ended March 31, 2016. The Secretarial Auditor Report is appended to this Report. There are no qualifications made in the Report. However, the matters on which the emphasis has been laid down in the Report has been duly taken care of.

13. LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Act have been disclosed in the notes to the Financial Statements.

14. RELATED PARTY TRANSACTIONS

None of the transactions with the Related Parties fall under the ambit of Section 188(1) of the Act, since all the agreement and transactions were in the ordinary course of business and on an arm's length basis. None of the transactions could be considered as material in accordance with the policy of your Company on Materiality of Related Party Transactions, which is available on the Company's website. Further, none of the transactions with related parties required approval of the shareholders, as the same were within the prescribed limits, under Section 188(1) of the Act and

the Rules framed there under, as amended from time to time.

Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure II in Form AOC-2 and the same forms part of this report.

15. DEPOSITS

The Company, during the year under review, has not accepted any deposit from public and as such, no amount on account of principal or interest on Public Deposits was outstanding as on the date of the Balance Sheet.

16. INTERNAL FINANCIAL CONTROLS

Your Company has adequate Internal Control Systems and Procedures in place for effective and smooth conduct of business and to meet exigencies of operation and growth. The Financial Statements of the Company are prepared through the process which has automated as well as manual controls to ensure accuracy of recording all transactions which have taken place during any accounting period, and the resultant financial position at period end. Management Information System has been established which ensures that adequate and accurate information is available for reporting and facilitating decision making.

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures.

Internal Audit, pursuant to Section 138 of the Act, is conducted by independent firm of auditors. Internal Auditors regularly checked the adequacy of the system and their observations were reviewed by the management and remedial measures, as necessary, were undertaken. Internal Auditors directly report to the Chairman of the Audit Committee of the Company to maintain its objectivity and independence.

17. MATERIAL CHANGES & COMMITMENTS

Except as disclosed elsewhere in this report, there have been no material changes or commitments which could affect the financial position of your Company, between the end of Financial Year 2015-16 and the date of this report.

18. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS.

There are no significant material orders passed by any Regulator / Court which would impact the going concern status of your Company and its future operations.

19. HUMAN RESOURCE

Your Company treats its "Human Resource" as one of its most important assets. It has always provided a congenial atmosphere for work to all its employees that is free from discrimination and harassment. During the year under review, it invested in attraction, retention and development of talent on an ongoing basis.

Your Company has zero tolerance towards sexual harassment at the workplace. To strengthen the security against sexual harassment, as required under Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013, the Company has adopted "Anti-Sexual Harassment Policy" and also constituted an Internal Complaints Committee (ICC). No complaints with allegation of any sexual harassment were reported during the year under review.

Particulars of employees as required under Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as Annexure III.

20. CHANGES IN THE SHARE CAPITAL OF THE COMPANY

During the year under review, Financial Year 2015-16, the Company has not issued any Equity Shares. Accordingly, the details of Shares issued with Differential Voting Rights, Issue of Sweat Equity Shares and Issue of Employee Stock Option Scheme are not applicable on your Company.

21. VIGIL MECHANISM :

In terms of Section 177(9) & (10) of the Act, Vigil Mechanism for directors and employees to report genuine concerns has been established by your Company. The Board has adopted a Whistle Blower Policy to promote reporting of any unethical or improper practice or violation of the company's Code of Conduct or complaints regarding accounting, auditing, internal controls or disclosure practices of the company. It gives a platform to the whistle blower to report any unethical or improper practice (not necessarily violation of law) and provides a formal process for all directors, employees and vendors to approach the Chairman of the Audit Committee and make protective disclosures about any concern. The Vigil Mechanism Policy has been uploaded on the website of the Company and is reviewed by the Audit Committee as well as the Board at regular intervals.

22. CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements as stipulated by the Act and SEBI Listing Regulations. The report on Corporate Governance as stipulated under Regulation 34(3) read with the Schedule V of the SEBI Listing Regulations, together with the Certificate received from the Company's Statutory Auditors is attached and forms an integral part of this Annual Report.

23. MANAGEMENT DISCUSSION AND ANALYSIS

In terms of the provisions of Regulation 34(2) of the SEBI Listing Regulations, the Management Discussion and Analysis for the year ended March 31, 2016 is attached and forms an integral part of this report.

24. RISK MANAGEMENT

The Company is exposed to uncertainties, owing to the sectors in which it operates. These uncertainties create new business opportunities with inherent risks. The Company has been proactive in adopting new and effective tools to protect the interests of its stakeholders. The Company's Risk Management processes focus on ensuring that the risks are identified on timely basis and reasonably addressed.

The Directors of your Company have formed a Risk Management Committee and also adopted a policy on the same which enables the Company to proactively manage uncertainties from changes in the internal and external environment and also capitalize on the opportunities. The Audit Committee has additional oversight in the area of financial risk and controls. The Risk management Policy of the Company is published in the Company's website.

25. EXTRACT OF ANNUAL RETURN:

As required under Section 92(3) of the Act, the extract of annual return in MGT 9 is attached as a part of this Annual Report as Annexure IV.

26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A. CONSERVATION OF ENERGY:

a) Energy Conservation measures taken:

All efforts are made to conserve and optimize the use of energy, continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques. Energy conservation continues to receive priority attention at all levels.

Company is continuing with energy saving measures initiated earlier like usage of more sophisticated machinery which can do more work in lesser time and thereby reducing the requirement of equipment that programmes to maximize saving in two specific areas:

- i) Electric Energy
- ii) Fuel oil consumption

In this industry 99% equipments are powered by either electrical motor or by fuel oil powered engines. The scope of energy efficiency in our industry will be energy conservation through well planned actions such as quality preventive maintenance, machinery up-gradation, modernization and introduction of sophisticated control system. Fuel oil consumption has been reduced by implementing vigorous preventive maintenance measures and introducing new fuel efficient engines coupled with newer machinery and reducing idle running of equipments

- b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:

Continuous additional investments are made in phases to replace old machinery with newer more sophisticated and more fuel efficient ones. The replacement theory is applied in repairs and renewals.

- c) Impact of the measures at (a) and (b) for reduction of energy consumption and consequent impact on the cost of the production of goods:

Energy conservation measures continue to reduce the production cost.

- d) Total energy consumption and energy consumption as per unit of production as per prescribed Form A of the annexure in respect of industries specified in Schedule thereto:

Not applicable as the Company is not covered under the list of specified industries.

B. TECHNOLOGY ABSORPTION:

i. Research and Development :-

The Company is not having any Research and Development activity at present.

ii. Technology Absorption, Adoption and Innovation: -

Efforts, in brief, made towards technology absorption, adoption and innovation:

The Company has absorbed advanced technology and technical know-how in the field of automated care parking systems.

Benefit derived as a result of the above efforts:

The technology implemented in parking projects has been economical and more effective in terms of ground coverage in comparison to conventional method of construction.

Technology imported during the last five years:

- a) Technology imported : Nil
- b) Year of import : Not applicable
- c) Has the technology been fully absorbed : Not applicable

C. FOREIGN EXCHANGE EARNINGS (₹ in Lakh)

Particular	Year Ended 31st March, 2016	Year Ended 31st March 2015
On Contract Work (Gross Billing (Overseas Branch)	13,575.75	12,659.84

D. FOREIGN EXCHANGE OUTGO (₹ in Lakh)

Particular	Years Ended 31st March, 2016	Years Ended 31st March 2015
Travelling	13.46	37.45
Contract Expenses (Overseas Branch)	12,869.21	11,399.44

27. CORPORATE SOCIAL RESPONSIBILITY

The provisions of Corporate Social Responsibility are not applicable to your Company.

28. LISTING WITH STOCK EXCHANGES:

Your Company is presently listed with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). The details of trading, listing fees etc. are given in the Corporate Governance Report.

29. ACKNOWLEDGEMENTS

Your Directors like to express their sincere appreciation for the co-operation the Company has received from the Statutory Authorities, Banks, Other Financial Institutions, Stakeholders and Customers during the year under review. Your Directors also wish to thank and place on record their deep appreciation for the committed services by the Company's executives, employees and workers.

For and on behalf of the Board of Directors

B. K. Mundhra
Chairman & Managing Director
(DIN-00013125)

Place : Kolkata
Date : August 12, 2016

**FORM NO. AOC-I**

(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

(₹ in Lakhs)

1	No. of Subsidiaries	1
2	Name of the subsidiary	Simplex Agri- Infra Services Pvt Ltd
3	The date since when subsidiary was acquired	September 27, 2010
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding Company
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Same as Holding Company
6	Share capital	
	a) Authorised Capital	300.00
	b) Paid-up Capital	151.00
7	Reserves & surplus	NIL
8	Total assets	5,494.52
9	Total Liabilities	5,494.52
10	Investments	NIL
11	Turnover	115.63
12	Profit before taxation	2.82
13	Provision for taxation	NIL
14	Profit after taxation	2.82
15	Proposed Dividend	NIL
16	% of shareholding	66.56

Notes :

- Names of subsidiaries which are yet to commence operations - Nil
- Names of subsidiaries which have been liquidated or sold during the year : M/s. Simpark Infrastructure Pvt. Ltd.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ in Lakhs)

Sr. No.	Name of Associates/Joint ventures	Simpark Infrastructure Pvt. Ltd.	Simplexprojects Road & Highway Construction Pvt. Ltd.	Triveni Engicons-Simplex Projects JV
1.	Latest audited Balance Sheet Date	March 31, 2016	March 31, 2016	March 31, 2016
2.	Date on which the Associate or Joint Venture was associated or acquired	March 31, 2016*	April 20, 2006	January 19, 2008
3.	Shares of Associate/Joint Ventures held by the company on the year end			
	No.	15,53,800	5000	N/A
	Amount of Investment in Associates/Joint Venture	586.13	Rs.50,000	-
	Extent of Holding (in percentage)	48.78	50	98
4.	Description of how there is significant influence	Because of controlling stake	Because of controlling stake	Because of controlling stake
5.	Reason why the associate/joint venture is not consolidated	Consolidated	No Operations	Project Completed and no further operations
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	(454.21)	-	-
7.	Profit/Loss for the year			
	i. Considered in Consolidation	(227.42)	Nil	Nil
	ii. Not Considered in Consolidation	Nil	Nil	Nil

* Wholly owned Subsidiary till March 30, 2016

1. Names of associates or joint ventures which are yet to commence operations- Nil

2. Names of associates or joint ventures which have been liquidated or sold during the year- Nil

For and on behalf of the Board of Directors

B. K. MUNDHRA
Chairman & Managing Director
(DIN : 00013125)

J. K. Bagri
Director
(DIN : 00268722)

ANAND CHOPRA
Director
(DIN : 00397305)

P. K. Mishra
Chief Financial Officer
(PAN : AERPM8577R)

**FORM NO. AOC - 2**

Pursuant to Clause (h) of sub-section 134 of the Companies Act, 2013, and rule 8(2) of the Companies (Accounts) Rule, 2014-AOC-2]

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

1. Details of contracts or arrangements or transactions not at arm's length basis :

There was no contracts or arrangements or transactions entered into during the year ended March 31, 2016, which were not at arm's length basis.

2. Details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2016 are as follows:

(₹ in Lakh)

Name of Related party	Nature of transaction	Description of relationship	Salient Terms	Duration	March 31st, 2016
Simplex Agri-Infra Services Pvt. Ltd.	Loans and advances taken	Subsidiary	Non bearing interest unsecured loan	One year Subject to renewal	639.29
Simpark Infrastructure Pvt. Ltd.	Loans and advances given	Associate	Non bearing interest unsecured loan	One year Subject of renewal	48.55
Kirti Vinimay Pvt. Ltd.	Loans and advances taken	Other related party	Non bearing interest unsecured loan	One year Subject to renewal	2,558.04

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULES MADE THEREUNDER
1. Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- (i) The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2015-16 and
- (ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year.

(₹ in Lakh)

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/KMP for Financial Year 2015-16	Percentage increase Remuneration for in the Financial Year 2015-16	Ratio of Remuneration of each Director to the Median Remuneration of Employees
1.	Mr. B.K Mundhra Chairman & Managing Director	60.00	NIL	22.20:1
2.	Mr. Jai Kishan Bagri Wholetime Director	21.81	NIL	8.08:1
3.	Mr. Sudarshandas Mundhra Wholetime Director	19.37	NIL	7.12:1
4.	Mr. Anand Chopra Independent Director	0.27	NIL	0.10:1
5.	Mr. Nitindra Nath Som Independent Director	0.09	NIL	0.03:1
6.	Mr. Shyam Das Mundhra Independent Director	0.09	NIL	0.03:1
7.	Mrs. Nandini Jhanwar Independent Director	0.20	NIL	0.07:1
8.	Mr. Keshava Das Mundhra Independent Director	0.05	NIL	0.02:1
9.	Mr. Pradeep Kumar Mishra CFO	20.38	NIL	7.55:1
10.	Mr. Anil Jain Company Secretary *	12.32	NIL	4.56:1

* Resigned w.e.f February 24, 2016

Remuneration for the Executive Directors and Key Managerial Personnel (KMP) in the table above is based on Cost To Company (CTC).

- (iii) The Median Remuneration of Employees (MRE) of the Company is ₹ 2,70,000/- for the Financial Year 2015-16. The MRE for the year decreased by ₹ 2,02,232/- as compared to the previous financial year.
- (iv) The number of permanent employees on the rolls of the Company is 223 for the year ended March 31, 2016.
- (v) Sales and Operating Income for the year ended March 31, 2016 decreased by ₹ 9,982.55 lacs and the Company has incurred a net loss of ₹ 8,533.51 lacs as compared to the net loss of ₹ 3,403.67 lacs in the previous year. There was no increase in employees' remuneration during the year which is in line with the performance of the Company.
- (vi) The remuneration of the Key Managerial Personnel (KMP) of the Company is as given in (i) and (ii) above and there was no increase in the remuneration of KMP during 2015-16. The performance of the Company is as stated in (v) above.
- (vii) The Market Capitalisation as on March 31, 2016 was ₹ 2,929.59 Lakhs as compared to ₹ 4,429.00 lacs as on March 31, 2015. Price Earnings Ratio of the Company was NIL as on March 31, 2016, as was on March 31, 2015. Percentage decrease in the market quotations of the shares of the Company as compared to the rate at which the Company came out with the last public offer is 87.43%.



- (viii) Average percentage increase made in the salaries of employees other than the managerial personnel in the last Financial Year was NIL. The percentage increase in the salary of managerial staff was NIL.
- (ix) The remuneration of each of the Key Managerial Personnel is given in (i) and (ii) above. The performance of the Company, in comparison, is as stated in (v) above.
- (x) The key parameters of variable component of remuneration availed by the Managing Director/Whole-time Directors are the Company's performance and performance/track record of the Managing Director/Whole-time Directors, financial results and profitability of the Company. The key parameters of variable component of remuneration availed by Non-Executive Directors, inter-alia, includes number of Board and Committee Meetings attended and individual contribution thereat - **Not Applicable**.
- (xi) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year — **Not Applicable**.
- (xii) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.
2. **Statement pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**
- (A) **Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in aggregate of not less than Rs. 60,00,000 per annum.**

Sr.	Name	Designation/ Nature of Duties	Remun- eration(₹)	Qualific- ation	Experience (in years)	Date of Comme- ncement of employ- ment	Age (in Years)	Last Employ- ment Held - Name of Employer	Design- ation held
1.	Mr. B. K. Mundhra	Chairman & Managing Director	60,00,000	B. Sc.	41	15.03.2006	68	NIL	N.A.

- (B) **Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than Rs 5,00,000/- per month - NIL**

Notes:

- The appointment is as per the contract / letter of appointment; other terms and conditions are as per the Company's rules.
- Remuneration as mentioned above comprises of Salary, House Rent Allowance, Leave Travel Allowance and Other Perquisites and Allowances.
- There was no employee either throughout the financial year or part thereof, who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or Whole-time Director and who held by himself or alongwith his spouse or dependent children, two percent of the Equity Shares of the Company.

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31st March, 2016
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L45201WB1990PLC050101
ii.	Registration Date	31 st October, 1990
iii.	Name of the Company	Simplex Projects Limited
iv.	Category/ Sub-Category of the Company	Construction and Infrastructure Development Company
v.	Address of the Registered Office and Contact Details	12/1, Nellie Sengupta Sarani, 4 th Floor, Kolkata-700087 Tel. No. 033-2252 7231 Fax No. 033-2285 2105
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Cameo Corporate Services Limited "Subramanian Building"1, Club House Road, Chennai 600 002 Tel. No. 044-2846 0390

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

SL No.	Name and Description of Main Products/Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Construction	42101, 42904, 43309	67.48
2.	Trading of Construction Materials	46639	32.52

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SL No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/Associate	% of Shares held	Applicable Section
1.	Simplex Agri-Infra Services Private Ltd. House No. 6, Sector 9, Trikuta Nagar, Jammu - 180012 Jammu & Kashmir, India	U63000JK2010PTC003219	Subsidiary	66.56%	2(87)
2.	Simplexprojects Road & Highways Constructions Private Limited 12/1, Nellie Sengupta Sarani, 4 th Floor, Kolkata- 700087, West Bengal, India	U45203WB2006PTC109010	Associate	50%	2(6)
3.	Simpark Infrastructure Private Limited 12/1B, Nellie Sengupta Sarani, 4 th Floor, Kolkata- 700087 West Bengal, India	U51909WB1995PTC076031	Associate*	48.79%	2(6)

*Ceased to be Wholly-owned Subsidiary of the Company w.e.f 30th March, 2016

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
A) Category-wise Share Holding

category of Shareholders	No. of Shares held at the beginning of the year (As on 31st March, 2015)				No. of Shares held at the end of the year (As on 31st March, 2016)				% change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% Total Share	
A.Promoter									
1. Indian									
a. Individual/ HUF	668187	0	668187	5.30	668187*	0	668187*	5.30*	0.00
b. Central Govt.	0	0	0	—	0	0	0	—	—
c. State Govt.(s)	0	0	0	—	0	0	0	—	—
d. Bodies Corp.	6414604	0	6414604	50.91	6324604	0	6324604	50.19	(0.72)
e. Banks / FI	0	0	0	—	0	0	0	—	—
f. Any Other	0	0	0	—	0	0	0	—	—
Sub-total (A)(1):-	7082791	0	7082791	56.21	6992791*	0	6992791*	55.49*	(0.72)
2. Foreign									
a. NRIs-Individuals	0	0	0	—	0	0	0	—	—
b. Other-Individuals	0	0	0	—	0	0	0	—	—
c. Bodies Corp.	0	0	0	—	0	0	0	—	—
d. Banks / FI	0	0	0	—	0	0	0	—	—
e. Any Other	0	0	0	—	0	0	0	—	—
Sub-total (A)(2):-	0	0	0	—	0	0	0	—	—
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	7082791	0	7082791	56.21	6992791*	0	6992791*	55.50*	(0.72)
B. Public Shareholding									
1. Institutions									
a. Mutual Funds	141392	0	141392	1.12	0	0	0	—	(1.12)
b. Banks / FI	2000	0	2000	0.02	2000	0	2000	0.02	0.00
c. Central Govt.	0	0	0	—	0	0	0	—	—
d. State Govt.(s)	0	0	0	—	0	0	0	—	—
e. Venture Capital Funds	0	0	0	—	0	0	0	—	—
f. Insurance Companies	0	0	0	—	0	0	0	—	—
g. FIs	0	0	0	—	0	0	0	—	—
h. Foreign Venture Capital Funds	0	0	0	—	0	0	0	—	—
i. Others (specify)	0	0	0	—	0	0	0	—	—
Sub-total (B)(1):	143392	0	143392	1.14	2000	0	2000	0.02	(1.12)

category of Shareholders	No. of Shares held at the beginning of the year (As on 31st March, 2015)				No. of Shares held at the end of the year (As on 31st March, 2016)				% change during the year
	Demat	Physical	Total	%	Demat	Physical	Total	%	
2. Non Institutions									
a. Bodies Corp.	1618270	21857	1640127	13.02	1391857	15300	1407157	11.17	(1.85)
b. Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1000351	635	1000986	7.94	1277883	635	1278518	10.15	2.20
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2240223	0	2240223	17.78	2295245	0	2295245	18.22	0.44
c. Others(Specify)									
Clearing Members	11175	0	11175	0.09	92336	0	92336	0.73	0.64
Directors & their Relatives	141279	189000	330279	2.62	141279	189000	330279	2.62	0.00
Hindu Undivided Families	101303	0	101303	0.80	131094	0	131094	1.04	0.24
Non Resident Indians	50102	0	50102	0.40	70958	0	70958	0.56	0.16
Sub-total (B)(2):	5162703	211492	5374195	42.65	5400652	204935	5605587	44.49	1.84
Total Public Shareholding (B) = (B)(1) + (B)(2)	5306095	211492	5517587	43.79	5402652	204935	5607587	44.51	0.71
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	12388886	211492	12600378	100.00	12395443	204935	12600378	100.00	0.00

* Note: Inter promoter-group transfer of 90,000 Shares lying in the share brokers' pool account as on 31st March, 2016 has been included under the 'Public Shareholding'. Hence, the effective promoters shareholding as on 31.3.2016 is 7082791 (56.21%) equity shares and public shareholding shall stand reduced to 5517587 (43.79%)

B) Shareholding of Promoter-

S. N.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	%f total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	%f total Shares of the company	% of Shares Pledged/encumbered to total shares	
1.	Prozen Merchants Pvt. Ltd.	2394267	19.01	6.84* ¹	2394267	19.01	6.84* ¹	NIL
2.	Simplex Fiscal Holdings Pvt. Ltd.	2080714	16.51	4.95* ¹	2080714	16.51	4.95* ¹	NIL
3.	Bharat Gypsum Pvt. Ltd.	691429	5.49	1.65* ¹	691429	5.49	1.65* ¹	NIL
4.	Kirti Vinimay Pvt. Ltd.	617622	4.91	NIL	527622	4.19	NIL	(0.72)
5.	Pioneer Engineering Company Pvt. Ltd.	480143	3.81	NIL	480143	3.81	NIL	NIL
6.	Datson Exports Ltd.	150429	1.19	NIL	150429	1.19	NIL	NIL
7.	Balkrishandas Mundhra	419473	3.32	2.83* ¹	419473	3.32	2.83* ¹	NIL
8.	Sudarshan Das Mundhra	85857	0.68	0.59* ¹	85857	0.68	0.59* ¹	NIL
9.	Raghav Das Mundhra	85714	0.68	NIL	85714	0.68	NIL	NIL
10.	Pushpa Mundhra	77143	0.61	NIL	77143* ²	0.61	NIL	NIL
	TOTAL	7082791	56.21	16.86*	6992791	55.50	16.86*	(0.72)

*¹ Unconfirmed Pledge

*² Excludes Inter Promoter group transfer of 90000 shares lying in Sharebrokers Pool account as on March 31, 2016. The effective balance, upon credit of such shares, shall stand at 167143 equity shares comprising 1.33% of the total shares of the Company.

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

Sr. No.	Name of the Shareholder	Shareholding at the beginning of year as on 01.04.2015		Date	Reason	Increase/Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Kirti Vinimay Private Limited	617622	4.91	31.03.2016	Sale	(90000) *	(0.72)	527622	4.19

* Inter Promoter-Group transfer. The credit in the transferees account are not reflected as the same was lying in Sharebrokers Pool A/c as on March 31, 2016. The disclosure in respect of purchases shall be made on credit of the shares into the account.

