



KPL INTERNATIONAL LIMITED

Annual Report

2015-16

Chemistry of Partnerships...



KPL INTERNATIONAL LIMITED

BOARD OF DIRECTORS

R. V. KANORIA, Chairman
S. V. KANORIA
A. V. KANORIA
T. D. BAHETY
VAIDEHI KANORIA
ROHIT MUNDRA
VINAY KUMAR BAGLA
SURINDER KUMAR KAK, Managing Director

COMPANY SECRETARY

UMMANG MUTREJA

AUDITORS

Singhi & Co.
Chartered Accountants
New Delhi

BANKERS

Axis Bank Ltd.
Statesman House,
148, Barakhamba Road,
New Delhi - 110 001

REGISTERED OFFICE

212A, 216 & 222, 2nd Floor, Indraprakash
21, Barakhamba Road
New Delhi - 110 001
CIN: U23209DL1974PLC029068
Phone: +91 11 43579200
Fax: +91 11 23717203

CORPORATE OFFICE

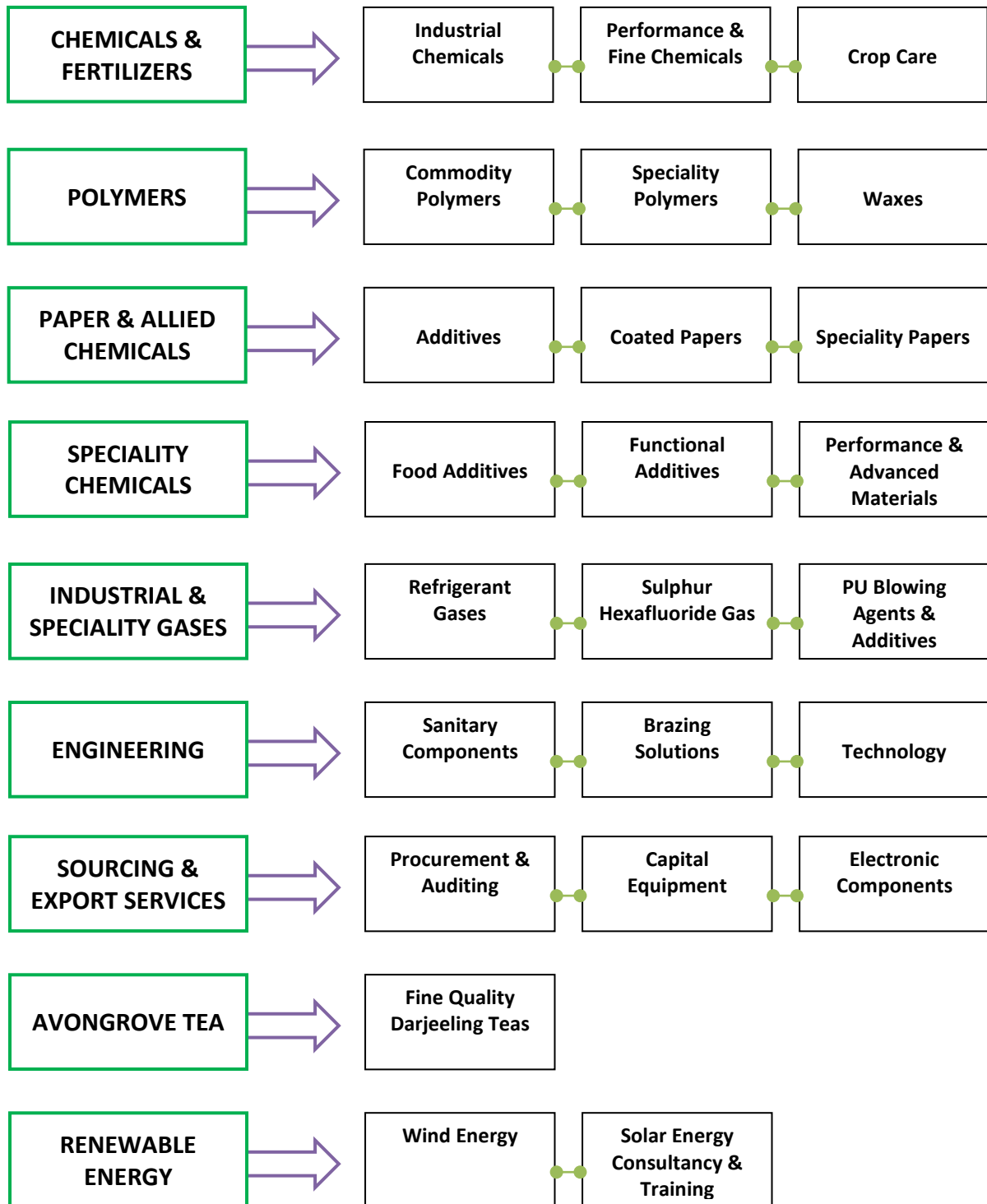
Statesman House
10th Floor, A-Wing
148, Barakhamba Road
New Delhi - 110 001
Phone: +91 11 43606200
Fax: +91 11 23355824
Email: info@kplintl.com
Website: www.kplintl.com