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

SI No.	Name of the Share Holder	Shareholding at the beginning of the year as on 01.04.2015		Cumulative Shareholding end of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	LATA BHANSHALI				
	At the beginning of the year	786700	6.24	786700	6.24
	At the end of the year, i.e., 31.03.2016	786700	6.24	786700	6.24
2.	S F DISTRIBUTORS PRIVATE LIMITED				
	At the beginning of the year	624255	4.95	624255	4.95
	At the end of the year, i.e., 31.03.2016	624255	4.95	624255	4.95
3.	VALLABH ROOPCHAND BHANSHALI				
	At the beginning of the year	393300	3.12	393300	3.12
	At the end of the year, i.e., 31.03.2016	393300	3.12	393300	3.12
4.	BISHWANATH PRASAD AGRAWAL				
	At the beginning of the year	387500	3.08	387500	3.08
	Sale on 31.12.2015	(30000)	0.24	357500	2.84
	At the end of the year, i.e., 31.03.2016	357500	2.84	357500	2.84
5.	SUVARNA KUMARI AGRAWAL				
	At the beginning of the year	324000	2.57	324000	2.57
	At the end of the year, i.e., 31.03.2016	324000	2.57	324000	2.57
6.	PRAVIK DEVELOPERS PVT. LTD.				
	At the beginning of the year	295634	2.35	295634	2.35
	At the end of the year, i.e., 31.03.2016	295634	2.35	295634	2.35
7.	JM FINANCIAL MUTUAL FUND – JM MULTI STRATEGY FUND				
	At the beginning of the year	141392	1.12	141392	1.12
	Sale on 10.07.2015	(35835)	0.28	105557	0.84
	Sale on 17.07.2015	(42919)	0.34	62638	0.50
	Sale on 24.07.2015	(16703)	0.13	45935	0.37
	Sale on 07.08.2015	(20000)	0.16	25935	0.21
	Sale on 14.08.2015	(25935)	0.21	0	0
	At the end of the year, i.e., 31.03.2016	0	0	0	0
8.	SUVARNA COMMERCIAL PRIVATE LIMITED				
	At the beginning of the year	138500	1.10	138500	1.10
	Sale on 25.12.2015	(99666)	0.79	38834	0.31
	Sale on 31.12.2015	(38834)	0.31	0	0
	At the end of the year, i.e., 31.03.2016	0	0	0	0
9.	JAI-VIJAY RESOURCES PVT. LTD.				
	At the beginning of the year	118962	0.94	118962	0.94
	Sale on 18.03.2016	(118962)	0.94	0	0
	At the end of the year, i.e., 31.03.2016	0	0	0	0
10.	TALMA CHEMICAL INDUSTRIES PVT. LTD.				
	At the beginning of the year	85000	0.67	85000	0.67
	At the end of the year, i.e., 31.03.2016	85000	0.67	85000	0.67
11.	AKASH BHANSHALI				
	At the beginning of the year	0	0	0	0
	Purchase on 18.03.2016	118962	0.94	118962	0.94
	At the end of the year, i.e., 31.03.2016	118962	0.94	118962	0.94
12.	FRR SHARES AND SECURITIES LIMITED *				
	At the beginning of the year	0	0	0	0
	Purchase on 31.03.2016	90000	0.71	90000	0.71
	At the end of the year, i.e., 31.03.2016	90000	0.71	90000	0.71

* Reflect shares held in Share Brokers Pool A/c pending credit on behalf of Promoter Group.

E) Shareholding of Directors and Key Managerial Personnel

SI No.	Name of the Share holder	Shareholding at the beginning of the year as on 01.04.2015		Cumulative Shareholdg end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	BALKRISHNADAS MUNDHRA				
	At the beginning of the year	419473	3.32	419473	3.32
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year, i.e., 31.03.2016			419473	3.32
2.	SUDARSHANDAS MUNDHRA				
	At the beginning of the year	85857	0.68	85857	0.68
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year, i.e., 31.03.2016			85857	0.68
3.	PRADEEP KUMAR MISHRA				
	At the beginning of the year	626	-	626	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year, i.e., 31.03.2016			626	-

V. INDEBTEDNESS
Indebtedness of the Company including interest outstanding/ accrued but not due for payment (₹ in Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year, i.e., 01.04.2015				
i) Principal Amount	32,044.40	14,592.52	-	46,636.92
ii) Interest due but not paid	174.80	-	-	174.80
iii) Interest accrued but not	54.56	-	-	54.56
Total (i+ii+iii)	32,273.76	14,592.52	-	46,866.28
Change in Indebtedness during the financial year				
- Addition	20,143.49	16,799.29	-	36,942.78
- Reduction	1,893.92	21,432.62	-	23,326.54
Net Change	18,249.57	(4,633.33)		13,616.24
Indebtedness at the end of the financial year				
i) Principal Amount	49,722.40	9,959.19	-	59,681.59
ii) Interest due but not paid	784.41	-	-	784.41
iii) Interest accrued but not due	16.52	-	-	16.52
Total (i+ii+iii)	50,523.33	9,959.19	—	60,482.52

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager

(₹ in Lakh)

SN	Particulars	Name of MD/WTD/Manager			Total Amount
		BK Mundhra	JK Bagri	Sudarshandas Mundhra	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60.00	21.81	19.37	101.18
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission				
	- as % of profit				
	- others, specify...	Nil	Nil	Nil	Nil
5	Others	Nil	Nil	Nil	Nil
	Total (A)	60.00	21.81	19.37	101.18
		Ceiling as per the Act Within the ceiling of Rs.120 Lacs payable to a managerial person, in term of Section II of Part II of Schedule V of the Companies Act, 2013			

B. Remuneration to other directors

(₹)

SN	Particulars of Remuneration	Name of Directors					Total Amount
		Anand Chopra	Nitindra Nath Som	Shyam Das Mundhra	Nandini Jhanwar	Keshava Das Mundhra	
1	Independent Directors						
	Fee for attending board/committee meetings	27,018	9,006	9,006	19,513	4,503	96,046
	Commission	Nil	Nil	Nil	Nil	Nil	
	Others	Nil	Nil	Nil	Nil	Nil	
	Total (1)	27,018	9,006	9,006	19,513	4,503	96,046
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil	Nil	
	Fee for attending board/committee meetings	Nil	Nil	Nil	Nil	Nil	
	Commission	Nil	Nil	Nil	Nil	Nil	
	Others	Nil	Nil	Nil	Nil	Nil	
	Total (2)	Nil	Nil	Nil	Nil	Nil	
	Total (B)=(1+2)	27,018	9,006	9,006	19,513	4,503	96,046
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil	
	Overall Ceiling as per the Act	The Company had paid only Sitting Fees to the Independent Directors with the limit prescribed under Section 197(5) of the Act.					

C. Remuneration to key Managerial Personnel other than MD/Manager/WTD

(₹ in Lakh)

SI No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
		N.A.	CS Anil Jain (Up to 24.02.2016)	Mr. Pradeep Kr. Mishra	
1.	Gross Salary				
	(d) Salary as per provisions contained in Section 17(1) of the Income Tax Act 1961		12.32	20.38	32.70
	(e) Value of perquisites u/s 17(2) Income-Tax Act, 1961				
	(f) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961				
2.	Stock Option		-	-	-
3.	Sweat Equity		-	-	-
4.	commission				
	- as % of profit				
	- others		-	-	-
5.	Others		-	-	-
	Total		12.32	20.38	32.70

vii. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

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

NIL

APPENDIX SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2016



[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,
Simplex Projects Limited
12/1, Nellie Sengupta Sarani,
Kolkata – 700 087
West Bengal**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Simplex Projects Limited** having its Registered Office at 12/1, Nellie Sengupta Sarani, Kolkata-700 087 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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 31.03.2016 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.

Auditors' Responsibility

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether

there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards (SS – 1 and SS-2) as issued by The Institute of Company Secretaries of India and which became effective from 01.07.2015.
- (iii) Listing Agreement / The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (iv) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (v) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (vi) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 :
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

We further report that, 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, the Company has specifically complied with the provisions of the following Acts :

1. Housing Board Act, 1965
2. Transfer of Property Act, 1882
3. Building and Other Construction Workers' (Regulation of Employment and Condition of Services) Act, 1996

to the extent of their applicability to the Company during the financial year ended 31.03.2016 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition law, environments laws, etc.

Matter of Emphasis:

1. The Company does not have a Company Secretary since 24.02.2016
2. There are certain delays in depositing PF, Pension, TDS, VAT and other dues.

During the period under review the Company in general has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company :

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (ii) SEBI (Share Based Employee Benefits) Regulations, 2014
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (v) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

We further report that :

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors.
- (b) 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.
- (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- (d) There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **A. K. LABH & Co.**

Company Secretaries

CS A. K. Labh

Place : Kolkata

Dated : 12/08/2016

Practicing Company Secretary

FCS – 4848 / CP No.-3238

In accordance with Clause 49 of the erstwhile Listing Agreement and Schedule V pursuant to Regulation 34(3) of the SEBI Listing Regulations with the Stock Exchanges of India, the report containing details of governance systems and processes at Simplex Projects Ltd. is as under-

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is ethically driven business mechanisms, relations, and processes by which an entity is controlled and directed and it involves balancing and harmonizing the multi-faceted needs, interests and concerns of the various stakeholders. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Simplex Projects Limited (SPL) believes in the philosophy of Corporate Governance that oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. The primary objective is to effectively and efficiently meet the expectations and aspirations of various stakeholders, in particular and of the society, at large.

At SPL, we are committed to sustainable and long-term growth of shareholders wealth, without compromising on the ethical and moral principles, generally expected from a corporate organization. Our Corporate Governance philosophy extends beyond just doing business for profit maximization, but also encompasses encouraging forward looking initiatives to strengthen our goodwill, playing responsible role as corporate citizen and also taking into

due consideration the objectives of various stakeholders. We ensure that we evolve and follow the corporate governance guidelines and best practices sincerely to not just boost long-term shareholders value, but to also respect minority rights.

The company considers its inherent responsibility to disclose timely and accurate information regarding our financials and performance, as well as the leadership and governance of the Company. The Company's corporate governance philosophy has been further strengthened through the adoption of the SPL Code of Conduct for Prevention of Insider Trading and the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

2. BOARD OF DIRECTORS

The Board of Directors of the Company has an optimum combination of Executive and Non-executive Directors with one Woman Director and fifty percent of the Board comprising of Independent Directors. Changes in the composition of the Board have already been disclosed in the Director's Report. Other disclosures are as under-

- a. As on March 31, 2016, the Company has six Directors. Of the six Directors, three (i.e. 50%) are Non-Executive Independent Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Act. The composition, category and relationship between the directors inter-se is as under:

Sl. No.	Name of the Director	Category	Relationship with other Directors
1.	Mr. Balkrishandas Mundhra	Chairman & Managing Director	Father of Mr. Sudarshan Das Mundhra
2.	Mr. Jai Kishan Bagri	Whole-time Director	None
3.	Mr. Sudarshan Das Mundhra	Whole-time Director	Son of Mr. Balkrishandas Mundhra
4.	Mr. Anand Chopra	Independent Director	None
5.	Mrs. Nandini Jhanwar	Independent Director	None
6.	Mr. Keshava Das Mundhra	Independent Director	None

- b. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he or she is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2016 have been made by the Directors.
- c. Independent Directors are Non-executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in

compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

- d. The Board of Directors met eight times, including an adjourned meeting, during the FY 2015- 16 and necessary quorum was present for all the meetings. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held:

May 27, 2015; August 12, 2015; September 24, 2015; November 13, 2015; November 20, 2015 (Adjourned Meeting); February 12, 2016; February 24, 2016 and March 28, 2016.

e. The details of the attendance of the Directors at the

various Board Meetings held during the year, last Annual General Meeting and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on March 31, 2016 are given herein below:

Name of the Director	No. of Board Meetings during the year 2015-16		Attendance at last AGM	Directorship in other Public Companies		Committee positions held in other Public Companies #	
	Held	Attended		Chairman	Member	Chairman	Member
Mr. Balkrishandas Mundhra	8	8	Yes	0	1	0	0
Mr. Jai Kishan Bagri	8	8	Yes	0	1	0	0
Mr. Sudarshan Das Mundhra	8	8	Yes	0	0	0	0
Mr. Anand Chopra	8	8	Yes	0	0	0	0
Mrs. Nandini Jhanwar	8	7	Yes	0	0	0	0
Mr. Shyam Das Mundhra	4	3	No	0	0	0	0
Mr. Nitindra Nath Som	3	3	Yes	0	1	0	0
Mr. Keshava Das Mundhra	2	2	N.A.	0	1	0	0

Only Chairmanship/ membership of the Audit Committee and Stakeholder's Relationship Committees are considered.

Notes:

- i) Eight Board Meetings held during the year, includes an Adjourned Board Meeting held on November 20, 2015.
- ii) Mr. Nitindra Nath Som and Mr. Shyam Das Mundhra ceased to be directors of the Company on September 24, 2015 and November 12, 2015, respectively. Accordingly, disclosure is being made upto that period only.
- iii) Mr. Keshava Das Mundhra was appointed as a Director in the Board Meeting held on February 12, 2016 and only two Board Meetings were held thereafter.

- f. During the year, a meeting of the Independent Directors was held on March 28, 2016. The Independent Directors, inter-alia, reviewed the performance of Non-independent Directors, Chairman of the Company and the Board as a whole.
- g. Non-executive Directors of the Company do not hold any shares of the Company.
- h. Pursuant to SEBI Listing Regulations, the Company had arranged a familiarization program for the

Independent Directors of your Company on February 16, 2016. The Independent Directors met the members of the Senior Management Team of the Company and discussed about the current state of operations of the Company. The details of the familiarization program is available on the website of the Company under the Investors Area tab (http://www.simplexprojects.com/form_doc/1459832542.pdf).

3. AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations, read with Section 177 of the Act. The members of the Committee are well qualified and financially literate and two-third of the Committee consists of Independent Directors.

The terms of reference of the Audit Committee are in accordance with the applicable provisions of the SEBI Listing Regulations and the Companies Act, 2013 and the rules framed thereunder. The references include, but are not limited to, the following:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by them;
- Reviewing, with the Management, the Annual Financial Statements and Auditor's Report thereon, before submission to the Board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by the management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any Related Party Transactions.
 - g) Qualifications in the draft audit report.
- Reviewing, with the Management, Quarterly Financial Statements and Auditor's Report thereon, before submission to the Board for approval;
- Reviewing, with the Management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of Internal Financial Controls and Risk Management Systems;
- Reviewing, with the Management, performance of the Statutory and Internal auditors and adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with the Internal Auditors of any significant findings and follow-up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussions with the statutory auditors before the audit commences, about the nature and scope of the audit as well as post-audit discussions to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to depositors, debenture holders, members (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower Mechanism/ Vigil mechanism.
- Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc of the candidate;
- Carrying out any other functions as specified in the terms of reference, as amended from time to time.

The composition of the Audit Committee changed during the year under review. Mr. Shyam Das Mundhra and Mr.

Nitindra Nath Som, former directors of the Company, ceased to be members of the Committee owing to their resignation as Directors of the Company. Mr. Jai Kishan Bagri and Mrs. Nandini Jhanwar were appointed as the members of the Committee on September 24, 2015, during the year under review.

The Committee Members met five times, including an adjourned meeting, during the FY 2015- 16. Necessary quorum was not

present for the meetings scheduled on November 13, 2015 and accordingly, it was adjourned to November 20, 2015. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held:

May 27, 2015; August 12, 2015; November 13, 2015 (Meeting Adjourned due to lack of Quorum); November 20, 2015 (Adjourned Meeting) and February 12, 2016.

The composition of the Audit Committee as on March 31, 2016 and the details of meetings attended by its members are given below:

Name of the Director	Category	No. of meetings during the Financial Year 2015-16	
		Held	Attended
Mr. Anand Chopra (Chairman)	Non-executive Independent Director	5	5
Mr. Shyam Das Mundhra	Non-executive Independent Director	2	2
Mr. Nitindra Nath Som	Non-executive Independent Director	2	2
Mr. Jai Kishan Bagri	Executive Whole-time Director	3	3
Mrs. Nandini Jhanwar	Non-executive Independent Director	3	2

Notes:

- i. The five Committee Meetings held during the year includes an Adjourned Meeting held on November 20, 2015.
- ii. Mr. Shyam Das Mundhra and Mr. Nitindra Nath Som, former directors and members of the Committee, ceased to be members of the Audit Committee w.e.f. September 24, 2015. They both attended the first two meetings of the Committee, before cessation of their appointment.
- iii. Mr. Jai Kishan Bagri and Mrs. Nandini Jhanwar were appointed as members of the Committee in the Board Meeting held on September 24, 2015.

The Chairman of the Audit Committee, Mr. Anand Chopra was present at the last Annual General Meeting of the Company held on September 24, 2015 to answer members' queries.

The Chief Financial Officer and Representative of the Statutory Auditors are invited for the meetings of the Audit Committee.

4. NOMINATION & REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is duly constituted in line with the provisions of Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act. The Broad terms of reference of the Committee include the following:

- To identify and recommend persons who are qualified to become Directors and who may be appointed in Senior Management Personnel, and also recommend to the Board for their re-appointment and removal.
- To recommend the Board the setup and composition of the Board and its committees, and to also periodically review the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- To formulate the policy/criteria for determining the 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.

- To Recommend the Board the Remuneration Policy for directors, Key Managerial Personnel, other Senior Management as well as the rest of the employees.
- To carry out the evaluation of all the Directors, Independent Directors and the Board as a whole and its committees. This shall include "Formulation of criteria for evaluation of Independent Directors and the Board".
- To oversee the performance and review the contributions made by the Key Managerial Personnel and other Senior Executives of the Company.
- To devise policy on Board diversity.
- To perform such other duties and responsibilities as may be consistent with the provisions of the Committee charter.

As on March 31, 2016, this Committee comprised three

Independent Directors. They are Mr. Keshava Das Mundhra (Appointed as Chairman of the Committee on February 24, 2016), Mr. Anand Chopra and Mrs. Nandini Jhanwar.

The Committee met two times during the year under review, i.e., on August 11, 2015 and February 1, 2016. The

Minutes of the Nomination and Remuneration Committee Meetings are noted by the Board. In the meeting held on August 11, Mr. Shyam Das Mundhra and Mr. Nitindra Nath Som were the members of the Committee and were present for the meeting.

The composition of the Committee and details of the meetings attended by its members are given below:

Name of the Director	Category	No. of meetings during the Financial Year 2015-16	
		Held	Attended
Mr. Keshava Das Mundhra (Chairman)	Non-executive Independent Director	-	-
Mr. Anand Chopra	Non-executive Independent Director	2	2
Mr. Shyam Das Mundhra	Non-executive Independent Director	1	1
Mr. Nitindra Nath Som	Non-executive Independent Director	1	1
Mrs. Nandini Jhanwar	Non-executive Independent Director	1	1

Notes:

- Mr. Keshava Das Mundhra was appointed as the Chairman Member of the Committee in the Board Meeting held on February 24, 2016. No meeting of the Committee was convened since his appointment.
- Prior to Mr. Keshava Das Mundhra, Mr. Anand Chopra served as the Chairman of the Committee and attended both the meetings of the Committee as the Chairman held during the year under review.
- Mr. Shyam Das Mundhra and Mr. Nitindra Nath Som, former directors and members of the Committee, ceased to be members of the Nomination & Remuneration Committee from September 24, 2015. They both attended the first meeting of the Committee for the year, before cessation of their appointment.
- Mrs. Nandini Jhanwar was appointed as members of the Committee in the Board Meeting held on September 24, 2015 and was present in the meeting convened thereafter.

Performance Evaluation Criteria for Independent Directors

At SPL, all the directors, including the Independent Directors, and the Board as a whole, including its committees, are periodically reviewed both by the Nomination & Remuneration Committee and the Board of Directors. Such periodical review helps the Company to assess the performance and contribution of the directors

and objectively decide whether to appoint, re-appoint or remove the director.

The performance evaluation criteria for the Independent Directors are determined by the Nomination & Remuneration Committee. Some of the specific issues and questions that are considered in the performance evaluation of an Independent Director are set out below:

S. No.	Assessment Criteria
1.	Attendance and participation in the board and committee meetings and timely inputs on the minutes of the meetings, including Resolutions passed by Circulation.
2.	Adherence to the ethical standards & code of conduct of the Company and disclosure of non-independence, as and when it arises and disclosure of interest.
3.	Effective deployment of knowledge and constructive contribution to the issues being discussed at meetings.
4.	Effective management of interpersonal relationship with other directors, management and various stakeholders.
5.	Maintenance of integrity and confidentiality of the matters discussed at the meetings.
6.	Understanding the internal and external environment in which the Company operates and contribution to strategic decision making.
7.	Safeguarding the interest of whistle-blowers under the Vigil Mechanism.

The procedure of evaluation has also been disclosed in the Director's Report, which forms an integral part of this Corporate Governance Report.

5. REMUNERATION OF DIRECTORS

a. Remuneration Policy

Based on the recommendation of the Nomination & Remuneration Committee, the Board has approved the Remuneration Policy of the Company, which is designed to foster a culture of efficient and effective performance by the Directors and the Senior Management of the Company. It enables the Company to attract, retain and motivate employees to achieve results.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director and the Executive Directors. While determining the remuneration of the Executive Directors and the Key Managerial Personnel, the Board, on the recommendation of the Nomination & Remuneration Committee, considers the following factors:

- i. Existing remuneration drawn by the candidate
- ii. Industry standards, if the data in this regard is

Details of the sitting fees paid to the Non-executive Directors during the year 2015-16 are as under:

S. No.	Name of the Director	Sitting Fees Paid (₹)
1.	Mr. Anand Chopra	27,018
2.	Mr. Shyam Das Mundhra	9,006
3.	Mr. Nitindra Nath Som	9,006
4.	Mrs. Nandini Jhanwar	19,513
5.	Mr. Keshava Das Mundhra	4,503

c. Details of Remuneration paid to Directions

The remuneration paid to Executive Directors of the Company is in compliance to the provisions stipulated in the Act, read along with the rules made there under.

The remuneration is fixed by the members of the Company at General Meetings of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors.

Details of the remuneration paid to Executive Directors during the year 2015-16 are as under:

(₹ in Lakh)

S. No.	Name of the Director	Salary	Medical	Other Perquisites	Total
1.	Mr. Balkrishandas Mundhra (Chairman & Managing Director)	48.00	2.40	9.60	60.00
2.	Mr. Jai Kishan Bagri (Whole-time Director)	17.38	3.56	0.87	21.81
3.	Mr. Sudarshan Das Mundhra (Whole-time Director)	15.44	3.16	0.77	19.37

available

- iii. The nature and extent of job description
- iv. Qualifications and experience level of the candidate

The remuneration payable to the candidate shall not exceed the permissible limits, as mentioned within the provisions of the Companies Act, 2013. Only the Non-executive Directors are eligible to receive sitting fees for the Board and Committee Meetings, which does not exceed the limits prescribed by the provisions of the Act.

b. Pecuniary Relationship or Transaction of Non-executive Directions

The Non-executive Directors of the Company are only entitled to receive sitting fees (Rs. 1501/-) for the Board and Committee Meetings attended by them. Apart from receiving the sitting fees, they are not eligible to receive any remuneration or commission, by whatever name it be called.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Company, inter alia, monitors and reviews investor's grievances and is responsible for the satisfactory redressal of investor's complaints and recommends measures for overall improvement in the quality of services. The committee consists of three Directors viz. Mr. Anand Chopra (Chairman of the Committee), Mrs. Nandini Jhanwar and Mr. Keshava Das Mundhra. All the three members of the Committee are Non-executive Independent Directors. During the year under review, the Committee met once on January 11, 2016.

The details of Investor Complaints received and redressed during the year 2015-16 are as follows:

No. of Pending Complaints at the beginning of the year	NIL
No. of Complaints received during the year	1
No. of Complaints resolved during the year	1
No. of Complaints not redressed to the satisfaction of shareholder	NIL
No. of Pending Complaints at the end of the year	NIL

Financial Year	Date of AGM	Time	Whether Special Resolution Passed	Venue
2014-15	24.09.2015	11:00 AM	Yes	Rotary Sadan 94/2, Chowringhee Road Kolkata - 700 020
2013-14	10.09.2014	11:00 AM	Yes	
2012-13	23.09.2013	03:30 PM	No	

b. Postal Ballot

No resolutions have been passed through Postal Ballot in any of the Previous Years nor has been proposed during the Current Year.

9. MEANS OF COMMUNICATION

Timely disclosure of consistent, comparable, relevant and reliable information on corporate financial performance is at the core of good governance. Towards this end, the quarterly financial results of the Company are announced within the time line prescribed by the SEBI Listing Regulations. The Company publishes its results generally in Financial Express and Arthik Lipi, after submitting it to the Stock Exchanges, once approved by the Board of Directors.

The Company Secretary, Mr Anil Jain, was the compliance officer till February 24, 2016. The company is in the process of recruiting the Company Secretary and in the interim period Mr Balkrishandas Mundhra, the Chairman & Managing Director, is acting as the Compliance Officer.

7. RISK MANAGEMENT COMMITTEE

In accordance with the provisions of Clause 49 of the erstwhile Listing Agreement and Regulation 21 of the SEBI Listing Regulations, the Board of Directors of the Company has constituted a Risk Management Committee to oversee tangible threats to the overall growth prospects of the Company. The committee analysis the prospective opportunities and threats to the Company and forwards it's reports to the Board of Directors to take proactive actions.

Mr. Jai Kishan Bagri, Whole-time Director, is the Chairman of the committee. Other members of the committee include Mr. Anand Chopra and Mrs. Nandini Jhanwar. During the year under review, the committee met once on March 28, 2016.

1. GENERAL BODY MEETINGS

a. Annual General Meetings (AGM)

The said results are also available on the website of the Company- www.simplexprojects.com - in the Investors Area.

10. GENERAL SHAREHOLDER INFORMATION

a. Annual General Meeting for Financial Year 2015-16

Date	September 28, 2016
Time	3:00 P.M.
Venue	ROTARY SADAN, 94/2, Chowringhee Road, Kolkata 700 020

- b. Financial Year:** As per the provisions of Section 2(41) of the Act, the Financial Year of the Company commences on April 1st of a year and ends on March 31st of the succeeding year. This Annual Report covers the Financial Year from April 1, 2015 to March 31, 2016
- c. Dividend Payment Date:** Not Applicable
- d. Listing on Stock Exchanges:** The equity shares of the Company are listed on BSE Ltd. (BSE) and the National Stock Exchange of India Ltd. (NSE). The annual listing fees for the year 2015-16 have been paid to both the Stock Exchanges.

Name & Address of the Stock Exchange	Scrip Code
BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	532877
National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051	SIMPLEX EQ
ISIN Number	INE898F01018

e. Market Price Data

(i) BSE Ltd.

Month	High (Rs.)	Low (Rs.)	Total No. of Shares Traded
April 2015	41.00	30.60	10,589
May 2015	34.80	27.55	16,454
June 2015	32.00	23.25	79,351
July 2015	37.40	25.15	64,739
August 2015	30.00	20.50	43,352
September 2015	26.50	19.85	16,997
October 2015	32.40	23.30	47,185
November 2015	36.90	24.00	56,938
December 2015	47.90	28.50	4,85,564
January 2016	38.90	26.00	1,45,352
February 2016	32.80	21.50	23,826
March 2016	26.80	21.10	2,17,532

(i) National Stock Exchange of India Ltd.

Month	High (Rs.)	Low (Rs.)	Total No. of Shares Traded
April 2015	43.00	31.10	37,877
May 2015	39.00	27.10	75,250
June 2015	31.80	23.05	61,908
July 2015	34.80	24.80	234,194
August 2015	30.00	20.00	138,118
September 2015	26.80	19.45	91,739
October 2015	32.90	22.70	125,962
November 2015	36.20	23.20	140,482
December 2015	45.45	27.75	1,182,015
January 2016	38.60	25.00	235,888
February 2016	30.90	21.35	109,906
March 2016	27.70	20.40	302,068

f. Performance in Comparison to Broad-based indices

	31.03.16	01.04.16	Change (%)
Share Prices of Simplex Projects Ltd. (₹) (BSE) v/s BSE Sensex	23.25	34.10	-31.82
	25341.86	27954.86	-9.35
Share Price of Simplex Projects Ltd. (₹) (NSE) v/s NSE NIFTY	22.85	36.05	-36.62
	7738.40	8483.70	-8.79

g. Registrar & Share Transfer Agents: M/s Cameo Corporate Services Limited,

“Subramanian Building”
1, Club House Road,
Chennai – 600002
Tel: +91- 44 – 2846 0390/ 2252 0464
Fax: +91- 44 – 2846 0129

h. Share Transfer System:

M/s. Cameo Corporate Services Ltd. has been appointed as the Company's Registrar and Share Transfer Agents. All share transfers and related activities are conducted by them, in accordance with

the stipulated guidelines. The authority relating to transfer of shares and allied work relating to servicing of investors has been delegated by the Board to the Stakeholder's Relationship Committee.

i. Distribution of Shareholding:

No. of Shares	No. of Holders	% of Total	Total Shares	% of Total Shares
1 - 5000	5792	89.0392	445732	3.5374
5001 - 10000	350	5.3804	292217	2.3191
10001 - 20000	164	2.5211	249404	1.9793
20001 - 30000	56	0.8608	139142	1.1042
30001 - 40000	26	0.3996	91277	0.7243
40001 - 50000	24	0.3689	114120	0.9056
50001 - 100000	44	0.6764	292212	2.319
100001 - And Above	49	0.7532	10976274	87.1106
Total :	6505	100	12600378	100

j. Dematerialization of Shares & Liquidity:

Category	No. of Holders	Total Positions	% Of Holdings
PHYSICAL	17	204935	1.626419
NSDL	4280	10835101	85.990285
CDSL	2208	1560342	12.383295
TOTAL	6505	12600378	100

k. Plant Location:

The Company has various work sites spread throughout the country and the operations are controlled by the Head Office and has its Branch offices at New Delhi and Kuwait.

l. Address for correspondence:

REGISTERED OFFICE	CORPORATE OFFICE
12/1, Nellie Sengupta Sarani, Kolkata 700 087 Tel: + 91-33-2252-7231/7232	11/1C/2, East Topsia Road, Kolkata 700 046 Tel: + 91-33-2285 4125/ 6634 1200 Fax: + 91-33-2285 2105

Investors' correspondence may be addressed to:

Secretarial Department
Simplex Projects Limited
12/1, Nellie Sengupta Sarani, Kolkata 700087
Email ID: investors@simplexprojects.com

Transactions with the Related Parties have been disclosed in Notes to the Financial Statements, in compliance with the requirements under Accounting Standard 18.

Pursuant to Regulation 23 of the SEBI Listing Regulations, the Company has formulated a policy on Related Party Transaction Policy, which is available on the website of the Company at the following link:
http://www.simplexprojects.com/form_doc/1416907473.pdf

11. DISCLOSURES

a. Materially Significant Related Party Transactions

During the year under review, there were no Materially Significant Related Party Transactions that may have potential conflict with the interests of the Company.

b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or the SEBI or any statutory authority, on any matter related to capital markets, during the last three years 2013-14, 2014-15 and 2015-16 respectively: **NIL**

c. Vigil Mechanism / Whistle Blower Policy

The Company promotes ethical behavior in all its business activities and has in place Vigil Mechanism/ Whistle Blower policy, pursuant to Regulation 22 of the SEBI Listing Regulations, for reporting illegal or unethical behavior. The Policy has been made available on the website of the Company.

Further, the Board affirms that no person has been denied access to the Chairman of the Audit Committee, who overlooks the functioning of the Vigil Mechanism.

d. Material Subsidiary Policy

As on March 31, 2016, the Company has one subsidiary, Simplex Agri-Infra Service Private Ltd., which does not fall into the category of a Material Subsidiary. During the year under review, Simpark Infrastructure Private

Ltd. ceased to be a Wholly owned subsidiary of the Company.

The Company has adopted a policy for determining 'material' subsidiaries and the same has been disclosed on the website of the Company at the following link:

http://www.simplexprojects.com/form_doc/1428732078.pdf

e. Adoption of Discretionary requirements

The Internal Auditor of the Company is appointed on the recommendation of the Audit Committee and is given the opportunity to report directly to the Committee. As a measure of good Corporate Governance, the Audit Committee invites the Internal Auditor to discuss the findings that may adversely affect the financial controls and performance of the Company.

The Company prepares half-yearly Financial Statements for six months ended September 30, every year. The same is forwarded to the Stock Exchange(s), published in newspapers and also displayed on the Company's website. Accordingly, it does not envisage sending the same separately.

12. DISCLOSURES OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

S. No.	Particulars	Regulation	Compliance Status (Yes/ No/ N.A.)	Compliance Observed for the following
1.	Board of Directors	17	Yes	<ul style="list-style-type: none"> ● Composition of the Board ● Time Gap between Meetings ● Review of Compliance Reports ● Plans for orderly succession for appointments ● Code of Conduct ● Fees / compensation to Non-Executive Directors ● Minimum information to be placed before the Board ● Compliance Certificate ● Risk assessment and management ● Performance evaluation of Independent Directors
2.	Audit Committee	18	Yes	<ul style="list-style-type: none"> ● Composition of the Committee ● Time Gap between Meetings ● Powers of the Committee ● Role of the Committee and review of information by the Committee
3.	Nomination & Remuneration Committee	19	Yes	<ul style="list-style-type: none"> ● Composition of the Committee ● Role of the Committee
4.	Stakeholder Relationship Committee	20	Yes	<ul style="list-style-type: none"> ● Composition of the Committee ● Role of the Committee

S. No.	Particulars	Regulation	Compliance Status (Yes/ No/ N.A.)	Compliance Observed for the following
5.	Risk Management Committee	21	N.A.	The Company has, however, voluntarily established a Risk Management Committee. Adequate disclosure has been made in the Directors Report.
6.	Vigil Mechanism	22	Yes	<ul style="list-style-type: none"> ● Formulation of Vigil Mechanism for Directors and employees ● Provision for adequate safeguards against victimization of the Whistle Blower. ● Direct access to Chairperson of Audit Committee
7.	Related Party Transaction	23	Yes	<ul style="list-style-type: none"> ● Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions ● Approval including omnibus approval of Audit Committee ● Review of Related Party Transactions by the Audit Committee ● There were no material Related Party Transactions during the year under review
8.	Subsidiaries	24	Yes	<ul style="list-style-type: none"> ● There was no material subsidiary of the Company and as a result the other compliance in respect of material subsidiary were not applicable ● Review of Financial Statements and Investments of unlisted subsidiary by the Audit Committee ● Significant transactions and arrangements of unlisted subsidiary
9.	Independent Directors	25	Yes	<ul style="list-style-type: none"> ● Maximum directorships and tenure ● Meetings of Independent Directors ● Familiarisation of Independent Directors
10.	Directors & Senior Management	26	Yes	<ul style="list-style-type: none"> ● Memberships / Chairmanships in Committees ● Affirmation on compliance of Code of Conduct by Directors and Senior Management ● Disclosure of shareholding by Non-Executive Directors ● Disclosures by Senior Management about potential conflicts of interest
11.	Other Corporate Governance Requirements	27	Yes	<ul style="list-style-type: none"> ● Compliance with certain provisions of the discretionary requirements ● Filing of quarterly compliance report on Corporate Governance
12.	Website	40(2)(b) to (i)	Yes	The Company publishes all the relevant information needed to be published on the website of the Company. Further, the website is updated, as and when required, within the stipulated time period of 2 working days.

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm and declare that, pursuant to Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, 2015, all the Members of the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Board of Directors and Senior Management for the year ended March 31, 2016.

For **SIMPLEX PROJECTS LIMITED**

B K Mundhra

Chairman & Managing Director
(DIN – 00013125)

Date : August 12, 2016

**CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER
(CFO) PURSUANT TO REGULATION 17(8) OF SEBI LISTING REGULATIONS**

We, B. K. Mundhra, Chairman & Managing Director and P. K. Mishra, Sr. Vice President (Finance) & Chief Financial Officer (CFO) of M/s. Simplex Projects 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 March 31, 2016 and that to the best of our knowledge and belief-
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, there are 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 the 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 they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- (i) Significant changes, if any, in Internal Control over financial reporting during the year;
 - (ii) Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have 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.

For **SIMPLEX PROJECTS LIMITED**

B K Mundhra

Chairman & Managing Director
(DIN – 00013125)

P. K. Mishra

Chief Financial Officer
(PAN - AERPM8577R)

Date : August 12, 2016

CERTIFICATE ON CORPORATE GOVERNANCE
(Pursuant to Clause E of Schedule V of the SEBI Listing Regulations)

SIMPLEX
PROJECTS LIMITED



To the Members of

SIMPLEX PROJECTS LIMITED

We have examined the compliance of conditions of Corporate Governance by **Simplex Projects Ltd.** ("the Company") ended on March 31, 2016 as stipulated in clause 49 of the Listing Agreement ("Listing Agreement") of the Company with the stock exchanges for the period April 1, 2015 to November 30, 2015 and as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as referred to in Regulation 15(2) of the Listing Regulations for the period December 1, 2015 to March 31, 2016.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit for an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement / Listing Regulations, as applicable.

The Company does not have a Company Secretary since 24.02.2016.

We further state such Compliance is an 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 **A. K. Labh & Co.**
Company Secretaries

CS A. K. Labh
Practicing Company Secretary
FCS - 4848 / CP No - 3238

Place: Kolkata

Date : August 12, 2016



Macroeconomic Review

The global macroeconomic landscape is currently going through a rough and uncertain terrain characterised by weak growth of world output. Even in these trying and uncertain circumstances, India's growth story has remained largely positive on the strength of domestic economy. According to the advance estimates made available by the Central Statistical Organisation (CSO), the country will have succeeded in achieving a robust and steady pace of economic growth in 2015-16 as it did in 2014-15. Real Gross Value Added (GVA) is expected to grow by 7.3% in 2015-16 versus 7.1% in 2014-15. Importantly, there has been a revival in industrial output — from 5.9% growth in 2014-15 to 7.3% in 2015-16, driven primarily by a recovery in manufacturing, which clocked 9.5% growth in 2015-16 compared to 5.5% in 2014-15. (Source: Ministry of Statistics and Programme Implementation (MOSPI), Government of India.

Additionally, its other macroeconomic parameters like inflation, fiscal deficit and current account balance have exhibited distinct signs of improvement. Wholesale price inflation has been in negative territory for more than a year and the all-important consumer prices inflation has declined to nearly half of what it was a few years ago.

The CPI inflation, compared to 10.9% in 2013, the level was down to 5.9% in 2015. With inflation under control, the Reserve Bank of India (RBI) has eased monetary policy and reduced the benchmark repo rate in three instalments by a total of 100 basis points. Consequently, lending rates have reduced marginally. The base rate for scheduled commercial banks, which was 10.25% in 2013-14 has reduced to 9.7% by the end of Q3, 2015-16. Having said so, interest rates need to come down further to really bolster investments.

While there is much to cheer, there are also certain concern areas. Weak growth in advanced and emerging economies has taken its toll on India's exports. In fact, exports reduced by 6.3% over 2015-16. Thankfully, imports have also declined, principally on account of reduced prices of crude oil for which the country is heavily dependent on imports and, hence, the trade and current account deficits continue to be moderate. Growth in agriculture has slackened due to two successive years of less than-normal monsoon rains. Saving and investment rates are showing hardly any signs of revival. The rupee has depreciated vis-à-vis the US dollar, like most other currencies in the world, although less so in magnitude. At the same time, it has appreciated against a number of other major currencies. More importantly, the economy has not yet realised close to its potential as several reform measures are yet to take off and make any material impact.

India's Construction and Infrastructure Sector

After recording impressive growth in the early part of this decade, the construction sector in India has witnessed steady decline in growth. After an impressive 10.8% growth in 2011-12, the sector has seen growth plummet down. In fact, in 2015-16 growth reduced to 3.7% compared to 4.4% in 2014-15.

This slowdown in activity has had an adverse effect on the entire construction industry in India. Most companies across the industry are riddled with large debt burdens and very tight cash flows which have severely hampered operations. To elucidate this further, let us take a more granular look at the state of infrastructure in India today. The construction and infrastructure sector and economic growth have a symbiotic relationship. As described in The Economic Survey of India, 2015-16, infrastructure is a sine qua non or absolute necessity for robust economic growth in India. In direct terms, the construction sector is the second largest segment after agriculture in India's economy providing employment to 40 million people and contributing to around 8% of India's GDP. In indirect terms, as noted in a study conducted by ASSOCHAM, the output multiplier demonstrates how an increase in demand of Indian construction sector can lead to an increase in overall output of the economy by 2.4 times thereby showcasing strong backward linkages of the sector with ancillary and complementary industries such as cement, steel, iron, bricks, sand, chemicals, heavy machines and equipment, sanitary ware, wood, electrical and other fixtures, paints and others. Equally, steady economic growth is essential to create a balance between risk and return in long term investments like infrastructure projects, in order to attract capital into the sector. Finally, the general economic well-being and purchasing power of the population needs to improve to afford and sustain better infrastructure. Given India's ambition for sustained economic growth of over 8%, there are several gaps prevailing today in terms of road networks, power, water works, urban infrastructure and logistics support facilities in India. Bridging these gaps is essential to create a more competitive economy that can cater to domestic and global demand.

Opportunities & Threats

Several estimates by research organisations suggest a requirement of over US\$1 trillion investment in the sector over the next five years. The Government of India (GoI) has recognised this and launched several reform measures to boost sectors like roads, railways, power distribution, rural and urban development. The Union Budget 2016-17 has allocated a record ₹ 2.21 lakh crore for the infrastructure sector. The roads sector alone has been allocated ₹ 97,000 crore as the government plans to award 10,000 kilometres of new road projects in 2016-17, including ₹

19,000 crore earmarked for rural roads under the Pradhan Mantri Gram Sadak Yojna. In addition, the Government has initiated several policy reform measures to support the sector. This includes promotion of hybrid method of road development, reform measures for state electricity boards and power distribution, redeveloping inland water ways and thrust on renewable energy. Unfortunately, much of the measures are yet to translate into development work on the ground, and important initiatives like changes to the land acquisition bill and issues related to coal allocations are yet to be resolved politically. The biggest issue in the sector is the legacy of stalled projects, which have accumulated due to the freeze in decision making over the last five years. This legacy has far reaching adverse repercussions on the execution of work going forward. During the last financial year, the Gol had taken steps to expedite the progress of stalled projects and constituted a special project monitoring group (PMG) to support this initiative. As per the latest available data, a total of 304 projects involving an investment of ₹ 12,75,877 crore remain stalled as on February 1, 2016. While this is 33% less than the figure released by the PMG in March 2015, new projects are being added to the stalled list on a quarterly basis. In fact, the top 100 stalled projects — mostly in the power, steel, railways and petroleum sectors — account for the lion's share of investments at ₹ 10,41,281 crore.

Not only have these stalled project disturbed the momentum in creation of physical infrastructure, they have substantially affected the financial strength of different stakeholders in the industry. Private developers and the construction companies have borne the brunt of malaise. They undertook labour mobilisation and deployed fixed resources, which were not sufficiently utilised due to project stoppages — contributing to massive cost over-runs. The government or quasi-government execution agencies have not been taking any decision on this and, more often than not, are holding back payments. As a result, the number and amount of claims of construction companies on the executing agencies have mounted substantially and most have had to approach arbitrators in dispute resolution processes to get their claims.

Unfortunately, the entire infrastructure and construction sector is highly strapped for cash. As long as such legacy issues are not expeditiously dealt with, there is very little scope of serious revival of the sector as most companies do not have the financial strength to absorb the losses of the past and continue financing new projects. A noteworthy development was the enactment of two legislations, namely the Arbitration and Conciliation (Amendment) Act, 2015, and The Commercial Courts, Commercial Division And Commercial Appellate Division of High Courts Act, 2015. While the sector has opportunities and the Gol is making attempts to revive it, 2015-16 remained a disappointing

year in terms of on-ground development. However, early signals suggest that better is expected in 2016 particularly regarding roads, urban development, inland waterways, power distribution and railways.

We are hopeful of this business seeing more traction in the years to come.

Outlook

The Indian Economic growth is projected to remain robust in the years to come. The Public investment has picked up and we also envisage faster clearance of key projects; better infrastructure and greater ease of doing business. We believe that the government's fiscal policy will remain supportive and investments in the energy, transport, infrastructure and core areas would be promoted. The Company remains confident on the prospects of the business however an upside to its performance would directly correlate to the way overall economy performs. If the overall capex activity picks up in India, the Company may have a quicker translation of orders into sales and thus a better performance. The Company believes that the government is taking effective measures to take care of economic activity revival. Sooner than later, it should see the momentum coming back in the economy.

Risk and Concerns

As far as the industry, in which your Company does its business, is concerned, the significant challenges to gear business included high cost pressure from customers to reduce investment costs, quick response times for quotations, technology upgrades, lack of skilled labour, material costs, the overall economy and supply chain issues. However, the increase in capital expenditure for vendors also could pose a challenge to the growth of this market. However, your Company has surpassed all the internal challenges like, technology upgrades, lack of skilled labour, supply chain, etc. to continue the momentum in business operations. The external challenges can be met as economic reforms will get in placed because of a stable government

As your Company caters to various segments it can maintain growth momentum by setting off slowdown of one sector with growth of the other in different industries, if in case the capex in each of the sector, being interest rate sensitive, is deferred in the current high interest rate regime.

Internal Control System

Internal Controls are continuously evaluated by the Internal Auditors and Management. Findings from internal audits are reviewed by the Management and by the Audit Committee and corrective actions and controls have been put in place wherever necessary. Scope of work of Internal

Auditors covers review of controls on accounting, statutory and other compliances and operational areas in addition to reviews relating to efficiency and economy in operations.

Financial Performance

From a financial perspective, on Consolidated basis, for the financial year ended March 31, 2016, your Company has achieved a Gross Turnover of ₹ 42657.21 Lacs as against Rs. 53071.65 Lacs for the previous period. The turnover of the Company has thus shown a decline of 19.62%. On Standalone basis, the Gross Turnover for the Financial Year 2015-16 at ₹ 42116.51 Lacs was lower by 19.16% over last year (₹ 52099.06 Lacs in FY 2014-15). The Company on Standalone basis has incurred a loss of ₹ 8533.51 Lacs (after interest and depreciation charges) as against a loss of ₹ 3403.67 Lacs for the previous year, thus showing a decline of ₹ 5129.84 Lacs.

Our focus area continues to be the execution of civil engineering projects with specialization on piling, building, bridge and flyovers. Further your Company had been successful in bagging various contracts for execution of Infrastructure Projects. Our order book position as on March 31, 2016 was in tune of ₹ 900 Crores, of which

approx Rs.650 Crores were domestic projects, while the balance amount of about ₹ 250 Crores were overseas. The Company expects substantial increase in the order book position in next 6 – 9 months time.

Human Resources

During 2015-16, some projects moving into the mobilisation phase and few nearing completion of execution, the focus of HR was primarily on external hiring, timely resource mobilisation, resource redeployment, training and up-skilling at various levels. New talents were inducted into the organisation to fill leadership gaps at the middle to senior level within the organisation. External hiring were done at junior levels and through rigorous trainings, such hires were made organisation ready for taking up various positions at the site execution level. Year 2015-16 was a year of consolidation and hence the remuneration and benefits mostly remained unaltered. The employee performance assessment process was initiated during the last quarter of the year. Safety related training also remained as one of the primary focus areas.

As at the end of the year, the number of Engineers/Officers employed by the Company was 223.

To
The Members of
Simplex Projects Limited

Report on the Standalone Financial Statements:

1. We have audited the accompanying standalone financial statements of Simplex Projects Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements:

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

Auditors' Responsibilities:

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

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

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

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

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

Basis of Qualified Opinion

4. a) Attention is invited to Note no. 33 regarding company's branch at Libya which has stopped functioning due to political unrest prevailing there. The total expenses incurred at the branch during the year amounts to ₹ 1,066.84 Lakhs including depreciation which have been transferred to work in progress and the total assets of the branch as on the balance sheet date amounts to ₹ 97,774.26 Lakhs. The management has certified the financial accounts, assets and liabilities of the branch as on 31.03.2016 and is confident of realising the above amounts and hence no adjustments have been considered necessary in the accounts by them.
- b) In view of the lack of adequate information we are unable to comment on the extent of the eventual recoverability of the amounts due and the assets at Libya. The impact of this matter on the financial statement, profits for the period, assets and liabilities and EPS of the Company is not ascertainable presently at this stage and hence we are unable to express our opinion on the impact of the same on the financial statements of the Company for the year.
- c) Investment of ₹ 542.94 lakhs in the partnership firm Simplex Projects (Netherlands) Co-operative U.A. is doubtful of recovery since project has not started and no provision for the same has been

made by the company due to this loss of the company is understated by ₹ 542.94 lakhs and Reserves of the Company over one stated by same amount.

- d) We did not audit the financial statements of two branches at Libya and Kuwait included in the standalone financial statements of the Company whose financial statements reflect total assets of ₹ 109,040.02 as at 31st March, 2016 and total revenues of ₹ 14,642.41 for the year ended on that date, as considered in the standalone financial statements. The financial statements of these branches are unaudited and have been furnished to us by the management and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of management.

Qualified Opinion:

5. In our opinion and to the best of our information and according to the explanations given to us except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2016 and its loss and its Cash Flow for the year ended on the date.

Emphasis of Matter:

6. We draw attention to the following matters in the notes to the following statement.
- a) note no. 29 regarding closing balance confirmations of Debtors, creditors, earnest Money, loans and advances being unconfirmed in respect of which we are unable to express our opinion.
- b) note no. 18 and 22 regarding recoverability of claim aggregating ₹ 560.92 Lakhs in arbitration and note no. 22 regarding overdue amounts of Work-In-Progress aggregating ₹ 1,528.36 Lakhs respectively due to disputes with the customers. The ultimate outcome of these disputes cannot be determined. However the company is of the view that these amounts are recoverable and no provision is required against the same.
- c) note no. 34 regarding foreign exchange fluctuation on account of overseas borrowing which has been amortized by treating the same as long term from the initial time of borrowing. Due to this profit has increased by ₹ 911.64 Lakhs for the year as the same is amortized.
- d) The company has not made any provision against

Trade Receivables of more than three years amounting to ₹ 990.42 Lakh and Advances paid to suppliers of material and Subcontractors amounting to ₹ 4,073 lakhs for more than 3 years, and advance against projects ₹ 665.50 lakhs which according to management are recoverable / adjustable and no provision is required for the same.

- e) Attention is invited to note no. 31 regarding materials in transit amounting to ₹ 465.29 lakhs which have been charged to capital work in progress but the materials are still lying at the port.

Our opinion is not modified in respect of these matters except as otherwise stated.

Report on Other Legal and Regulatory Requirements:

7. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure (A) a statement on the matters specified in paragraphs 3 and 4 of the Order.
8. **As required by section 143(3) of the Act, we report that:**
- a) except for the indeterminate effect of matter referred to in paragraph 4(a) to (d) above, we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion, except for the effect of the matter described in the Basis for Qualified opinion paragraph 4(a) to (d) above, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books except in case of branches which have not have audited and for which we are unable to give our comments.
- c) The reports on the accounts of the two branch offices of the Company duly certified by the management have been given us and have been properly dealt with by us in preparing this report.
- d) except for the matter referred to in paragraph 4(a) to (d) and above, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the certified accounts of the two branches given by the management.
- e) in our opinion, except for the effects of the matter described in the Basis for Qualified Opinion paragraph 4 above the aforesaid standalone

financial statement comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014.

- f) The matter described in the Basis for Qualified Opinion paragraph 4 above in our opinion may have an adverse effect on the function of the Company.
- g) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164(2) of the Act.
- h) The qualification relating to the maintenance of accounts and other matters connected therewith reference is drawn to Basis of Qualified Opinion paragraph to the financial statements and the matters are as stated in the Basis of Qualified Opinion paragraph above.
- i) 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
- j) With respect to the other matters to be included in the Auditors' 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 standalone financial position, as detailed in Note 35 to the standalone financial statements;
 - ii) the Company has long term contracts as on 31st March, 2016 for which there were no materials foressable losses, and
 - ii) there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company at the end of the year.

For Chaturvedi & Company
Chartered Accountants
(Firm Reg. No. 302137E)

Nilima Joshi
Partner

Place : Kolkata
Date : 30th May, 2016

Membership No. 52122



(Referred to in paragraph 7 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The company has generally maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year end (except for the assets deployed at its branch in Libya and Kuwait), which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification. However, in absence of physical verification at its branch in Libya and Kuwait, we are unable to comment on the discrepancies therein, if any.
- (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 the immovable properties are held in the name of the Company.
- (ii) As explained to us, the inventories were physically verified during the year by the Management except for the branch at Libya at reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) (a) According to the information and explanation given to us, the company has granted interest free advance in the nature of loans to two parties (one subsidiaries of the company and one Joint Venture) which are covered in the register maintained under section 189 of the Companies Act 2013.
- (b) The advance in the nature of loans are given interest free.
- (c) According to the information and explanation given to us no repayment schedule has been specified and loans are repayable on demand. Accordingly paragraph 3(iii)(b) of the order is not applicable to the Company in respect of repayment of principal amount.
- (d) There are no overdue amounts of more than Rupees One lakh in respect of loans granted

to the bodies corporate listed in the register maintained under section 189 of the Act

- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public and therefore, the directives issued by the Reserve Bank of India and the provisions contained in Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and Rules framed there under are not applicable to the company. According to the information and explanation given to us no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in respect of deposits.
- (vi) We have broadly reviewed the books and accounts maintained by the company pursuant to rules made by the Central Government of India, regarding the maintenance of cost records under such clause (l) of the section 148 of the Company's Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been maintained. We have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanation given to us and as per the records of the Company examined by us undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, duty of Customs, duty of Excise, VAT, Cess, TDS and other material statutory dues *have been deposited with the appropriate authorities with certain delays*. Undisputed amount payable in respect of Service Tax and TDS dues outstanding at the year-end for a period of more than six months from the date it became payable, is in respect of service tax – ₹ 619.13 Lakhs and in respect of TDS ₹ 51.77 Lakhs.

(vii) (b) According to the information and explanation given to us, the particulars of dues of Income Tax, Sales Tax, Service Tax, duty of customs, duty of excise, VAT which have not been deposited on account of dispute are as follows :

Nature of Dues	Period to which the amount related	Amount ₹ in lakh	Forum where the dispute is pending
Service Tax	2000-01 to 2004-05	531.24	Commissioner of Service Tax, Kolkata
	2005-06 to 2008-09	167.15	The Hon'ble Customs Excise & Service Tax Appellate Tribunal, EZB, Kolkata, Stay Granted.
	2007-08 to 2009-10	3.32	Demand confirmed by Addl. com. of Service tax for which Appeal is pending before Commissioner (Appeal-I)
	2006-07 to 2010-11	946.85	Demand confirmed by Commissioner of Service tax for which Appeal is pending before The Hon'ble Customs Excise & Service Tax Appellate Tribunal, EZB, Kolkata. Stay Granted
	2006-07 to 2007-08	26.75	Addl. Com. of Service tax
	2010-11 to 2011-12	62.58	Commissioner of Service tax 1 commissionerate Kolkata
Sales Tax VAT / CST	2005 – 06	39.36	Calcutta High Court
	2007 – 08	560.13	Appeal filed in W.B. Commercial Taxes Appellate & Revisional Board.
		62.44	
	2008 – 09	1092.16	
	2009 – 10	203.50	
	2010-11	363.82	
	2012-13	57.71	Appeal filed before Joint commissioner Commercial Taxes Kolkata (South) Circle
Income Tax	2008 – 09	367.44	CIT (A) – XXX, Kolkata
	2009-10	50.02	
	2012-13	50.16	CIT (A) – 4 Kolkata

(vii) Based on our audit procedures and according to the information and explanation given to us, the company has made delays in making repayment of dues to banks and financial institution. The Company has also defaulted in some repayment of dues to certain Banks. The outstanding dues as on 31.03.2016 are as follows:

Sl.No.	Name of the Bank / Financial Institution	Principal due (₹ in lakh)	Interest Due	Period of outstanding
1	DBS Bank	1,750.00	563.00	Continuing since 2014-15
2	Bank of Baroda	8,341.00	447.00	Continuing since January 2016
3	Yes Bank	750.00	181.00	Continuing since September 2015
4	Uco Bank	8,600.00	496.00	Continuing since December 2015
5	Kotak Mahindra Bank	463.55	0.22	Continuing since 2014-15



- (ix) The Company has not raised money by way of initial public offer or further public offer (including debt instruments). The term loans have been applied for the purpose for which they were raised.
- (x) To the best of our knowledge and according to the information and explanations given to us by the Management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) To the best of our knowledge and according to the information and explanations given to us, the Company has paid /provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the order is not applicable
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
- (xvi) The Company is not required to be registered under section 45- I of the Reserve bank of India Act, 1934.

For Chaturvedi & Company
Chartered Accountants
(Firm Reg. No. 302137E)

Nilima Joshi
Partner

Place : Kolkata
Date : 30th May, 2016

Membership No. 52122



(Referred to in paragraph 8(i) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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 SIMPLEX PROJECTS LIMITED ('the Company') as on 31st March, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safe guarding 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, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 operative 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 auditors judgement, including the

assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose 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 responsible detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future period are subject to the risk that the internal financial control over financial reporting may become inadequate because of change 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, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Chaturvedi & Company
Chartered Accountants
(Firm Reg. No. 302137E)

Nilima Joshi
Partner

Place : Kolkata
Date : 30th May, 2016

Membership No. 52122

BALANCE SHEET
as at 31st March, 2016

(₹ in Lakh)

	Note No.	As at 31 March, 2016	As at 31 March, 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	3	1,260.04	1,260.04
Reserves and Surplus	4	10,583.65	17,410.53
		11,843.69	18,670.57
Non-Current Liabilities			
Long-term borrowings	5	365.57	13.84
Deferred Tax Liabilities (Net)	6	658.37	876.74
Other Long-term Liabilities	7	83,218.05	77,104.19
Long-term Provisions	8	80.71	65.23
		84,322.70	78,060.00
Current Liabilities			
Short-term Borrowings	9	58,683.62	45,558.20
Trade Payables	10	29,366.91	35,957.85
Other Current Liabilities	11	8,949.52	8,426.51
Short-term Provisions	12	127.11	118.21
		97,127.16	90,060.77
		193,293.55	186,791.34
ASSETS			
Non-current Assets			
Fixed Assets			
Tangible Assets	13	10,487.90	11,690.52
Capital Work-in-progress	31	1,925.54	1,894.11
		12,413.44	13,584.63
Non-current Investments	14	702.29	1,319.45
Long-term Loans and Advances	15	2,117.36	2,022.64
Other Non-current Assets	16	1,038.66	6.96
		3,858.31	3,349.05
Current assets			
Inventories	17	74,097.81	68,842.54
Trade Receivables	18	93,655.22	90,389.06
Cash and Bank Balances	19	3,391.66	4,821.11
Short-term Loans and Advances	20	5,434.07	5,422.66
Other Current Assets	21	443.04	382.29
		177,021.80	169,857.66
		193,293.55	1,86,791.34
Significant Accounting Policies			
	2		

The accompanying notes including other explanatory information form an integral part of the financial statements.

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

For and on behalf of

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

J. K. Bagri

Director

(DIN : 00268722)

Anand Chopra

Director

(DIN : 00397305)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)

STATEMENT OF PROFIT AND LOSS
for the year ended 31st March, 2016



(₹ in Lakh)

	Note No.	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Revenue from Operations	22	42,116.51	52,099.06
Other Income	23	554.79	919.94
Total Revenue		42,671.30	53,019.00
Expenses			
Cost of materials consumed for Executing Contract Work	24	12,726.81	12,965.22
Purchase of Trading Goods		13,512.57	15,496.80
Changes in Inventories of Trading Goods		-	650.36
Cost of Subcontracting & Other Site Expenses	25	13,799.40	18,665.94
Employee Benefits Expense	26	537.80	567.08
Finance costs	27	7,910.56	6,038.06
Depreciation and amortisation expense	13	1,908.51	1,896.77
Other Administrative expenses	28	627.03	742.74
Total Expenses		51,022.68	57,022.97
Profit before Exceptional and Extraordinary items and Tax		(8,351.38)	(4,003.97)
Exceptional items		(400.50)	474.68
Profit before Extraordinary items and Tax		(8,751.88)	(3,529.29)
Extraordinary items		-	-
Profit before Tax		(8,751.88)	(3,529.29)
Tax Expense:			
Current Tax expense for Current Year		-	-
(Less): MAT credit		-	-
Net current Tax Expense		-	-
Deferred Tax		(218.37)	(125.62)
		(218.37)	(125.62)
Profit for the year		(8,533.51)	(3,403.67)
Earnings per share (in Rupees):	46		
Basic		(67.72)	(27.01)
Diluted		(67.72)	(27.01)
Significant Accounting Policies	2		

The accompanying notes including other explanatory information form an integral part of the financial statements.

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

For and on behalf of
CHATURVEDI & COMPANY
Firm Registration No. 302137E
Chartered Accountants
Nilima Joshi
Partner
Membership No. 52122
Kolkata
Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra
Chairman & Managing Director
(DIN : 00013125)

J. K. Bagri
Director
(DIN : 00268722)

Anand Chopra
Director
(DIN : 00397305)

P. K. Mishra
Chief Financial Officer
(PAN : AERPM8577R)



CASH FLOW STATEMENT
for the year ended 31st March, 2016

(₹ in Lakh)

	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
A. Cash flow from operating activities:				
Net profit/ (loss) before tax and extraordinary items		(8,751.88)		(3,529.29)
Adjustments for:				
Depreciation	1,908.51		1,896.77	
Interest (Net)	7,496.33		4,619.31	
(Profit)/Loss on Sale of Fixed Assets (net)	(0.14)		0.41	
(Profit)/Loss on Sale of Shares	(35.40)		-	
Dividend Received	(0.07)		(0.06)	
Liabilities no longer required written back	(11.49)		(73.23)	
Exchange (Gain) / Loss on Non Integral Branch	1,706.63		1,560.94	
Provisions for employee benefits	16.76	11,081.13	(20.96)	7,983.18
Operating profit before working capital changes		2,329.25		4,453.89
Increase / Decrease in:				
Inventories	(5,255.27)		(12,056.73)	
Other Current Assets	(4,464.74)		2,154.14	
Current Liabilities	497.51	(9,222.50)	6,205.04	(3,697.55)
Cash Generated from operations		(6,893.25)		756.34
Direct Tax paid		-		-
Net Cash from / (Used in) Operating Activities		(6,893.25)		756.34
B. Cash flow from Investing Activities:				
Purchase of Fixed Assets	(748.51)		(33.58)	
Sale of Fixed Assets	11.34		103.06	
Sale / (Purchase) of Investments	652.56		-	
Dividend Received	0.07		0.06	
Interest Received	322.44		487.92	
Net Cash from / (Used in) Investing activities		237.90		557.46
		(6,655.35)		1,313.80
C. Cash flow from Financing Activities:				
Interest Paid	(7,818.77)		(5,203.92)	
Repayments of Long term Borrowings	(80.74)		(10,519.78)	
Inter corporate Loans and advances including Deposits	(1,229.82)		3,904.15	
Proceeds from Short term borrowings	14,355.23		10,729.81	
Net Cash from / (Used in) Financing Activities		5,225.90		(1,089.75)
Net Increase / (Decrease) in Cash and Cash equivalents during the year		(1,429.45)		224.05
Cash and Cash Equivalents as at 31st March, 2015	4,821.11		4,597.06	
Cash and Cash Equivalents as at 31st March, 2016	3,391.66	(1,429.45)	4,821.11	224.05

Notes:

The above cash flow statement has been prepared under the indirect method as set out in the Accounting Standard-3 on Cash Flow Statements issued by The Institute of Chartered Accountants of India. This is the Cash Flow Statement referred to in our report of even date.

For and on behalf of

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

J. K. Bagri

Director

(DIN : 00268722)

Anand Chopra

Director

(DIN : 00397305)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)



1 Corporate information

Simplex Projects Limited (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on two stock exchanges in India. The Company is primarily engaged in Engineering and Construction activities in India and abroad and started trading in commodities in India. The Company focuses on construction of Bridges for Railways, Industrial Projects, Urban Infrastructure and Automated Parking projects.

2 DISCLOSURE OF SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2016

2.1 Basis of Preparation of Financial Statements

The financial statements have been prepared on accrual basis of accounting in conformity with the generally accepted accounting principles in India (GAAP) and comply with Accounting Standards specified under Section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

2.2 Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

2.3 Fixed Assets

Tangible assets are valued at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Assets acquired under Hire Purchase arrangements are recorded at their cash values and the finance charges are charged to Profit and Loss Account as accrued. Small second hand assets acquired at sites for the use of employees are charged to revenue.

2.4 Depreciation

In respect of Fixed Assets acquired during the year, depreciation is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014 is depreciated over the remaining useful life based on an evaluation.

Plant and Machinery	12 – 15 years
Trucks	8 years
Motor Vehicles	8 years
Computers	3 years
Furniture and Fixtures	10 years
Office Equipments	5 years

2.5 Impairment of Assets

The carrying cost of assets is reviewed at each Balance Sheet date to determine whether there is any indication of impairment of assets. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use.

2.6 Inventories

Inventories are valued at cost under FIFO method or net realizable value, whichever is lower.

2.7 Investments

Long term Investments are valued at cost. Current investments are stated lower of cost or fair market value. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

2.8 Revenue Recognition:

- a) Revenue is accounted for following "Percentage of Completion" method of accounting in respect of the Construction Contracts. The stage of completion determined on the basis of physical proportion of the contract work. Extra work and variation in contract (as mutually agreed), to the extent that it is probable that they will result in revenue. Contract revenue in excess of billing has been classified as 'Unbilled revenue'. Claims on construction contracts are included based on management's estimates of the profitability that they will result in additional revenue, they are capable of being reliably measured, there is a reasonable basis to support the claim and that such claims would be admitted either wholly or in part.
- b) Share of Profit / Loss from joint ventures is accounted for in respect of the financial year of the venture, ending on the balance sheet date, on the basis of their audited / unaudited accounts.
- c) Price escalation claims and additional claims including those under arbitration are recognized as revenue when they are realized or receipts thereof are mutually settled or reasonably ascertained.
- d) Site start up expenses is charged off in the year these are incurred.
- e) Liabilities on account of Service Tax to the extent not reimbursable by the Clients have been charged off to the profit & loss account.
- f) Interest income is recognized on a time proportion basis taking into the amount outstanding and the rate applicable.

2.9 Borrowing Cost

Borrowing costs, attributable to acquisition and construction of qualifying assets, are capitalized as a part of the cost of such asset up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the profit and loss account.

2.10 Employee Benefits

The company has adopted the Revised Accounting Standard 15 Employee benefits prescribed by Companies (Accounting Standards) Rules, 2006 with effect from 1st April 2007.

i) Short term benefits

Short terms employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.

ii) Post employment benefits

Post employment benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognized at the present value of the amounts payable determined using actuarial valuation technique. Actuarial gains and losses in respect of post employment benefits are charged to profit and loss account.

2.11 Foreign Currency Transactions

Transactions in foreign currencies are recognized in the reporting currency at the prevailing exchange rates on the transaction dates. Foreign currency monetary items are reported using the closing rate. Exchange difference arising on the settlement of monetary items or on reporting monetary items of the Company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or expenses in the year in which they arise. Transactions completed during the year are accounted for at the then ruling rate.

Financial Statements of foreign branches are treated as non-integral operation. In translating the financial statement of foreign branches, the assets and liabilities, both monetary and non monetary, has been translated at the closing rate and income and expense items are translated at the average rate for the period. The resultant exchange differences are accumulated in Foreign Currency Translation Reserve Account.

Foreign exchange difference on account of a depreciable asset is adjusted in the cost of the depreciable asset, which would be depreciated over the balance life of the asset. In other cases, the foreign exchange difference is accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortized over the balance period of such long term assets/liabilities. For this purpose, the company treats a foreign monetary item as "Long-term Foreign Currency Monetary Item" if it has a term of 12 months or more at the date of its origination.

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

2.12 Financial Derivatives & Hedging Transactions

Financial derivatives and hedging contracts are accounted on the date of their settlement and realized gain/ loss in respect of settled contracts is recognized in the profit & loss account along with the underlying transactions.

2.13 Taxation

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred Tax liability is recognized being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

2.14 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognized nor disclosed in the financial statements.

2.15 Earnings per Share

Earnings per shares are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

2.16 Cash and Bank Balances

Cash and Bank balances as indicated in the Cash Flow Statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

2.17 Event occurring after the Balance Sheet Date

Material events if any occurring after Balance Sheet date is taken into cognizance.


3. Share Capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Rs. in Lakh	Number of shares	Rs. in Lakh
(a) Authorised Equity shares of ₹ 10/- each with voting rights	1,50,00,000	1500.00	1,50,00,000	1,500.00
(b) Issued, Subscribed and fully paid up Equity shares of ₹ 10/- each with voting rights	1,26,00,378	1260.04	1,26,00,378	1,260.04
Total		1,260.04		1,260.04

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh Issue	Buy Back	Closing Balance
Equity shares with voting rights Year ended 31 March, 2016				
- Number of shares	1,26,00,378			1,26,00,378
- Amount (₹ in Lakh)	1,260.04	-	-	1,260.04
Year ended 31 March, 2015				
- Number of shares	1,26,00,378	-	-	1,26,00,378
- Amount (₹ in Lakh)	1,260.04			1,260.04

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Prozen Merchants Pvt. Ltd.	2,394,267	19.01	2,394,267	19.01
Simplex Fiscal Holdings Pvt. Ltd.	2,080,714	16.51	2,080,714	16.51
Lata Bhanshali	786,700	6.24	7,86,700	6.24
Bharat Gypsum Pvt. Ltd.	691,429	5.49	691,429	5.49

(iii) Terms/rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. No dividend is proposed by the Board of Directors of the Company for the current year.

In the event of liquidation of the company, the holders of 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.

4 Reserves and Surplus

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Securities premium account		
Opening balance	8,395.94	8,395.94
Closing balance	8,395.94	8,395.94
General reserve		
Opening balance	5,012.59	5,012.59
Closing balance	5,012.59	5,012.59
Foreign currency translation reserve (Refer Note 2.11)		
Opening balance	(423.79)	(1,353.11)
Add / (Less): Effect of foreign exchange rate variations during the year	1,706.63	929.32
Closing balance	1,282.84	(423.79)
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	4,425.79	7,877.32
Add: Profit / (Loss) for the year		
Amounts transferred from Statement of Profit & Loss	(8,533.51)	(3,403.67)
Depreciation on transition to Schedule II of the Companies Act, 2013	-	(47.86)
Closing balance	(4,107.72)	4,425.79
Total	10,583.65	17,410.53

5 Long Term Borrowing

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Term Loans From banks		
Secured	-	11.19
From Other parties		
Secured	365.57	2.65
Total	365.57	13.84

Term Loan from Banks are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a. at a specified date for specific assets. Average tenure of each loan is 36 months.

Term Loan from Other parties are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a. at a specified date for specific assets. Average tenure of each loan is 36 months.


6 Deferred Tax Liabilities (Net)

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Liability on account of difference in value of Assets as per books and tax laws.	658.37	876.74
Total	658.37	876.74

7 Other Long Term Liabilities

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade / security deposits received	1,834.90	2,145.32
Advance from customers	81,383.15	74,958.87
Total	83,218.05	77,104.19

8 Long Term Provision

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Provision for employee benefits:		
Leave Encashment	20.20	21.36
Gratuity	60.51	43.87
	80.71	65.23

In absence of Information from Actuary for bifurcation of Current and Non-Current Provision on Gratuity the total amount of provision is disclosed under Long Term Provision

9 Short Term Borrowings

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Working capital Loans repayable on demand		
From banks		
Secured	46,115.52	28,459.88
From Others - Unsecured	3,407.80	4,637.62
	49,523.32	33,097.50
Term Loans		
From banks - Secured	2,608.91	2,505.80
Foreign Currency Loan		
From banks - Unsecured	6,551.39	9,954.90
Total	58,683.62	45,558.20

Notes to Short term Borrowings:-

- Working Capital Loan from Banks are secured by hypothecation of stocks, work-in-progress and book debts and also charges of certain moveable plant & machinery ranking pari-passu with the banks.
- Term Loan from Banks are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a. at a specified date for specific assets. Average tenure of each loan is 36 months.
- Foreign Currency term loan from banks carry rate of interest ranging from 6 month USD LIBOR +1% to 6month USD LIBOR+2.65% and 6 months Euro Libor +1% to 6 months Euro Libor +3.50%.

10 Trade Payables

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade payable other than Acceptances (Refer note below)	29,366.91	35,957.85
Total	29,366.91	35,957.85

- i) Payment against supplies from small scale and ancillary undertakings are made in accordance with the agreed credit terms and to the extent ascertained from available information, there was no amount overdue as on 31.03.2016.
- ii) Based on the available information with the Company relating to the registration status of suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, there are no dues to micro and small enterprises.
- iii) Trade payable have been shown net of advances of ₹ 7,977.95 Lakh (Previous Year ₹ 9,295.13 Lakh) paid to suppliers and sub contractors.

11 Other Current Liabilities

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Current maturities of long-term debt (Refer Note below)	127.31	274.10
Unpaid Matured Long term Debts	505.09	790.77
Interest accrued and due on borrowings	800.93	229.36
Unclaimed dividends	0.49	1.06
Other payables		
Statutory dues (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	1,014.08	936.60
Unclaimed Exgratia	-	21.08
Liability for Expenses and Obligations	1,140.58	983.59
Trade / security deposits received	1,246.05	565.37
Advances from customers	1,659.56	385.46
Advance from Related parties (net of adjustment against receivables ₹ 2682.89) - Previous year nil	245.36	2,150.6
Advance against projects	2,210.07	2,088.50
Total	8,949.52	8,426.51

Particulars	As at 31 March, 2016	As at 31 March, 2015
Term loans		
From Banks, Secured	2.95	29.43
From other parties, Secured	124.36	244.67
Total	127.31	274.10

12 Short Term Provisions

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Provision for employee benefits:		
Bonus	113.72	106.10
Leave Encashment	13.39	12.11
Total	127.11	118.21

NOTE 13
TANGIBLE FIXED ASSETS

(₹ in Lakh)

PARTICULARS	Original cost as at 01.04.2015	Additions during the period	Deletion/ Adjustment	Translation exchange difference	Original cost as at 31.03.2016	Depreciation as at 01.04.2015	Depreciation for the period	Deletion/ Adjustments	Depreciation as at 31.03.2016	Net Balance 31.03.2016	Net Balance 31.03.2015
FREE HOLD LAND	161.61	-	-	-	161.61	-	-	-	-	161.61	161.61
PLANT & MACHINERY	3,715.35	-	-	103.11	3818.46	1860.74	265.76	-	2,126.50	1,691.96	1,854.61
CRANES	234.08	-	-	0.80	234.88	73.30	16.86	-	90.16	144.73	160.79
AIR CONDITIONER	19.54	-	-	0.70	20.24	8.45	1.24	-	9.69	10.55	11.09
WINCH & ENGINE	225.43	-	-	-	225.43	131.92	17.54	-	149.46	75.97	93.51
PILE FRAME	3,435.98	-	-	-	3435.98	807.93	319.19	-	1,127.12	2,308.86	2,628.05
OTHER PLANTS	8,609.66	511.05	-	27.99	9148.70	3148.49	1061.09	-	4,209.58	4,939.13	5,461.17
TOOLS & IMPLEMENTS	159.27	-	-	0.32	159.59	83.84	12.74	-	96.58	63.01	75.43
TRUCKS & TIPPERS	1,354.41	-	24.10	39.48	1369.79	604.59	102.53	21.49	685.63	684.16	749.82
MOTOR VEHICLES	647.35	9.77	32.50	7.25	631.87	404.39	63.29	23.91	443.77	188.10	242.96
TWO WHEELERS	8.57	-	-	-	8.57	5.04	0.53	-	5.57	3.00	3.53
COMPUTERS	198.95	7.78	-	0.05	206.78	182.49	8.22	-	190.71	16.08	16.47
FURNITURE & FIXTURES	389.04	-	-	5.52	394.56	162.79	37.90	-	200.69	193.87	226.25
OFFICE EQUIPMENT	32.90	3.21	-	0.03	36.15	27.65	1.62	-	29.27	6.88	5.25
TOTAL	19,192.14	531.82	56.60	185.25	19852.63	7501.62	1908.51	45.40	9364.72	10,487.90	11,690.52
AS AT 31.03.2015 (in Lakh)	19,435.41	33.58	104.55	(172.29)	19,192.14	5,605.90	1,896.80	1.08	7,501.62	11,690.52	

Original cost of Fixed Assets as on 31st March, 2016, includes ₹ 1,396.46 Lakh acquired under Hire Purchase Schemes, out of which ₹ 534.42 Lakh is outstanding as on 31st March, 2016, which has been shown under the head 'Long Term borrowings' and 'Other Current liabilities'.



SIMPLEX
PROJECTS LIMITED

Notes forming part of the Financial Statements

14. Non Current Investments

(₹ in Lakh)

Particulars	As at 31st March, 2016			As at 31st March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
Investment in equity instruments of Subsidiaries						
10,05,100 Fully Paid-up Equity Shares of ₹ 10 each in Simplex Agri Infra Services Pvt Ltd.	-	100.51	100.51	-	100.51	100.51
Investment in partnership firms (Refer Note below) of associates						
15,53,800 Fully Paid-up Equity Shares of ₹ 10 each in Simpark Infrastructure Pvt Ltd.	-	13.53	13.53	-	13.53	13.53
5,000 Fully paid equity shares of Simplex Projects Road & Highway construction Pvt. Ltd.	-	586.13	586.13	-	1,201.51	1,201.51
of other entities						
5,000 Fully paid equity shares of Simplex Projects Road & Highway construction Pvt. Ltd.	-	0.50	0.50	-	0.50	0.50
15,000 Fully Paid-up Equity Shares of ₹ 10 each in Geo.Miller & Co. Ltd	-	1.05	1.05	-	1.05	1.05
1,600 Fully Paid-up Equity Shares of ₹ 10 each in Uco Bank	0.19	-	0.19	0.19	-	0.19
1,000 Fully Paid-up Equity Shares of ₹ 10 each in Vijaya Bank	0.24	-	0.24	0.24	-	0.24
100 Fully Paid-up Equity Shares of ₹ 10 each in Indraprasth Gas Ltd	0.05	-	0.05	0.05	-	0.05
22 Fully Paid-up Equity Shares of ₹ 10 each in Tata Consultancy Services Ltd	0.09	-	0.09	0.09	-	0.09
	0.57	701.72	702.29	0.57	1,317.10	1,317.67
Investment in government or trust securities	-	-	-	-	1.78	1.78
Total - Investments	0.57	701.72	702.29	0.57	1,318.88	1,319.45
Aggregate market value of listed and quoted investments (₹ In lakh)			3.31			2.47
Aggregate amount of quoted investments (₹ In lakh)			0.57			0.57
Aggregate amount of unquoted investments (₹ In lakh)			701.72			1,318.88

Note : Other details relating to investment in partnership firms

Name of the firm	As at 31st March, 2016			As at 31st March, 2015		
	Names of other partners in the firm	Total Capital	Share of each partner in the profits of the firm	Names of partners in the firm	Total Capital	Share of each partner in the profits of the firm
1. Simplex Projects (Netherlands) co-operatie U.A.	Simplex Fiscal Holdings Pvt. Ltd.	13.66	1%	Simplex Fiscal Holdings Pvt. Ltd.	13.66	1%



- (i) Decline, if any, in the market value of long term quoted investments, considered by management not of permanent nature, has not been provided for.
- (ii) Part of Investment in Simpark Infrastructure Pvt Ltd. disposed and profit on disposal of ₹ 37.20 lakh is recognised in the Profit and Loss account. As a result of disposal the remaining investment in Simpark Infrastructure Pvt Ltd has been reclassified and shown under the head 'Investment in equity instruments of associates'.
- (iii) Investments in National Savings Certificate and Kisan Vikas Patra amounting to ₹ 1.78 lakh have matured in earlier years and are not in possession of the company has been written off as there is no ascertainability of its receivable.
- (iv) The Company has a co-operative incorporated under the laws of Netherland, by the name of Simplex Projects (Netherlands) Co-operatie U.A., in partnership with M/s Simplex fiscal Holdings Pvt. Ltd. The profit and loss sharing of the co-operative between the company and its partner is in the ratio of 99:1. As the co-operative is yet to commence its business, the entire expenses have been taken as pre-operative expenses.

15 Long Term Loans and Advances

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, considered good)		
Security deposits (Refer Note below)	598.56	679.33
Advance income tax	13.07	13.07
MAT credit entitlement	223.69	223.69
Advance Fringe Benefit Tax	13.32	13.32
Other advances to Joint Ventures	78.87	78.87
Other advances against projects	1,189.85	1,014.35
Total	2,117.36	2,022.63

Note: Security deposits has been shown net of deposits of ₹ 39.95 Lakh received. Security Deposits includes ₹ 46.23 Lakh in the form of Fixed deposits with Uco Bank.

16 Other Non-Current Assets

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Long Term Deposits with Banks having maturity period of more than 12 months. (Refer Note no. 19 (ii) & (iii))	1,038.66	6.96
Total	1,038.66	6.96

17 Inventories

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Raw materials at lower of cost and net realisable value		
At Sites	7,561.46	6,428.37
At Stores	24.31	10.94
Goods-in-transit	522.46	491.03
	8,108.23	6,930.34
Work in Progress at estimated Cost		
Construction Contract	63,465.51	59,441.01
Project Development	2,524.07	2,471.19
	65,989.58	61,912.20
Total	74,097.81	68,842.54

18 Trade Receivable

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, Considered good) Trade receivables outstanding for a period exceeding six months from the date they were due for payment (Refer note no 29 and note below)	81,717.65	72,273.20
Other Trade receivables (Net of advances of ₹ 2,682 Lakh - Previous year - nil)	11,937.57	18,115.86
Total	93,655.22	90,389.06

Sundry Debtors include overdue amount aggregating to ₹ 560.92 Lakh (Previous Year - ₹ 581.25 Lakh) that are under arbitration. However, the same is considered good by the management, based on the opinion obtained and the earlier experiences on realization. No provision in this regard is considered necessary by the management.

Trade Receivable include an amount of ₹ 8,332.66 Lakh on account of bills submitted but not certified as on the Balance Sheet date.

19 Cash and Bank Balance

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Cash and Cash Equivalents		
Cash on hand	141.34	132.79
Cheques, drafts on hand	0.04	213.11
Balances with banks		
In current accounts	51.53	678.33
In EEFC accounts	0.05	0.04
Balances with Banks outside India (Refer Note (i) below)	19.72	18.82
In Deposit accounts less than 3 Month maturity (Refer Note (ii) & (iii) below)	55.73	2,503.13
Other Bank Balances		
In deposit accounts with maturity less than 12 months (Refer Note (ii) & (iii) below)	3,122.76	1,273.77
In earmarked accounts - Unpaid dividend accounts	0.49	1.12
Total	3,391.46	4,821.11

Notes:

(i) Balances with Banks outside India comprise of the following:-

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
First Gulf Libyan Bank	14.63	13.75
Sahara Bank, Libya	0.38	0.36
First Gulf Bank, Dubai	4.12	3.88
Gulf Bank, Kuwait	0.59	0.83
Total	19.72	18.82

(ii) Fixed Deposits ₹ 4,217.15 Lakh (Previous Year – ₹ 3,783.86 Lakh) are not in possession of the company as they have been lodged as security deposit with clients / Banks.

(iii) Fixed Deposits with maturity of more than 12 months shown under 'Other non current assets'



20. Short Term Loans and Advances

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, considered good)		
Loans and advances to employees (Refer note (i) below)	424.13	403.92
Prepaid expenses	90.20	16.72
Balances with government authorities		
VAT credit receivable	912.20	437.03
Service Tax credit receivable	7.98	7.98
Advance Income Tax (net of provisions)	1,541.73	1,398.39
Other Advance (Refer note (ii) below)	544.12	545.62
Loans and advances to related parties (Refer note 42)	1,913.71	2,613.00
Total	5,434.07	5,422.66

Note: (i) Employee advance have been shown net of credit balance of ₹ 3.73 Lakh.

(ii) Other advances are shown net of ₹ 8.34 Lakh advance received.

21. Other Current Assets

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, considered good)		
Interest accrued and due on deposits	443.04	382.29
Total	443.04	382.29

22. Revenue From Operations

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Construction Contract Works:		
Gross Billing	26,122.54	22,009.44
Add: Accretion/ (Decretion) in Work in progress	2,246.79	13,505.90
	28,369.33	35,515.34
Construction Housing Projects:		
Accretion/ (Decretion) in Work in progress	52.88	256.47
	52.88	256.47
Sale of Trading Goods:	13,694.30	16,327.25
Total	42,116.51	52,099.06

Work-in-progress include overdue amount aggregating to ₹ **1,528.36 Lakh** (Previous Year - ₹ 148.50 Lakh) that are under arbitration. However, the same is considered good by the management, based on the opinion obtained and the earlier experiences on realization. No provision in this regard is considered necessary by the management.

Gross Billing includes ₹ **8,332.66 Lakh** on account of bills submitted but not certified as on the Balance Sheet date.

23. Other Income

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Interest income from Fixed Deposits with Banks	383.19	543.85
Dividend income from long-term investments	0.07	0.06
Excess provision written back (Refer Note Below)	11.49	73.23
Profit on sale of shares	37.20	-
Other income	122.84	302.80
Total	554.79	919.94

Note : Interest on Fixed Deposits with UCO Bank and Lying with other party (as EMD) has not been considered as income.

24. Cost of Materials Consumed

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Opening stock	6,439.30	7,692.85
Add: Purchases	7,714.24	11,711.67
	14,153.54	19,404.52
Less: Closing stock	1,426.73	6,439.30
Total	12,726.81	12,965.22

25 Cost of Subcontracting Other Site and Trading Expenses

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Subcontracting Expenses	6,151.37	9,390.72
Other Site Expenses	7,648.03	9,275.22
Total	13,799.40	18,665.94

26 Employee Benefits Expense

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Salaries and wages	461.59	492.30
Contributions to provident and other funds (Refer Note 43)	69.90	70.15
Staff welfare expenses	6.31	4.63
Total	537.80	567.08

27 Finance Costs

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Interest expense on Borrowings	7,247.20	5163.16
Other Borrowing costs	663.36	874.90
Total	7,910.56	6,038.06



28 Other Expenses

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Rent including lease rentals	34.47	77.06
Repairs and maintenance:		
Others	30.51	24.21
Insurance	25.77	23.50
Rates and taxes	12.14	10.39
Travelling and Conveyance	96.87	78.42
Motor Vehicles Expenses	32.15	34.68
Stores and Godown Expenses	14.12	27.13
Donations and contributions	0.19	1.00
Legal and professional	91.82	62.46
Bank Charges	179.26	36.55
Payments to auditors (Refer Note below)	5.26	4.16
Loss on fixed assets sold	3.13	0.41
Loss on Forward Contract	-	169.36
Expenses written off	10.00	86.73
Miscellaneous expenses	91.34	106.68
Total	627.03	742.74

Payments to Auditors

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Payments to the auditors:		
For Statutory audit	4.69	3.60
For Tax Audit	0.57	0.56
For Management services	-	-
Total	5.26	4.16

29. The Company is yet to receive the Balance confirmations in respect of certain Sundry Creditors, Sundry Debtors and Loans & advances. The balances are, therefore, as per the books of account only.
30. The Company's account with Bank of Baroda, DBS Bank, Yes Bank and Uco Bank for working capital facilities and Kotak Mahindra Bank for Term Loan facilities have been classified as Non Performing assets and accordingly then provision for interest has been made as per the prevailing rates.
31. Capital Work-in-progress includes an unfinished commercial outlet purchased by the Company from its subsidiary for which the lease deed is yet to be executed. It also includes ₹ 465.29 lakh pertaining to materials imported and kept at port.
32. The Company has entered into an agreement dated 08.11.1999 with The Kolkata Municipal Corporation (KMC) for installation, development and maintenance of Multilevel Computerized Car Parking System (hereinafter referred to as 'Project') at Rawdon Street, Kolkata. The Company with the consent of KMC has nominated M/s Simpark Infrastructure Pvt. Ltd. (SIPL) to carry out the said project, which is on Built-Own-Operate-Transfer (BOOT) basis for a period of 20 years. KMC has given a deposit of Rupees Three crore to the Company as interest free deposit , to be refunded to them only out of the profits to be earned under a joint venture with KMC to develop commercial complex on a land to be allotted by the KMC. The same has been adjusted by the company against civil and other work of the project undertaken by it from SIPL. The company has, accordingly adjusted the deposit on completion of execution of civil and other works.

Similarly, the Company has entered into another agreement dated 21/10/2002 with the KMC for installation, development and maintenance of another Multilevel Underground Car Parking System at New Market, Lindsay Street, Kolkata, which in accordance with its earlier agreement, has been nominated to the said SIPL to carry out the construction of said project, to lease out commercial outlets and also to enter into Lease Agreement with the prospective lessee with a right to collect all receivable against Lease Premium. The company, however, acts as a Confirming Party to all the lease agreements entered into by the said SIPL with the allottee's of the commercial outlets.

33. The operation of the company's branch at Libya, which was stopped due to prevailing political situation. The Company has signed a supplementary agreement with the Government for realization of dues and resumption of contract. In view of this the amount of dues and assets deployed in Libya are realizable and no provision thereof are required at this stage. The expenses incurred during the year in respect of its said branch amounting to **₹ 680.27 Lakh** (Previous year ₹ 1,695 lakh) and the depreciation of **₹ 386.57 Lakh** (Previous year ₹ 401.72 Lakh) relating to the machineries deployed there, have been considered as work-in-progress. However, in view of prolonged uncertainty of resumption the Company has moved an application with the Hon'ble High Court at Delhi for proceeding with Arbitration and has been granted an interim stay for further extension / invocation of Bank Guarantees for the project. Accordingly no provision for charges has been made after the stay of extension.
34. Pursuant to the Companies (Accounting Standards) Amendment Rules, 2011 vide GSR 914(E) dated 29.12.2011, the Company has exercised option of adjusting the cost of assets arising on exchange differences, in respect of accounting period commencing from 1st April, 2011 on long term foreign currency monetary items resulting out of trade credits/overseas borrowings, which were hitherto recognized as income or expenses in the period in which they arose. As a result, such exchange differences so far as they relate to the acquisition of depreciable capital assets have been adjusted with the cost of such assets, to be depreciated over the balance useful life of the respective assets. In case of other long term foreign currency monetary items resulting out of trade credits/overseas borrowings, the exchange difference have been transferred to Foreign Currency Monetary Item Translation Difference Account and amortized over the balance period of such long term assets/liabilities but not beyond accounting period ending on or before March 31, 2020. The unamortized balance in this account as at March 31, 2016 is **₹ 911.64 Lakh** (Previous year ₹ 1,139.55 Lakh).

35. Contingent Liabilities:

- a) There are outstanding guarantees amounting to **₹ 1,11,610 Lakh** (Previous Year - ₹ 1,04,110.60 Lakh) and outstanding letters of credit amounting to **₹ 6,085.86 Lakh** (Previous Year – ₹ 9,468.10 Lakh) given on behalf of the Company by Banks. The receipts of term deposits are also held by Banks towards margin money against the guarantees / letters of credit given by them on Company's behalf, besides the counter indemnity by the Company for such guarantees/letters of credit.
- b) The Companies claims of certain deduction under the provisions of the Income Tax Act 1961 for the Assessment Year 2008-09 and 2009-10 was disallowed by the Income Tax Authority, the company has preferred an appeal with the CIT (A). The Company has also challenged the issue of claiming the said deduction in respect of assessment years 2008-09 and 2009-10 by a writ petition before the Hon'ble Calcutta High Court and obtained interim stay order from the said High Court restraining the Tax Authority from enforcing any demand against the Company. The impact of tax in case of an adverse decision is estimated at **₹ 417.46 Lakh** (Previous year ₹ 417.46 lakh). Moreover, the Income Tax Authority has filed an appeal before the Hon'ble Calcutta High Court against the order passed by the Appellate Tribunal Kolkata for the AY. 2006-07 and 2007-08, the impact of tax in case of an adverse decision is estimated at **₹ 377.92 Lakh**.
- c) Disputed Sales Tax / VAT under appeal with appropriate forum – **₹ 2,379.12 Lakh** (Previous Year – ₹ 2,321.41 Lakh)
- d) The Show cause cum demand Notice issued by the Service Tax Department is of **₹ 946.85 Lakh**, the Appeal is still pending before The Hon'ble Customs Excise & service Tax Appellate tribunal, EZB, Kolkata.


36 Value of Imports (C.I.F Basis)

(₹ in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Raw Materials	506.48	103.83

37. a) Earnings in Foreign Currency :

(Rs. in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
On Contract Work (Gross Billing at Overseas Branch)	12,318.12	6,269.34

b) Expenditure in Foreign Currency

(₹ in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Travelling	157.88	37.45
Contract Expenses except Depreciation (Overseas Branch)	13,228.50	11,399.44

38. Stores Consumed :

Particulars	2015-16		2014-15	
	Value	% of total consumption	Value	% of total consumption
Imported (Into India)	506.48	3.98	103.83	0.80
Indigenous	12,220.33	96.02	12,861.39	99.20
TOTAL	12,726.81	100	12,965.22	100

39. Information in accordance with the requirements of revised Accounting Standards – 7 on Construction Contracts prescribed by the Companies (Accounting Standard) Rules, 2006:

(₹ in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Contract revenue recognized for the year ended 31st March, 2016	28,422.21	35,771.81
Aggregate amount of contracts costs incurred and recognized profits (less recognized losses) up to 31st March, 2016 for all the Contracts in progress	2,65,611.15	4,06,631.74
The amount of Customers advances outstanding for contracts in progress as at 31st March, 2016	9,709.20	8,107.89
The amount of retention due from customers for Contracts in progress as at 31st March, 2016	3,023.08	1,699.55
Gross amount due from customers for Contracts in progress as at 31st March, 2016 (including bills submitted but not certified of ₹ 8,332.66 Lakh and work-in- progress of ₹ 22,102.23 Lakh)	46,207.28	84,681.80
Gross amount due to customers for contracts in progress as at 31st March, 2016	3,381.63	224.86

40. Segment information for the year ended 31st March, 2016

The Company has disclosed Business Segment as the primary segment. The Segment has been identified taking into account the nature of activities, the differing risks and returns. The Company's operations relate to 'Construction activity' and 'Trading activity'. As the Company is engaged in execution of work in overseas, the secondary segment reporting is prepared based on Geographical Segments.

The Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include respective amounts identifiable to each of the Segments and also amounts allocated on a reasonable basis.

a) Information about Primary Segments

(₹ in Lakh)

Particulars	Construction Activity		Trading Activity		Total	
	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year Ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015
Segment Revenue	28,422.21	35,771.81	13,694.30	16,327.25	42,116.51	52,099.06
Segment Result	(8,933.61)*	(3,660.71)	181.73	131.42	(8,751.88)	(3,529.29)
Segment Assets	1,84,273.18	1,80,124.06	9,020.37	7,431.44	1,93,293.55	1,87,555.50
Segment Liabilities	1,73,509.86	1,59,553.07	7,939.99	9,331.86	1,81,449.85	1,68,884.93

* Interest and other unallocated expenditure is showing net off against construction activity.

b) Information about Secondary Business Segments (geographical Segment)

(₹ in Lakh)

Particulars	Revenue		Assets		Capital Expenditure	
	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015
India	27,474.10	39,439.22	84,253.53	87,654.53	14.27	33.58
Outside India	14,642.41	12,659.84	109,040.02	99,900.97	517.55	-
Total	42,116.51	52,099.06	1,93,293.55	1,87,555.50	531.82	33.58

41. Disclosure in respect of Joint Ventures :**a) List of Joint Venture :**

(₹ in Lakh)

Name of the Joint venture	Name of JV Partner	Proportion of Ownership	Country of incorporation / Residence	Method of Accounting
Triveni Engicons Pvt. Ltd.- Simplex Projects Ltd. (JV)	Triveni Engicons Pvt Ltd	98%	India	Percentage Completion



b) Financial Interest in the Jointly Controlled Entity (un-audited) :

(₹ in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Assets	165.91	188.80
Liabilities	165.91	188.80
Income	2.24	-
Expenditure	0.18	0.01

In respect of Joint Venture the Company along with the JV partner is jointly & severally responsible for performance of the contract.

The amount of ₹ 87.49 Lakh (Previous Year – ₹ 87.49 Lakh) due from the joint venture has been included in Sundry Debtors. The investment in joint venture amounting to ₹ 0.20 Lakh (Previous Year – ₹ 0.20 Lakh) are included under the head Other Advances.

42. Related Party disclosures pursuant to Accounting Standard (AS)-18 issued by Institute of Chartered Accountants of India.

I. Related Parties and their Relationships:

Name of Related Parties	Nature of Relationships
Mr. B.K. Mundhra	Key Management Personnel
Mr. J.K. Bagri	Key Management Personnel
Mr. S.D. Mundhra	Key Management Personnel
Mr. Pradeep Mishra	Key Management Personnel
Mrs. Pushpa Mundhra	Relative of Key Management personnel
Simpark Infrastructure Pvt. Ltd.	(Ceases to be subsidiary)
Simplex Agri-Infra Services Pvt. Ltd	Subsidiary
Simplex Projects (Netherlands) co-operative UA	Jointly controlled Entity / Joint Venture
Triveni Engicons Pvt. Ltd – Simplex Projects Ltd (JV)	Jointly controlled Entity / Joint Venture
Bharat Gypsum Pvt. Ltd.	Other related party (Entities in which Key Management Personnel or Relatives of Key Management Personnel have control or significant influence.)
SPL International BV	—Do—
Pioneer Engineering Co. Pvt. Ltd.	—Do—
Simplex Fiscal Holdings Pvt. Ltd.	—Do—
Kirti Vinimay Pvt. Ltd.	—Do—
Datson Exports Ltd.	—Do—
Prozen Merchants Pvt. Ltd.	—Do—
Simplex Foundation	—Do—
Mundhra Estate	—Do—

II. Material Transactions with Related Parties during year ended 31st March, 2016.

Nature of transaction	Description of relationship	Related party	31 March, 2016	31 March, 2015
Transactions during the year				
Director's Remuneration	Key Management personnel	Mr. B. K. Mundhra	63.60	63.60
		Mr. J. K. Bagri	23.26	23.26
		Mr. S. D. Mundhra	21.30	21.30
Rent and maintenance charges	Other related party	Kirti Vinimay Pvt. Ltd.	12.00	12.00
		Datson Exports Ltd.	0.87	2.06
		Mundhra Estate	0.07	0.20
Sales of Trading goods	Other related party	Pioneer Engineering co. Pvt. Ltd.	0.00	33.00
Rendering of Service	Other related Party	Pioneer Engineering co. Pvt. Ltd.	295.28	0.00
Payments to creditors	Other related Party	Pioneer Engineering co. Pvt. Ltd.	288.88	5.90
Loans and advances given / refunded	Subsidiary / Associate	Simplex Agri-Infra Services Pvt. Ltd.	237.34	0.00
Loans and advances given / refunded	Other related party	Simpark Infrastructure Pvt. Ltd.	166.41	0.00
		Kirti Vinimay Pvt. Ltd.	1,960.80	0.00
		Balkrishan Das Mundra	6.00	0.00
		Prozen Merchants Pvt. Ltd.	6.43	0.00
Loans and advances taken	Subsidiary / Associate	Simpark Infrastructure Pvt. Ltd.	117.86	45.00
		Simplex Agri-Infra Services Pvt. Ltd.	876.63	24.85
	Other related party	Balkrishan Das Mundra	413.00	0.00
		Kirti Vinimay Pvt. Ltd.	2,558.04	1,252.05
		Prozen Merchants Pvt. Ltd.	0.00	6.43
Balance outstanding at the year end				
Loans and advance given / taken	Subsidiary / Associate	Simplex Agri-Infra Services Pvt. Ltd.	1,913.51	2,552.80
		Simpark Infrastructure Pvt. Ltd.	289.44	338.00
	Jointly controlled entity/Joint Venture	Simplex Projects (Netherlands) Co-operatie UA	542.94	542.94
	Other related party	Balkrishan Das Mundhra	407.00	0.00
		Kirti Vinimay Pvt. Ltd.	2,167.14	1,569.90
		Prozen Merchants Pvt. Ltd.	0.00	6.43
Sundry debtors	Jointly controlled entity / Joint Venture	Triveni Engicons Pvt. Ltd.	87.69	87.69
		Simplex Projects Ltd. (JV)		
	Other related party	Pioneer Engineering Co. Pvt. Ltd.	0.00	22.38
Advance to sundry creditors	Other related party	Datson Export Ltd.	4.40	2.62
Sundry Creditor	Other related party	Pioneer Engineering Co. Pvt. Ltd.	34.50	5.72
		Mundhra Estate	0.42	0.35
		Kirti vinimay Pvt. Ltd.	24.00	12.00



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

Defined Contribution plan

Contribution to Defined Contribution Plan, recognized are charged off for the year are as under:

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Employer's Contribution to Provident Fund	22.31	33.34
Employer's Contribution to Superannuation Fund	-	-
Employer's Contribution to Pension Scheme	16.56	15.11

Defined Benefit Plan

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognized in the same manner as gratuity.

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
a. Reconciliation of opening and closing balances of Defined Benefit obligation				
Defined Benefit obligation at beginning of the year	139.42	33.47	151.05	37.98
Current Service Cost	14.61	2.65	14.58	2.71
Interest Cost	10.22	2.68	11.18	3.03
Actuarial gain/(loss)	15.66	(5.21)	(14.65)	(10.25)
Benefits paid	23.43	-	22.74	-
Defined Benefit obligation at year end	156.48	33.59	139.42	33.47
b. Reconciliation of opening and closing balances of fair value of plan assets.				
Fair value of plan assets at beginning of the year	95.55	-	94.57	-
Expected return on plan assets	8.12	-	8.51	-
Actuarial gain/(loss)	(5.31)	-	0.03	-
Employer contribution	10.41	-	15.18	-
Benefits paid	23.43	-	22.74	-
Fair value of plan assets at year end	9.60	-	95.55	-
Actual return on plan assets	-	-	-	-
c. Reconciliation of fair value of assets and obligations				
Fair value of plan assets	95.55	-	95.55	-
Present value of obligation	156.48	-	139.42	-
Amount recognized in balance Sheet	(60.51)	-	(43.87)	-
d. Expenses recognized during the year				
Current Service Cost	14.61	2.65	14.58	2.71
Interest Cost	10.22	2.68	11.17	3.04
Expected return on plan assets	8.12	-	8.51	-
Actuarial gain / (loss) recognized in the year	10.35	(5.21)	(14.68)	(10.25)
Net Cost	27.05	0.12	2.56	(4.51)
e. Investment Details	% invested as at 31st March, 2016		% invested as at 31st March, 2015	
L.I.C. Group Gratuity (cash Accumulation) Policy	100		100	

f. Actuarial assumptions	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
Mortality Table (LIC)	IALM (2006-2008) Ultimate		IALM (2006-2008) Ultimate	
Discount rate (per annum)	8%	8%	8%	8%
Expected rate of return on plan assets (per annum)	10 per thousand	10 per thousand	10 per thousand	10 per thousand
Rate of escalation in salary (per annum)	6%	6%	6%	6%
Formula used	Projected United Credit Method		Projected Unit Credit Method	

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

44. Disclosure under regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015)

The Company has given interest free advance to Simplex Agri-Infra Services Pvt Ltd, (subsidiary), having no repayment schedule and outstanding balance is ₹ 1,913.51 Lakh (Previous Year ₹ 2,552.80 Lakh). The Company has taken interest free advance from Simpark Infrastructures Pvt Ltd, (its wholly owned subsidiary) having no repayment schedule and advance balance is ₹ 289.44 Lakh on the Balance sheet date. (Previous Year Loan Given ₹ 337.99 Lakh)

45. Site cost for executing contract work charged off to Profit & Loss Account includes ₹ 2.19 Lakh (Previous year ₹ 13.75 Lakh) relating to previous period.

46. Earnings per Share:

Sl. No.	Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
a)	Net Profit/(Loss) after tax available for equity shareholder (₹ in Lakh)	(₹ 8,533.51)	(₹ 3,403.67)
b)	Weighted Average number of equity shares for Basic EPS	1,26,00,378	1,26,00,378
c)	Weighted Average number of equity shares for Diluted EPS	1,26,00,378	1,26,00,378
d)	Basic EPS	(67.72)	(27.01)
e)	Diluted EPS	(67.72)	(27.01)

47. Amount in the financial statements are presented in INR lakhs, unless otherwise stated.

48. Comparative financial information (i.e. the amounts and other disclosure for the year ended as on 31st March 2015) presented above, is included as an integral part of the current year's financial statements, and is to be read in relation to the amounts and other disclosures relating to the current year. Figures of the previous year are regrouped and reclassified wherever necessary to correspond to figures of the current year.

SIGNATURES TO NOTES

“1” TO “48”

For and on behalf of
CHATURVEDI & COMPANY
 Firm Registration No. 302137E
 Chartered Accountants
Nilima Joshi
 Partner
 Membership No. 52122
 Kolkata
 Dated : 30th May, 2016

B. K. Mundhra
 Chairman & Managing Director
 (DIN : 00013125)

J. K. Bagri
 Director
 (DIN : 00268722)

Anand Chopra
 Director
 (DIN : 00397305)

P. K. Mishra
 Chief Financial Officer
 (PAN : AERPM8577R)



To
The Members of
M/s. SIMPLEX PROJECTS LIMITED
Kolkata

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of M/s. **Simplex Project Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flow of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit

report under the provisions of the Act and the Rules made thereunder.

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

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

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

Basis of Qualified Opinion

- a) Attention is invited to Note no. 32 regarding holding company's branch at Libya which has stopped functioning due to political unrest prevailing there. The total expenses incurred at the branch during the year amounts to **₹ 1,066.84 Lakhs** including depreciation which have been transferred to work in progress and the total assets of the branch as on the balance sheet date amounts to **₹ 97,774.26 Lakhs**. The Holding Company's management has certified the financial accounts, assets and liabilities of the branch as on 31.03.2016 and is confident of realising the above amounts and hence no adjustments have been considered necessary in the accounts by them.
- b) In view of the lack of adequate information we are unable to comment on the extent of the eventual recoverability of the amounts due and the assets at Libya of the holding company. The impact of this matter on the financial statement, profits for the period, assets and liabilities and EPS of the group is not ascertainable presently at this stage and hence we are unable to express our opinion on the impact of the same on the financial statements of the group for the year.
- c) Holding Company's Investment of **₹ 542.94 Lakhs** in

the partnership firm Simplex Projects (Netherlands) Co-operatie U.A. is doubtful of recovery since project has not started and no provision for the same has been made by the holding company. Due to this loss of the group is understated by ₹ 542.94 Lakhs and Reserves of the group over one stated by same amount.

- d) We did not audit the financial statements of two branches at Libya and Kuwait of the holding company included in the financial statements of the holding company whose financial statements reflect total assets of ₹ 109,040.02 Lakhs as at March 31, 2016 and total revenues of ₹ 14,642.41 Lakhs for the year ended on that date, as considered in that financial statements. The financial statements of these branches are unaudited and have been furnished to us by the management and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of management.

Qualified Opinion:

In our opinion and to the best of our information and according to the explanations given to us except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Group as at March 31, 2016 and its loss and its Cash Flow for the year ended on the date.

Emphasis of Matter

We draw attention to the following matters in the notes to the following statement.

- a) Note no. 28 regarding closing balance confirmations of Debtors, Creditors, Earnest Money, loans and advances being unconfirmed in respect of which we are unable to express our opinion.
- b) Note no. 17 regarding recoverability of claim aggregating ₹ 560.92 Lakhs in arbitration and note no. 21 regarding overdue amounts of Work-In-Progress aggregating ₹ 1,528.36 Lakhs respectively due to disputes with the customers. The ultimate outcome of these disputes cannot be determined. However the holding company management is of the view that these amounts are recoverable and no provision is required against the same.
- c) Note no. 33 regarding foreign exchange fluctuation on account of overseas borrowing in the holding company which has been amortized by treating the same as long term from the initial time of borrowing. Due to this profit has increased by ₹ 911.64 Lakhs for the year as the same is amortized.

d) The holding company has not made any provision against Trade Receivables of more than three years amounting to ₹ 990.42 Lakhs and Advances paid to suppliers of material and Subcontractors amounting to ₹ 4,073 Lakhs for more than 3 years, and advance against projects ₹ 665.50 Lakhs which according to management are recoverable / adjustable and no provision is required for the same.

e) Attention is invited to note no. 30 regarding materials in transit in respect of the holding company amounting to ₹ 465.29 Lakhs which have been charged to capital work in progress but the materials are still lying at the port.

Other Matters

We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets of ₹ 5,494.52 Lakhs as at March 31, 2016, total revenue of ₹ 127.75 Lakhs and net cash flows amounting to ₹ 15.60 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary is based solely on such unaudited financial statements.

Our opinion on the consolidated financial statements, and our report on other legal and Regulatory Requirements below, is qualified in respect of the above matter with respect to our reliance on the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

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

- (a) We have sought and except for the indeterminate effect of the matter described in para (a) to (d) of the Basis of qualified opinion above obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books except in case of branches of holding company and one subsidiary have not been audited and for which we are unable to give our comments.
- (c) The reports on the accounts of the two branches of the holding company and one subsidiary duly certified by

- the management have been given to us and have been properly dealt with by us in preparing this report.
- (d) Except for the effect of the matter referred to in para (a) to (d) of the Basis of qualified opinion above. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and with the certified accounts of the two branches of the holding company and one subsidiary given by the management, maintained for the purpose of preparation of the consolidated financial statements.
- (e) In our opinion except for the effect of the matters stated in the basis of Qualified Opinion paragraph above, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (f) The matters described in 'the Basis of Qualified Opinion' paragraph above in our opinion may have an adverse effect on the functioning of the Company.
- (g) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company and associate company incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act.
- (h) The qualification related to maintenance of accounts and other matters converted therewith are as stated in the Basis of Qualified Opinion and Other Matter paragraph above.
- (i) With respect to the adequacy of the Internal Financial Controls Over Financial Reporting of the Group and the operating effectiveness of such controls refer to our separate report in Annexure - A which is based on the auditors reports of the Holding Company, Subsidiary Company and Associate Company incorporated in India.
- (j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group as detailed in Note 38 to the consolidated financial statements.
 - ii. The Group has long-term contracts March 31, 2016 for which there were no material foreseeable losses, and
 - iii. There has been no delay in transferring amount to the investor Education and Protection Fund by the group at the end of the year.

For Chaturvedi & Company
Chartered Accountants
(Firm Reg. No. 302137E)

Nilima Joshi
Partner

Place : Kolkata
Date : 30th May, 2016

Membership No. 52122

ANNEXURE A TO THE AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS



REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ('THE ACT')

In conjunction with our audit of the consolidated financial statement of the Company as of and for the year ended 31st March, 2016, we have audited the internal financial controls over financial reporting of SIMPLEX PROJECTS LIMITED (hereinafter referred to as 'the Holding Company') and its subsidiary companies and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Holding company, subsidiary companies and its associate company which are incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safe guarding 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, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 operative effectiveness. Our audit of Internal Financial Controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures

selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose 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 recorded that, in responsible detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanation given to us, the Holding Company, its subsidiary companies and associate company, which are companies incorporated in India, have, in all material respect, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Chaturvedi & Company
Chartered Accountants
(Firm Reg. No. 302137E)

Nilima Joshi
Partner

Place : Kolkata
Date : 30th May, 2016

Membership No. 52122

CONSOLIDATED BALANCE SHEET

as at 31st March, 2016

(₹ in Lakh)

	Note No.	As at 31 March, 2016	As at 31 March, 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	2	1,260.04	1,260.04
Reserves and Surplus	3	10,508.41	16,956.37
		11,768.45	18,216.41
Non-Current Liabilities			
Long-term borrowings	4	1,863.60	1,566.55
Deferred Tax Liabilities (Net)	5	658.37	876.74
Other Long-term Liabilities	6	84,313.13	77,273.68
Long-term Provisions	7	80.71	79.80
Minority Interest		51.43	50.49
		86,967.24	79,847.26
Current Liabilities			
Short-term Borrowings	8	58,683.62	45,220.21
Trade Payables	9	29,498.39	38,244.61
Other Current Liabilities	10	9,154.38	9,718.10
Short-term Provisions	11	127.11	118.35
		97,463.50	93,301.27
TOTAL		196,199.19	191,364.94
ASSETS			
Non-Current Assets			
Fixed assets			
Tangible Assets	12	11,395.33	12,993.22
Capital Work-in-progress	30	4,770.45	5,140.28
		16,165.78	18,133.50
Non-Current Investments	13	524.64	18.27
Long-term Loans and Advances	14	2,265.87	2,203.37
Other Non-current Assets	15	2,500.41	1,547.40
Goodwill (on consolidation)		-	322.99
		5,290.92	4,092.03
Current Assets			
Inventories	16	74,097.81	69,637.20
Trade Receivables	17	93,199.44	90,433.20
Cash and Bank Balances	18	3,466.38	4,896.28
Short-term Loans and Advances	19	3,535.82	3,790.44
Other Current Assets	20	443.04	382.29
		174,742.49	169,139.41
TOTAL		196,199.19	191,364.94
Significant Accounting Policies			
1			

The accompanying notes including other explanatory information form an integral part of the financial statements.

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

For and on behalf of

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

J. K. Bagri

Director

(DIN : 00268722)

Anand Chopra

Director

(DIN : 00397305)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
for the year ended 31st March, 2016



(₹ in Lakh)

	Note No.	As at 31 March, 2016	As at 31 March, 2015
Revenue from Operations	21	42,657.21	53,071.65
Other Income	22	569.91	926.54
Total Revenue		43,227.12	53,998.19
Expenses			
Cost of materials consumed for Executing Contract Work	23	12,782.36	13,561.86
Purchase of Stock-In-Trade		13,512.57	15,496.80
Changes in Inventories of Stock-In-Trade/ Work-in-progress		(0.28)	684.98
Cost of Subcontracting & Other Site Expenses	24	13,887.30	18,793.59
Employee Benefits Expense	25	756.28	764.88
Finance costs	26	7,948.31	6,038.06
Depreciation and amortisation expense	12	2,059.45	2,022.57
Other Administrative expenses	27	746.98	866.85
Total Expenses		51,692.97	58,229.60
Profit before Exceptional and Extraordinary items and Tax		(8,465.85)	(4,231.40)
Exceptional items		(400.50)	474.68
Profit before Extraordinary items and Tax		(8,866.35)	(3,756.72)
Extraordinary items		-	-
Profit before Tax		(8,866.35)	(3,756.72)
Tax Expense:			
Current tax expense for current year		-	-
(Less): MAT credit		-	-
Net current tax expense		-	-
Deferred Tax		(218.37)	(125.62)
		(218.37)	(125.62)
Profit for the year		(8,647.98)	(3,631.10)
Earnings per Share (in Rupees):	49		
Basic		(68.63)	(28.82)
Diluted		(68.63)	(28.82)
Significant Accounting Policies	1		

The accompanying notes including other explanatory information form an integral part of the financial statements.

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

For and on behalf of

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

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Anand Chopra

Director

(DIN : 00397305)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)



CONSOLIDATED CASH FLOW STATEMENT
for the year ended 31st March, 2016

(₹ in Lakh)

	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
A. Cash flow from operating activities:				
Net profit before tax and extraordinary items		(8,866.35)		(3,756.73)
Adjustments for:				
Depreciation	2,059.45		2,022.57	
Interest (Net)	7,533.77		4,618.25	
Loss on Sale of Fixed Assets	(0.14)		0.41	
Unrealised Loss on Sale of investment	351.86		-	
goodwill adjustment on sale of subsidiary	493.38			
Dividend Received	(0.17)		(0.15)	
Liabilities no longer required written back	(11.49)		(73.23)	
Exchange (Gain) / Loss on Non Integral Branch	1,706.63		1,101.61	
Provisions for employee benefits	2.14	12,135.43	(17.96)	7,651.50
Operating profit before working capital changes		3,269.08		3,894.77
Increase / Decrease in:				
Other Current Assets	(3,264.89)		2,341.02	
Inventories	(4,460.61)		(12,118.65)	
Current Liabilities	(2,270.49)	(9,995.99)	7,396.98	(2,380.65)
Cash Generated from operations		(6,726.91)		1,514.12
Direct Tax paid	-		(305.02)	
FBT	-	-	-	(305.02)
Net Cash from / (Used in) Operating Activities		(6,726.91)		1,209.10
B. Cash flow from Investing Activities:				
Purchase of Fixed Assets	(1,161.28)		(163.17)	
Sale of Fixed Assets	11.34		2.85	
Sale / (Purchase) of Investments	652.56		-	
Dividend Received	0.17		0.15	
Interest Received	322.75		488.99	
Net Cash from / (Used in) Investing activities		(174.46)		328.82
		(6,901.37)		1,537.92
C. Cash flow from Financing Activities				
Interest Paid	(7,856.52)		(5,122.40)	
Proceeds from Long term borrowings	(135.42)		(10,526.84)	
Inter corporate Loans and advances including Deposits	(891.83)		3,566.14	
Repayments of Short term Borrowings	14,355.24		10,729.82	
Net Cash from / (Used in) Financing Activities		5,471.47		(1,353.28)
Net Increase / (Decrease) in Cash and Cash equivalents during the year		(1,429.90)		184.64
Cash and Cash Equivalents as at 31st March, 2015	4,896.28		4,711.64	
Cash and Cash Equivalents as at 31st March, 2016	3,466.38	(1,429.90)	4,896.28	184.64

Notes:

The above cash flow statement has been prepared under the indirect method as set out in the Accounting Standard-3 on Cash Flow Statements issued by The Institute of Chartered Accountants of India.

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

For and on behalf of

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

For and on behalf of the Board of Directors

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

Anand Chopra

Director

(DIN : 00397305)

J. K. Bagri

Director

(DIN : 00268722)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)

1 DISCLOSURE OF SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2016

1.1 Basis of Preparation of Financial Statements

The consolidated financial statements have been prepared on accrual basis of accounting in conformity with the generally accepted accounting principles in India (GAAP) and comply with Accounting Standards specified under Section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the companies separate financial statements.

1.2 Principles on consolidation

The Consolidated Financial Statements related to Simplex Projects limited (The Company) and its subsidiary has drawn up to the same reporting date as of the company and the consolidated Financial Statements have been prepared on the following basis:

- The Financial Statements of the Company and its Subsidiary company have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. Inter-company balances and transactions and unrealized profits or losses have been fully eliminated.
- The excess of cost to the Company of its investments in its Subsidiary companies over its share of the Equity of the Subsidiary company at the dates, on which the investments in the Subsidiary companies are made, is recognized as Goodwill being an asset in the consolidated Financial Statements.
- The Company has invested in 66.56% shares of Simplex Agri-Infra Services Pvt Ltd. The said company has entered into a contract with Food Corporation of India & HIMFED to construct and maintain warehouses in different parts of Jammu & Kashmir and Himachal Pradesh.
- In terms of Accounting Standard-21 the minority interest has been computed in respect of Simplex Agri-Infra Services Pvt Ltd a non-fully owned subsidiary.
- 51% of Investment in Simpark Infrastructure Pvt Ltd. disposed on 30th March 2016 and the Profit/(Loss) for such period has been consolidated. As a result of disposal the remaining investment in Simpark Infrastructure Pvt Ltd has been reclassified and shown under the head 'Investment in equity instruments of associates'.
- The subsidiary Company considered in the Consolidated financial statement is as under:

Name of the Company	Country of Incorporation	Percentage of Shareholding as on 31st March, 2016	Percentage of Shareholding as on 31st March, 2015
Simpark Infrastructures Pvt. Ltd.	India	-	100%
Simplex Agri-Infra Services Pvt. Ltd.	India	66.56%	66.56%

- The Associate Company considered in the Consolidated financial statement is as under :

Name of the Company	Country of Incorporation	Percentage of Shareholding as on 31st March, 2016	Percentage of Shareholding as on 31st March, 2015
Simpark Infrastructures Pvt. Ltd.*	India	49%	-

* Refer to Note (e) above.

1.3 Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

1.4 Fixed Assets

Tangible assets are valued at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Assets acquired under Hire Purchase arrangements are recorded at their cash values and the finance charges are charged to Profit and Loss Account as accrued.

**1.5 Cost of construction / development**

For Simpark Infrastructure Pvt. Ltd Cost of Construction / development incurred is charged to the Profit & Loss account proportionate to project area sold. Adjustment, if required, is made in project work in progress.

The estimated saleable area cost of the project as determined, is based on management's estimate of the cost expected to be incurred till the final completion of the project and includes material, services and other related overheads. The effect of such changes to estimates is recognized in the period such changes are determined.

1.6 Project work-in-progress

Work-in-progress comprises cost of material, services and other related overheads related to projects under construction.

1.7 Depreciation

In respect of Fixed Assets acquired during the year, depreciation is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014 is depreciated over the remaining useful life based on an evaluation.

Plant and Machinery	12 – 15 years
Trucks	8 years
Motor Vehicles	8 years
Computers	3 years
Furniture and Fixtures	10 years
Office Equipments	5 years

1.8 Impairment of Assets

The carrying cost of assets is reviewed at each Balance Sheet date to determine whether there is any indication of impairment of assets. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use.

1.9 Inventories

Inventories are valued at cost under FIFO method or net realizable value, whichever is lower.

1.10 Investments

The investment in associate is accounted for under the equity method of accounting and classified as long term investments. Long term Investments are valued at cost. Current investments are stated lower of cost or fair market value. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

1.11 Revenue Recognition

- a) Revenue is accounted for following "Percentage of Completion" method of accounting in respect of the Construction Contracts. The stage of completion determined on the basis of physical proportion of the contract work. Extra work and variation in contract (as mutually agreed), to the extent that it is probable that they will result in revenue. Bills submitted but not certified are also included in revenue. Claims on construction contracts are included based on management's estimates of the profitability that they will result in additional revenue, they are capable of being reliably measured, there is a reasonable basis to support the claim and that such claims would be admitted either wholly or in part.
- b) Share of Profit / Loss from joint ventures is accounted for in respect of the financial year of the venture, ending on the balance sheet date, on the basis of their audited / unaudited accounts.
- c) Price escalation claims and additional claims including those under arbitration are recognized as revenue when they are realized or receipts thereof are mutually settled or reasonably ascertained.
- d) Site start up expenses is charged off in the year these are incurred.
- e) Liabilities on account of Service Tax to the extent not reimbursable by the Clients have been charged off to the profit & loss account.
- f) Fee collections from users of facility are accounted for when the amount is due and recovery is certain.
- g) Fee for amenities are accounted for on accrual basis and are net of Service tax, if any. Fee for consulting are recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- h) Revenue from Commercial Real estate (received as lease premium) is recognized on making the initial agreement with the parties and receipt of substantial amount of total lease premium value.
- i) The management revises the estimates of saleable area and costs periodically. The effect of such changes to estimates is recognized in the period such changes are determined.
- j) Revenue from sale of parking systems are recognised upon delivery and erection, which is when the title passes to the customer
- k) Interest income is recognized on a time proportion basis taking into the amount outstanding and the rate applicable.



1.12 Borrowing Cost

Borrowing costs, attributable to acquisition and construction of qualifying assets, are capitalized as a part of the cost of such asset up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the profit and loss account.

1.13 Employee Benefits

The Company has adopted the Revised Accounting Standard 15 Employee benefits prescribed by Companies (Accounting Standards) Rules, 2006 with effect from 1st April 2007.

i) Short term benefits:

Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.

ii) Post employment benefits:

Post employment benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognized at the present value of the amounts payable determined using actuarial valuation technique. Actuarial gains and losses in respect of post employment benefits are charged to profit and loss account.

1.14 Foreign Currency transactions

Transactions in foreign currencies are recognized in the reporting currency at the prevailing exchange rates on the transaction dates. Foreign currency monetary items are reported using the closing rate. Exchange difference arising on the settlement of monetary items or on reporting monetary items of the Company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or expenses in the year in which they arise. Transactions completed during the year are accounted for at the then ruling rate.

Financial Statements of foreign branches are treated as non-integral operation. In translating the financial statement of foreign branches, the assets and liabilities, both monetary and non monetary, has been translated at the closing rate and income and expense items are translated at the average rate for the period. The resultant exchange differences are accumulated in Foreign Currency Translation Reserve Account.

Foreign exchange difference on account of a depreciable asset is adjusted in the cost of the depreciable asset, which would be depreciated over the balance life of the asset. In other cases, the foreign exchange difference is accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortized over the balance period of such long term assets/liabilities. For this purpose, the company treats a foreign monetary item as "Long-term Foreign Currency Monetary Item" if it has a term of 12 months or more at the date of its origination. All other exchange differences are recognized as income or as expenses in the period in which they arise.

1.15 Financial Derivatives & Hedging Transactions

Financial derivatives and hedging contracts are accounted on the date of their settlement and realized gain/ loss in respect of settled contracts is recognized in the profit & loss account along with the underlying transactions.

1.16 Taxation

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred Tax liability is recognized being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.17 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognized nor disclosed in the financial statements.

1.18 Earnings per share

Earnings per shares are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

1.19 Cash and cash equivalents

Cash and cash equivalents as indicated in the Cash Flow Statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

1.20 Event occurring after the Balance Sheet Date

Material events if any occurring after Balance Sheet date is taken into cognizance.


2. Share Capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Rs. in Lakh	Number of shares	Rs. in Lakh
(a) Authorised				
Equity shares of ₹ 10/- each with voting rights	1,50,00,000	1500.00	1,50,00,000	1,500.00
(b) Issued, Subscribed and fully paid up				
Equity shares of ₹ 10/- each with voting rights	1,26,00,378	1260.04	1,26,00,378	1,260.04
Total		1,260.04		1,260.04

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh Issue	Buy back	Closing Balance
Equity shares with voting rights				
Year ended 31 March, 2016				
- Number of shares	1,26,00,378			1,26,00,378
- Amount (₹ in Lakh)	1,260.04	-	-	1,260.04
Year ended 31 March, 2015				
- Number of shares	1,26,00,378	-	-	1,26,00,378
- Amount (₹ in Lakh)	1,260.04			1,260.04

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Prozen Merchants Pvt. Ltd.	2,394,267	19.01	2,394,267	19.01
Simplex Fiscal Holdings Pvt. Ltd.	2,080,714	16.51	2,080,714	16.51
Lata Bhanshali	786,700	6.24	1,180,000	9.36
Bharat Gypsum Pvt. Ltd.	691,429	5.49	691,429	5.49

(iii) Terms/rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. No dividend is proposed by the Board of Directors of the Company for the current year.

In the event of liquidation of the company, the holders of 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.

3 Reserves and Surplus

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Securities premium account		
Opening balance	8,395.94	8,395.94
Closing balance	8,395.94	8,395.94
General Reserve		
Opening balance	5,012.59	5,012.59
Add : Transferred from Surplus in statement of Profit and Loss	-	-
Closing balance	5,012.59	5,012.59
Foreign currency translation reserve (Refer Note 1.14)		
Opening balance	(423.79)	(1,353.11)
Add / (Less): Effect of foreign exchange rate variations during the year	1,706.63	929.32
Closing balance	1,282.84	(423.79)
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	3,971.63	7,652.51
Add: Profit / (Loss) for the year	-	-
Amounts transferred from Statement of Profit & Loss	(8,647.98)	(3,631.10)
Depreciation on transition to Schedule II of the Companies Act, 2013	-	(49.78)
Adjustments for Sale of Subsidiary	493.39	-
Closing balance	(4,182.96)	3,971.63
Total	10,508.41	16,956.37

4 Long Term Borrowing

(Rs. in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Term loans From banks		
Secured	1,498.03	11.19
From other parties		
Secured	365.57	1,255.36
Unsecured	-	300.00
Total	1,863.60	1,566.55

Term Loan from Banks are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a.at a specified date for specific assets. Average tenure of each loan is 36 months.

Term Loan from Other parties are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a.at a specified date for specific assets. Average tenure of each loan is 36 months.



5 Deferred Tax Liabilities (Net) (₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Liability on account of difference in value of Assets as per books and tax laws.	658.37	876.74
Total	658.37	876.74

6 Other Long Term Liabilities (₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade / security deposits received	1,834.90	2,202.10
Advance from customers	82,422.12	75,015.47
Subsidy reserve Fund	56.11	56.11
Total	84,313.13	77,273.68

7 Long Term Provision (₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Provision for employee benefits:		
Leave Encashment	20.20	25.89
Gratuity	60.51	53.91
	80.71	79.80

8 Short Term Borrowings (₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Working capital Loans repayable on demand		
From banks		
Secured	46,115.52	28,459.88
Unsecured	-	-
From Others - Unsecured	3,407.80	4,299.63
	49,523.32	32,759.51
Term Loans		
From Banks - Secured	2,608.91	2,505.80
Foreign Currency Loan		
From Banks - Unsecured	6,551.39	9,954.90
Total	58,683.62	45,220.21

- (i) Working Capital Loan from Banks are secured by hypothecation of stocks, work-in-progress and book debts and also charges of certain moveable plant & machinery ranking pari-passu with the banks.
- (ii) Term Loan from Banks are secured by Hypothecation of specific assets comprising of Plant & Machinery, Construction Equipment and Vehicles acquired out of the said Loans repayable in EMIs along with Interest ranging from 8% to 12% p.a. at a specified date for specific assets. Average tenure of each loan is 36 months.
- (iii) Foreign Currency term loan from banks carry rate of interest ranging from 6 month USD LIBOR +1% to 6month USD LIBOR+2.65% and 6 months Euro Libor +1% to 6 months Euro Libor +3.50%.

9 Trade Payables

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Trade payables other than Acceptances (Refer note below)	29,498.39	38,244.61
Total	29,498.39	38,244.61

- i) Payment against supplies from small scale and ancillary undertakings are made in accordance with the agreed credit terms and to the extent ascertained from available information, there was no amount overdue as on 31.03.2016.
- ii) Based on the available information with the Company relating to the registration status of suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, there are no dues to micro and small enterprises.
- iii) Trade payable have been shown net of advances of ₹ 7,977.95 Lakh (Previous Year ₹ 9,295.13 Lakh) paid to suppliers and sub contractors.

10 Other Current Liabilities

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Current maturities of long-term debt (Refer Note (i) below)	127.31	274.10
Unpaid matured long term debt	505.09	790.77
Interest accrued and due on borrowings	800.93	229.36
Unclaimed dividends	0.49	1.06
Other payables		
Statutory dues (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	1,015.60	1,788.31
Advance against Lease Premium	-	96.76
Bonus and Unclaimed Exgratia	-	21.74
Liability for Expenses and Obligations	1,147.57	1,053.35
Trade / security deposits received	1,246.05	565.37
Advances from customers	1,855.91	634.78
Advances from related parties	245.36	2,174.00
Advance against projects	2,210.07	2,088.50
Total	9,154.38	9,718.10

Note : Current maturities of long term debt (Refer Note No. 4 - Long Term Borrowing) for details of security and guarantee.

Particulars	As at 31 March, 2016	As at 31 March, 2015
Term loans		
From Banks, Secured	2.95	29.43
From other parties, Secured	124.36	244.67
Total	127.31	274.10

11 Short Term Provisions

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Provision for employee benefits:		
Bonus	113.72	106.19
Leave Encashment	13.39	12.16
Gratuity	-	-
Total	127.11	118.35

NOTE 12
TANGIBLE FIXED ASSETS

(₹ in Lakh)

PARTICULARS	Original cost as at 01.04.2015	Additions during the period	Deletion/ Adjustment	Translation exchange difference	Original cost as at 31.03.2016	Depreciation as at 01.04.2015	Depreciation for the period	Deletion/ Adjustment	Depreciation as at 31.03.2016	Net Balance 31.03.2016	Net Balance 31.03.2015
LEASE HOLD LAND	260.26	-	-	-	260.26	-	-	-	-	260.26	260.26
BUILDING	-	813.82	-	-	813.82	-	27.12	-	27.12	786.70	505.23
PLANT & MACHINERY	3,715.35	-	-	103.11	3,818.46	1860.74	265.76	-	2,126.50	1,691.96	2,495.02
CRANES	234.08	-	-	0.80	234.88	73.30	16.86	-	90.16	144.72	160.78
AIR CONDITIONER	19.54	-	-	0.70	20.24	8.45	1.24	-	9.69	10.55	11.09
WINCH & ENGINE	225.43	-	-	-	225.43	131.92	17.54	-	149.46	75.97	93.51
PILE FRAME	3,435.98	-	-	-	3,435.98	807.93	319.19	-	1,127.12	2,308.86	2,628.05
OTHER PLANTS	8,609.65	511.05	-	27.99	9,148.69	3148.49	1061.09	-	4,209.58	4,939.11	5,461.16
TOOLS & IMPLEMENTS	159.27	-	-	0.32	159.59	83.84	12.74	-	96.58	63.01	75.43
TRUCKS & TIPPERS	1,354.41	-	24.10	39.48	1,369.79	604.59	102.53	21.49	685.63	684.16	749.82
MOTOR VEHICLES	670.88	9.77	32.50	7.25	655.40	404.39	67.21	23.91	447.69	207.71	266.96
TWO WHEELERS	8.57	-	-	-	8.57	5.04	0.53	-	5.57	3.00	3.53
COMPUTERS	200.02	7.78	-	0.05	207.85	182.49	8.57	-	191.06	16.79	17.57
ELECTRICAL INSTALATION	-	-	-	-	-	-	-	-	-	-	28.87
FURNITURE & FIXTURES	389.97	-	-	5.52	395.49	162.79	37.98	-	200.77	194.72	228.33
OFFICE EQUIPMENT	34.07	3.21	-	0.03	37.31	27.65	1.85	-	29.50	7.81	7.52
TOTAL	19,317.48	1,345.63	56.60	185.25	20,791.76	7,501.62	1,940.21	45.40	9,396.43	11,395.33	12,993.13
AS AT 31.03.2015 (in lakhs)	21,949.80	35.26	106.53	(172.29)	21,706.24	6,691.59	2,022.60	1.08	8,713.11	12,993.13	

NOTE: 1. Original cost of Fixed Assets as on 31st March, 2016, includes ₹ 1,396.46 Lakh acquired under Hire Purchase Schemes, out of which ₹ 534.42 Lakh is outstanding as on 31st March, 2016, which has been shown under the head 'Long Term borrowings' and 'Other Current liabilities'.



SIMPLEX
PROJECTS LIMITED

Notes forming part of the Consolidated Financial Statements



13. Non Current Investments

(₹ in Lakh)

Particulars	As at 31st March, 2016			As at 31st March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
Investments (At cost):						
Investment in partnership firms (Refer Note below)	-	13.53	13.53	-	13.53	13.53
Investment in equity instruments of associates						
15,53,800 Fully paid up Equity Shares of ₹ 10 each Simpark Infrastructure Pvt. Ltd.	-	508.99	508.99	-	-	-
5,000 Fully paid equity shares of Simplexprojects Road & Highway Constructions Pvt. Ltd.	-	0.50	0.50	-	0.50	0.50
of other entities						
15,000 Fully Paid-up Equity Shares of ₹ 10 in Geo.Miller & Co. Ltd	-	1.05	1.05	-	1.05	1.05
1,600 Fully Paid-up Equity Shares of ₹ 10 each in Uco Bank	0.19	-	0.19	0.48	-	0.48
1,000 Fully Paid-up Equity Shares of ₹ 10 each in Vijaya Bank	0.24	-	0.24	0.48	-	0.48
100 Fully Paid-up Equity Shares of ₹ 10 each in Indraprasth Gas Ltd	0.05	-	0.05	0.05	-	0.05
251 Fully paid equity shares of ₹ 10 each in NTPC				0.16	-	0.16
22 Fully Paid-up Equity Shares of ₹ 10 each in Tata Consultancy Services Ltd	0.09	-	0.09	0.24	-	0.24
	0.57	524.07	524.64	1.41	15.08	16.49
Investment in government or trust securities	-	-	-	-	1.78	1.78
Total - Other investments	0.57	524.07	524.64	1.41	16.86	18.27
Aggregate market value of listed and quoted investments (Rs. In lakh)			3.31			3.31
Aggregate amount of quoted investments (₹ in Lakh)			0.57			1.41
Aggregate amount of unquoted investments (₹ in Lakh)			524.07			18.27

Note : Other details relating to investment in partnership firms (Refer overleaf)



Particulars	As at 31st March, 2016			As at 31st March, 2015			
	Name of the firm	Names of other partners in the firm	Total Capital	Share of each partner in the profits of the firm	Names of other partners in the firm	Total Capital	Share of each partner in the profits of the firm
Simplex Projects (Netherlands) Co-operatie U.A.	Simplex Fiscal Holdings Pvt. Ltd.		13.66	1%	Simplex Fiscal Holdings Pvt. Ltd.	13.66	1%

- (i) Decline, if any, in the market value of long term quoted investments, considered by management not of permanent nature, has not been provided for.
- (ii) Investments in National Savings Certificate and Kisan Vikas Patra amounting to ₹ 1.78 lakh have matured in earlier years and are not in possession of the company has been written off as there is no ascertainability of its receivable.
- (iii) The Company has a co-operative incorporated under the laws of Netherland, by the name of Simplex Projects (Netherlands) Co-operatie U.A., in partnership with M/s Simplex fiscal Holdings Pvt. Ltd. The profit and loss sharing of the co-operative between the company and its partner is in the ratio of 99:1. As the co-operative is yet to commence its business, the entire expenses have been taken as pre-operative expenses
- (iv) Part of investment in Simpark Infrastructure Pvt. Ltd. disposed and profit on disposal of ₹ 37.20 Lakh is recognised in the Profit and Loss account. As a result of disposal the remaining investment in Simpark Infrastructure Pvt. Ltd. has been reclassified and shown under the head investment in equity instruments of associates.
- (v) The Goodwill arising on the reclassification of the Subsidiary to Associate is included in the carrying amount of investment in associate.

14 Long Term Loans and Advances

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, considered good)		
Security deposits (Refer Note below)	746.63	822.89
Prepaid expenses - Unsecured, considered good	0.44	0.34
Advance income tax	13.07	42.25
MAT credit entitlement - Unsecured, considered good	223.69	223.69
Balances with government authorities		
Advance Fringe Benefit Tax	13.32	13.32
Other advances	78.87	80.15
Loans and advances to employees	-	6.38
Advance against projects	1,189.85	1,014.35
Total	2,265.87	2,203.37

Note: Security deposits has been shown net of deposits of ₹ 39.95 Lakh received. Security Deposits includes ₹ 46.23 Lakh in the form of Fixed deposits with Uco Bank.

15 Other Non-Current Assets

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Advance against Land (Refer Note no. 36)	1,453.68	1,453.68
Other Unamortised Expenses	-	82.98
Long Term Deposits with Banks having maturity period of more than 12 months. [Refer note no. 18 (iii)]	1,036.66	10.40
Client TDS	8.07	0.09
	-	0.25
Total	2,500.41	1,547.40

16 Inventories

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Raw materials at lower of cost and net realisable value		
At Sites	7,561.46	6,428.37
At Stores	24.31	10.94
Goods-in-transit	522.46	491.03
	8,108.23	6,930.34
Work in Progress at estimated Cost		
Construction Contract	63,465.51	59,776.05
Project Development	2,524.07	2,930.81
	65,989.58	62,706.86
Total	74,097.81	69,637.20

17 Trade Receivable

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, considered good)		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment (Refer note below)	81,261.87	72,768.25
Other Trade Receivables	11,937.57	17,664.95
Total	93,199.44	90,433.20

Sundry Debtors include overdue amount aggregating to ₹ 560.92 Lakh (Previous Year - ₹ 581.25 Lakh) that are under arbitration. However, the same is considered good by the management, based on the opinion obtained and the earlier experiences on realization. No provision in this regard is considered necessary by the management.

Trade Receivable include an amount of ₹ 8,332.66 lakh on account of bills submitted but not certified as on the Balance Sheet date.

18 Cash and Bank Balance

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
Cash and Cash Equivalents		
Cash on hand	153.73	135.18
Cheques, drafts on hand	0.04	213.11
Balances with banks		
In Current Accounts	113.66	750.91
In EEFC Accounts	0.05	0.04
Balances with Banks outside India (Refer Note below)	19.72	18.82
In Deposit Accounts less than 3 Month	55.73	2,503.13
Other Bank Balances		
In Deposit Accounts	3,122.96	1,273.97
In Earmarked Accounts		
- Unpaid dividend accounts	0.49	1.12
Total	3,466.38	4,896.28

**Notes:**

(i) Balances with Banks outside India comprise of the following:-

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
First Gulf Libyan Bank	14.63	13.75
Sahara Bank, Libya	0.38	0.36
First Gulf Bank, Dubai	4.12	3.89
Gulf Bank, Kuwait	0.59	0.82
Total	19.72	18.82

(ii) Fixed Deposits ₹ 4,217.15 Lakh (Previous Year – ₹ 3,783.86 Lakh) are not in possession of the company as they have been lodged as security deposit with clients / Banks.

(iii) Fixed Deposits with maturity of more than 12 months shown under 'Other Non Current Assets'

19. Short Term Loans and Advances

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, Considered good)		
Security deposits	-	6.38
Loans and advances to employees (Refer note no. (i) below)	424.13	409.42
Prepaid expenses	94.49	18.59
Balances with government authorities		
VAT credit receivable	912.20	1,264.43
Service Tax credit receivable	7.98	8.01
Advance Income Tax (net of provisions)	1,541.73	1,398.39
Advance to Parties	10.97	623.39
Other Advance (Refer note no. (ii) below)	544.12	61.83
Loans and advances to related parties (Refer note 45)	0.20	-
Total	3,535.82	3,790.44

Note: (i) Employee advance have been shown net of credit balance of ₹ 3.73 Lakh.

(ii) Other advances are shown net of ₹ 8.34 Lakh advance received.

20. Other Current Assets

(₹ in Lakh)

Particulars	As at 31 March, 2016	As at 31 March, 2015
(Unsecured, Considered good)		
Interest accrued and due on Deposits and Loans	443.04	382.29
Total	443.04	382.29

21. Revenue From Operations

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Construction Contract Works:		
Gross Billing	26,238.17	22,009.44
Add: Accretion/ (Decretion) in Work in progress	2,246.79	13,505.90
	28,484.96	35,515.34
Construction Housing Projects:		
Add: Accretion/ (Decretion) in Work in progress	52.88	256.47
	52.88	256.47
Income from Parking Operations and advertisement	178.72	166.24
Sale of Parking System	246.35	806.35
	425.07	972.59
Sale of Trading Goods:	13,694.30	16,327.25
Total	42,657.21	53,071.65

Work-in-progress include overdue amount aggregating to ₹ 1,528.36 lakh (Previous Year - ₹ 148.50 Lakh) that are under arbitration. However, the same is considered good by the management, based on the opinion obtained and the earlier experiences on realization. No provision in this regard is considered necessary by the management.

Gross Billing includes ₹ 8,332.66 lakh on account of bills submitted but not certified as on the Balance Sheet date.

22. Other Income

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Interest income from Fixed Deposits with Banks	383.50	544.91
Dividend income from long-term investments	0.17	0.15
Excess provision written off	11.49	73.23
Profit on Sale of Shares	37.20	-
Other non-operating income	137.55	308.25
Total	569.91	926.54

Note: Interest on Fixed Deposits with UCO Bank and Laying with other party (as EMD) has not been considered as income.

23. Cost of Materials Consumed

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Opening Stock	6,439.30	7,692.85
Add: Purchases	7,769.79	12,308.31
	14,209.09	20,001.16
Less: Closing stock	1,426.73	6,439.30
Total	12,782.36	13,561.86

24. Cost of Subcontracting Other Site and Trading Expenses

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Subcontracting Expenses	6,177.68	9,439.25
Other Site Expenses	7,709.62	9,354.34
Total	13,887.30	18,793.59



25. Employee Benefits Expense

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Salaries and wages	656.82	677.62
Contributions to provident and other funds (Refer Note 46)	91.37	80.90
Staff welfare expenses	8.09	6.36
Total	756.28	764.88

26. Finance Costs

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Interest expense on Borrowings	7,284.95	5163.16
Other Borrowing costs	663.36	874.90
Total	7,948.31	6,038.06

27. Other Expenses

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Rent including lease rentals	34.47	77.06
Repairs and Maintenance:		
Machinery	29.15	22.99
Others	36.20	26.76
Insurance	32.04	29.46
Rates and Taxes	12.95	10.85
Travelling and Conveyance	112.76	87.22
Motor Vehicles Expenses	32.15	34.68
Stores and Godown Expenses	14.12	27.13
Donations and Contributions	0.19	1.00
Legal and Professional	95.01	76.85
Bank Charges	180.03	36.86
Revenue Share with KMC	4.93	5.64
Payments to auditors (Refer Note below)	6.49	4.89
Loss on Fixed Assets sold	3.13	0.41
Loss on Forward Contract	-	169.36
Expenses written off	10.00	86.73
Miscellaneous Expenses	143.36	168.96
Total	746.98	866.85

Notes : Payments to Auditors

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Payments to Auditors:		
For Statutory audit	5.64	3.05
For Tax Audit	0.85	0.73
For Management services	-	1.11
Total	6.49	4.89



28. The Company is yet to receive the Balance confirmations in respect of certain Sundry Creditors, Sundry Debtors and Loans & advances. The balances are, therefore, as per the books of account only.
29. The Company's account with Bank of Baroda, DBS Bank, Yes Bank and Uco Bank for working capital facilities and Kotak Mahindra Bank for Term Loan facilities have been classified as Non Performing assets and accordingly then provision for interest has been made as per the prevailing rates.
30. Capital Work-in-progress includes an unfinished commercial outlet purchased by the Company from its subsidiary for which the lease deed is yet to be executed. It also includes ₹ 465.29 lakh pertaining to materials imported and kept at port.
31. The Company has entered into an agreement dated 08.11.1999 with The Kolkata Municipal Corporation (KMC) for installation, development and maintenance of Multilevel Computerized Car Parking System (hereinafter referred to as 'Project') at Rawdon Street, Kolkata. The Company with the consent of KMC has nominated M/s Simpark Infrastructure Pvt. Ltd. (SIPL) to carry out the said project, which is on Built-Own-Operate-Transfer (BOOT) basis for a period of 20 years. KMC has given a deposit of Rupees Three crore to the Company as interest free deposit, to be refunded to them only out of the profits to be earned under a joint venture with KMC to develop commercial complex on a land to be allotted by the KMC. The same has been adjusted by the company against civil and other work of the project undertaken by it from SIPL. The company has, accordingly adjusted the deposit on completion of execution of civil and other works.
- Similarly, the Company has entered into another agreement dated 21/10/2002 with the KMC for installation, development and maintenance of another Multilevel Underground Car Parking System at New Market, Lindsay Street, Kolkata, which in accordance with its earlier agreement, has been nominated to the said SIPL to carry out the construction of said project, to lease out commercial outlets and also to enter into Lease Agreement with the prospective lessee with a right to collect all receivable against Lease Premium. The company, however, acts as a Confirming Party to all the lease agreements entered into by the said SIPL with the allottee's of the commercial outlets.
32. The operation of the company's branch at Libya, which was stopped due to prevailing political situation. The Company has signed a supplementary agreement with the Government for realization of dues and resumption of contract. In view of this the amount of dues and assets deployed in Libya are realizable and no provision thereof are required at this stage. The expenses incurred during the year in respect of its said branch amounting to ₹ 680.27 Lakh (previous year ₹ 1,695 lakh) and the depreciation of ₹ 386.57 Lakh (Previous year ₹ 401.72 Lakh) relating to the machineries deployed there, have been considered as work-in-progress. However, in view of prolonged uncertainty of resumption the Company has moved an application with the Hon'ble High Court at Delhi for proceeding with Arbitration and has been granted an interim stay for further extension / invocation of Bank Guarantees for the project. Accordingly no provision for charges has been made after the stay of extension.
33. Pursuant to the Companies (Accounting Standards) Amendment Rules, 2011 vide GSR 914(E) dated 29.12.2011, the Company has exercised option of adjusting the cost of assets arising on exchange differences, in respect of accounting period commencing from 1st April, 2011 on long term foreign currency monetary items resulting out of trade credits/overseas borrowings, which were hitherto recognized as income or expenses in the period in which they arose. As a result, such exchange differences so far as they relate to the acquisition of depreciable capital assets have been adjusted with the cost of such assets, to be depreciated over the balance useful life of the respective assets. In case of other long term foreign Currency monetary items resulting out of trade credits/overseas borrowings, the exchange difference have been transferred to Foreign Currency Monetary Item Translation Difference Account and amortized over the balance period of such long term assets/liabilities but not beyond accounting period ending on or before March 31, 2020. The unamortized balance in this account as at March 31, 2016 is ₹ 911.64 Lakh (Previous year ₹ 1,139.55 Lakh).
34. Simplex Agri Infra Services Pvt Ltd. commenced its commercial operation during the current financial year, hence Profit & Loss Account has not been prepared for the previous period ended 31st March 2015 for the company. However, necessary details as per generally accepted accounting principles in India (GAAP) and comply with Accounting Standards specified under Section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 to the extent applicable have been disclosed under the head 'Unamortized Expenses' and 'Capital Work-in-Progress' which shall be amortized / capitalized on completion of the project.
35. Simplex Agri Infra Services Pvt Ltd has been awarded contracts for construction of godowns in certain locations in the state of Jammu & Kashmir and Himachal Pradesh for Food Corporation of India and HIMFED under Built-Own-Operate (BOO) basis. The company has, accordingly, entered into a non-cancellable lease for an initial period of 21 years and further extendable, acquiring certain lands in the state of Jammu & Kashmir and Himachal Pradesh for construction of the godowns for letting out.
36. Advance against Land as shown under the head 'Other Non-Current Assets' includes ₹ 1,453.68 Lakh (Previous year: ₹ 1,453.68 lakh) paid by Simplex Agri Infra Services Pvt Ltd against a Joint Venture agreement with M/s MK Agro Services and M/s Kashmir Warehousing Services, pursuant to which it has paid the advance. These advances have been used by the parties for purchase of certain land, which has been given to the Company on a long term non-cancellable lease for an initial period of 21 years and further extendable. The advances have been secured by way of a charge on the assets of the firm and through personal indemnity guarantees of the partners.
37. Leasehold Land comprised of ₹ 98.65 Lakh (Previous year ₹ 98.65 Lakh) paid as deposits by Simplex Agri Infra Services Pvt Ltd to landowners against long term non-cancellable lease that are refundable on termination of lease.

38. Contingent Liabilities:

- a) There are outstanding guarantees amounting to ₹ **1,11,610 lakh** (Previous Year - ₹ 1,04,110.60 lakh) and outstanding letters of credit amounting to ₹ **6,085.86 lakh** (Previous Year – Rs 9,468.10 lakh) given on behalf of the Company by Banks. The receipts of term deposits are also held by Banks towards margin money against the guarantees / letters of credit given by them on Company's behalf, besides the counter indemnity by the Company for such guarantees/letters of credit.
- b) The Companies claims of certain deduction under the provisions of the Income Tax Act 1961 for the Assessment Year 2008-09 and 2009-10 was disallowed by the Income Tax Authority, the company has preferred an appeal with the CIT (A). The Company has also challenged the issue of claiming the said deduction in respect of assessment years 2008-09 and 2009-10 by a writ petition before the Hon'ble Calcutta High Court and obtained interim stay order from the said High Court restraining the Tax Authority from enforcing any demand against the Company. The impact of tax in case of an adverse decision is estimated at ₹ **417.46 Lakh** (Previous year ₹ 417.46 lakh). Moreover, the Income Tax Authority has filed an appeal before the Hon'ble Calcutta High Court against the order passed by the Appellate Tribunal Kolkata for the AY. 2006-07 and 2007-08, the impact of tax in case of an adverse decision is estimated at ₹ **377.92 Lakh**.
- c) Disputed Sales Tax / VAT under appeal with appropriate forum – ₹ **2,379.12 lakh** (Previous Year – ₹ 2,321.41 lakh).
- d) The Show cause cum demand Notice issued by the Service Tax Department is of ₹ **946.85 Lakh**, the Appeal is still pending before The Hon'ble Customs Excise & service Tax Appellate tribunal, EZB, Kolkata.
- e) There are certain legal cases filed against the Company by its vendors, lenders in ordinary course of business for recovery of dues which has already been booked as liability in the books of accounts. Hence, the Company does not foresee any further liability arising on account of such cases. However, due to the nature of these dispute and in view of numerous uncertainties and variables associated with it there may be some penal interest, liquidated damages etc. which may be imposed against the Company by courts the amount of which is unascertainable at this point of time and which may not be material.

39 Value of Imports (C.I.F Basis)

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Raw Materials	506.48	103.83

40. a) Earnings in Foreign Currency :

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
On Contract Work (Gross Billing at Overseas Branch)	12,318.12	6,269.34

b) Expenditure in Foreign Currency

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Travelling	157.88	38.40
Contract Expenses except Depreciation (Overseas Branch)	13,228.50	11,399.44

41. Stores Consumed :

Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Value	% of total consumption	Value	% of total consumption
Imported (Into India)	506.48	3.98	103.83	0.80
Indigenous	12,220.33	96.02	12,861.39	99.20
TOTAL	12,726.81	100	12,965.22	100

42. Information in accordance with the requirements of revised Accounting Standards – 7 on Construction Contracts prescribed by the Companies (Accounting Standard) Rules, 2006: (₹ in Lakh)

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Contract revenue recognized for the year ended 31st March, 2016	28,422.21	35,771.81
Aggregate amount of contracts costs incurred and recognized profits (less recognized losses) up to 31st March, 2016 for all the Contracts in progress	2,65,611.15	4,06,631.74
The amount of Customers advances outstanding for contracts in progress as at 31st March, 2016	9,709.20	8,107.89
The amount of retention due from customers for Contracts in progress as at 31st March, 2016	3,023.08	1,699.55
Gross amount due from customers for Contracts in progress as at 31st March, 2016 (including bills submitted but not certified of ₹ 8,332.66 Lakh and Work-in-progress of ₹ 22,102.23 Lakh)	46,207.28	84,681.80
Gross amount due to customers for contracts in progress as at 31st March, 2016	3,381.63	224.86

43. Segment information for the year ended 31st March, 2016

The Company has disclosed Business Segment as the primary segment. The Segment has been identified taking into account the nature of activities, the differing risks and returns. The Company's operations relate to 'Construction activity' and 'Trading activity'. As the Company is engaged in execution of work in overseas, the secondary segment reporting is prepared based on Geographical Segments.

The Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include respective amounts identifiable to each of the Segments and also amounts allocated on a reasonable basis.

a) Information about Primary Segments (₹ in Lakh)

Particulars	Construction Activity		Trading Activity		Total	
	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015
Segment Revenue	28,422.21	35,771.81	13,694.30	16,327.25	42,116.51	52,099.06
Segment Result	(8,933.61)*	(3,660.71)	181.73	131.42	(8,751.88)	(3,529.29)
Segment Assets	1,84,273.18	1,80,124.06	9,020.37	7,431.44	1,93,293.55	1,87,555.50
Segment Liabilities	1,73,509.86	1,59,553.07	7,939.99	9,331.86	1,81,449.85	1,68,884.93

b) Information about Secondary Business Segments (Geographical Segment) (₹ in Lakh)

Particulars	Revenue		Assets		Capital Expenditure	
	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015	Year ended 31st March, 2016	Year ended 31st March, 2015
India	27,474.10	39,439.22	84,253.53	87,654.53	14.27	33.58
Outside India	14,642.41	12,659.84	109,040.02	99,900.97	517.55	-
Total	42,116.51	52,099.06	1,93,293.55	1,87,555.50	531.82	33.58

44. Disclosure in respect of Joint Ventures:

a) List of Joint Venture :

Name of Joint Venture	Name of JV Partner	Proportion of Ownership	Country of Incorporation/ residence	Method of Accounting
Triveni Engicons Pvt. Ltd. Simplex Projects Ltd. (JV)	Triveni Engicons Pvt. Ltd.	98%	India	Percentage Completion

b) Financial Interest in the Jointly Controlled Entity (un-audited) :

Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
Assets	165.91	188.80
Liabilities	165.91	188.80
Income	2.24	-
Expenditure	0.18	0.01

In respect of Joint Venture the Company along with the JV partner is jointly & severally responsible for performance of the contract.

The amount of ₹ 87.49 Lakh (Previous Year – ₹ 87.49 Lakh) due from the joint venture have been included in Sundry Debtors. The investment in joint venture amounting to ₹ 0.20 Lakh (Previous Year – ₹ 0.20 Lakh) are included under the head Other Advances.

45. Related Party Disclosures pursuant to Accounting Standard (AS) – 18 issued by the Institute of Chartered Accountants of India
I. Related Parties and their Relationships:

Name of Related Parties	Nature of Relationships
Mr. B.K. Mundhra	Key Management Personnel
Mr. J.K. Bagri	Key Management Personnel
Mr. S.D. Mundhra	Key Management Personnel
Mr. Pradeep Kr. Mishra	Key Management Personnel
Mr. R.D. Mundhra	Relative of Key Management personnel
Mrs. Pushpa Mundhra	Relative of Key Management personnel
Simplex Projects (Netherlands) co-operative UA	Jointly controlled Entity / Joint Venture
Triveni Engicons Pvt. Ltd – Simplex Projects Ltd (JV)	Jointly controlled Entity / Joint Venture
Bharat Gypsum Pvt. Ltd.	Other related party (Entities in which Key Management Personnel or Relatives of Key Management Personnel have control or significant influence.)
SPL International BV	—Do—
Pioneer Engineering Co. Pvt. Ltd.	—Do—
Simplex Fiscal Holdings Pvt. Ltd.	—Do—
Kirti Vinimay Pvt. Ltd.	—Do—
Datson Exports Ltd.	—Do—
Prozen Merchants Pvt. Ltd.	—Do—
Simplex Foundation	—Do—
Mundhra Estate	—Do—


II. Material Transactions with Related Parties during year ended 31st March, 2016.

Nature of transaction	Description of relationship	Related party	31 March, 2016	31 March, 2015
Transactions during the year				
Director's Remuneration	Key Management personnel	Mr. B. K. Mundhra	63.60	63.60
		Mr. J. K. Bagri	23.26	23.26
		Mr. S. D. Mundhra	21.30	21.30
		Mr. R. D. Mundhra	21.32	19.50
Rent and maintenance charges	Other related party	Kirti Vinimay Pvt. Ltd.	12.00	12.00
		Datson Exports Ltd.	0.87	2.06
		Mundhra Estate	0.07	0.20
Sale of Trading goods	Other related party	Pioneer Engineering Co. Pvt. Ltd.	0.00	33.00
Rendering of service	Other related party	Pioneer Engineering Co. Pvt. Ltd.	295.28	0.00
Payments to creditors	Other related party	Pioneer Engineering Co. Pvt. Ltd.	288.88	5.90
Loans and advance given/refunded	Associate	Simpark Infrastructure Pvt. Ltd.	166.41	0.00
	Other related party	Kirti Vinimay Pvt. Ltd.	1,960.80	0.00
		Balkrishan Das Mundhra	6.00	0.00
		Prozen Merchants Pvt. Ltd.	6.43	0.00
Loans and advances taken	Associate	Simpark Infrastructure Pvt. Ltd.	117.86	45.00
	Other related party	Balkrishan Das Mundhra	413.00	0.00
		Kirti Vinimay Pvt. Ltd.	2,558.04	1,252.05
		Prozen Merchants Pvt. Ltd.	0.00	6.43
Balance outstanding at the year end				
Loans and advance given / taken	Associate	Simpark Infrastructure Pvt. Ltd.	289.44	338.00
	Jointly Controlled entity / Joint Venture	Simplex Projects (Netherlands) Co-operative UA	542.94	542.94
	Other related party	Balkrishan Das Mundhra	407.00	0.00
		Kirti Vinimay Pvt. Ltd.	2,167.14	1,569.90
		Prozen Merchants Pvt. Ltd.	0.00	6.43
Sundry Debtors	Jointly controlled entity / Joint Venture	Triveni Engicons Pvt. Ltd. Simplex Projects Ltd. (JV)	87.69	87.69
	Other related party	Pioneer Engineering Co. Pvt. Ltd.	0.00	22.38
Advance to Sundry Creditors	Other related party	Datson Export Ltd.	4.40	2.62
Sundry Creditor	Other related Party	Pioneer Engineering Co. Pvt.	34.50	5.72
		Mundhra Estate	0.42	0.35
		Kirti Vinimay Pvt. Ltd.	24.00	12.00



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

Defined Contribution plan

Contribution to Defined Contribution Plan, recognized are charged off for the year are as under:

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
Employer's Contribution to Provident Fund	22.31	38.34
Employer's Contribution to Superannuation Fund	-	-
Employer's Contribution to Pension Scheme	16.56	17.95

Defined Benefit Plan

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognized in the same manner as gratuity.

(₹ in Lakh)

Particulars	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
a. Reconciliation of opening and closing balances of Defined Benefit obligation				
Defined Benefit obligation at beginning of the year	139.42	33.47	159.16	41.58
Current Service Cost	14.61	2.65	16.67	3.51
Interest Cost	10.22	2.68	11.83	3.33
Actuarial gain/(loss)	15.66	(5.21)	(15.37)	(10.37)
Benefits paid	23.43	-	22.74	-
Defined Benefit obligation at year end	156.48	33.59	149.55	38.04
b. Reconciliation of opening and closing balances of fair value of plan assets.				
Fair value of plan assets at beginning of the year	95.55	-	94.57	-
Expected return on plan assets	8.12	-	8.51	-
Actuarial gain/(loss)	(5.31)	-	0.03	-
Employer contribution	10.41	-	15.18	-
Benefits paid	23.43	-	22.74	-
Fair value of plan assets at year end	9.60	-	95.55	-
Actual return on plan assets	-	-	-	-
c. Reconciliation of fair value of assets and obligations				
Fair value of plan assets	95.55	-	95.55	-
Present value of obligation	156.48	-	139.42	-
Amount recognized in balance Sheet	(60.51)	-	(43.87)	-
d. Expenses recognized during the year				
Current Service Cost	14.61	2.65	16.67	3.51
Interest Cost	10.22	2.68	11.82	3.33
Expected return on plan assets	8.12	-	8.51	-
Actuarial gain / (loss) recognized in the year	10.35	(5.21)	(15.40)	(10.37)
Net Cost	27.05	0.12	4.58	(3.54)
e. Investment Details	% invested as at 31st March, 2016		% invested as at 31st March, 2015	
L.I.C. Group Gratuity (Cash Accumulation) Policy	100		100	

f. Actuarial assumptions	For the year ended 31 March, 2016		For the year ended 31 March, 2015	
	Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
Mortality Table (L.I.C.)	IALM (2006-2008) Ultimate		IALM (2006-2008) Ultimate	
Discount rate (per annum)	8%	8%	8.75%	8.75%
Expected rate of return on plan assets (per annum)	10 per thousand	10 per thousand	10 per thousand	10 per thousand
Rate of escalation in salary (per annum)	6%	6%	6%	6%
Formula used	Projected Unit Credit Method		Projected Unit Credit Method	

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

47. Information pursuant to Clause 32 of the listing agreements with Stock Exchange

The company has given interest free advance to Simplex Agri-Infra Services Pvt Ltd, (subsidiary), having no repayment schedule and outstanding balance is ₹ 1,913.51 Lakh (Previous Year ₹ 2,552.80 Lakh). The Company has taken interest free advance from Simpark Infrastructures Pvt Ltd, (its wholly owned subsidiary) having no repayment schedule and advance balance is ₹ 289.44 Lakh on the Balance sheet date. (Previous Year Loan Given ₹ 337.99 Lakh)

48. Site cost for executing contract work charged off to Profit & Loss Account includes ₹ 2.19 Lakh (Previous year ₹ 13.75 Lakh) relating to previous period.

49. Earnings per Share:

Sl. No.	Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
a)	Net Profit after tax available for equity shareholder (₹ in Lakh)	(-) 8,647.98	(-) 3,631.10
b)	Weighted Average number of equity shares for Basic EPS	1,26,00,378	1,26,00,378
c)	Weighted Average number of equity shares for Diluted EPS	1,26,00,378	1,26,00,378
d)	Basic EPS	(68.63)	(28.82)
e)	Diluted EPS	(68.63)	(28.82)

50. Amount in the financial statements are presented in INR lakhs, unless otherwise stated.

51. Comparative financial information (i.e. the amounts and other disclosure for the year ended as on 31st March 2015 presented above, is included as an integral part of the current year's financial statements, and is to be read in relation to the amounts and other disclosures relating to the current year. Figures of the previous year are regrouped and reclassified wherever necessary to correspond to figures of the current year.

SIGNATURES TO NOTES

“1” TO “51”

CHATURVEDI & COMPANY

Firm Registration No. 302137E

Chartered Accountants

Nilima Joshi

Partner

Membership No. 52122

Kolkata

Dated : 30th May, 2016

B. K. Mundhra

Chairman & Managing Director

(DIN : 00013125)

J. K. Bagri

Director

(DIN : 00268722)

Anand Chopra

Director

(DIN : 00397305)

P. K. Mishra

Chief Financial Officer

(PAN : AERPM8577R)



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