REGISTRAR & SHARE TRANSFER AGENT

RCMC Share Registry Private Limited
B-25/1, 1st Floor
Okhla Industrial Area, Phase – II
New Delhi – 110 020
Phone: +91 11 26387320
Fax: +91 120 2444346
Email: shares@rcmcdelhi.com

KPL INTERNATIONAL LIMITED

Business Divisions



Established over two decades ago, KPL International Limited (KPL) specializes in the marketing of quality products in India, mainly in the field of chemicals, polymers, paper and paper chemicals, industrial gases and allied products sourced from globally acclaimed manufacturers. With its ISO 9001 quality certification and its process specialization in marketing, distribution and sourcing, KPL represents 35 global giants and over 2,800 customers that includes many of the finest Indian business houses. It provides a basket of services and end-to-end solutions to customers.

KPL as a multi faceted enterprise continues to grow in a variety of market segments responding to the fast- changing needs of its customers with unrivalled customer service and satisfaction. It operates on a SAP3 technology platform that helps the company in managing information as per global standards.

KPL has expanded its services to cover engineering products like brazing alloys that have high end application in automotive and aerospace industries for supply to companies across India. KPL continues to develop this segment by way of establishing joint ventures, exclusive representation, distribution and business development for products directed at emerging markets.

As a part of its diversification plans, KPL acquired the Avongrove Tea Estate located near Darjeeling in the state of West Bengal. Apart from being certified as an organic tea estate under US Department of Agriculture (USA), Japanese Agricultural Standards (Japan) and National Programme for Organic Production (India & the EU), this business segment also received the Certificate of Fairtrade from Flo-Cert GmbH, Germany for conformation to labour and trade standards.

The Industrial Gas Division of KPL has set up a gas refilling plant at Ankleshwar in the state of Gujarat. The plant in association with Daikin Refrigerants GmbH of Germany refills and distributes R-134a gas used by the refrigeration industry. KPL also has access to the R&D facilities of Group Company, Kanoria Chemicals & Industries Limited at Ankleshwar.

Another area of focus for the Company in recent years has been on the renewable energy sector. It presently has a generation capacity of 5.45 MW wind turbine electrical power. In an associated area, KPL acquired a company engaged in Solar Energy related consultancy and training, which is now KPL's Knowledge Services Division.

Headquartered in Delhi; KPL has regional offices at Mumbai, Chennai and Kolkata, as well as an office in Bengaluru in India; and international offices in Shanghai (China), Dhaka (Bangladesh) and Dubai. It also has warehousing facilities in major Indian cities (Delhi, Sonapat, Palwal, Mumbai, Chennai, Ankleshwar and Kolkata).

DIRECTORS' REPORT

TO THE SHAREHOLDERS

Your Directors have pleasure in presenting the 42nd Annual Report together with the Audited Annual Accounts of the Company for the year ended on 31st March, 2016.

FINANCIAL HIGHLIGHTS

During the year under review, the profit after tax was Rs. 829.09 lakhs as against Rs. 1,006.08 lakhs in the previous year.

WORKING RESULTS

	(Rs. In lakhs)
Profit before Interest, Depreciation & Tax	1,669.69
Less: Interest	95.61
Depreciation	261.20
Provision for Taxation (Including Deferred Tax)	483.79
Profit for the year	829.09
Add: Balance as per last account	2,765.68

	3,594.77

APPROPRIATIONS

Proposed Dividend on Equity Shares	--
Interim Dividend on Equity Shares	606.40
Dividend Distribution Tax	123.45
Transfer to General Reserve	--
Balance carried to Balance Sheet	2,864.92

	3,594.77

OPERATIONAL REVIEW

The Company continues to nurture and capitalise its strength across all segments of its activities by deepening relationship and commitment to service excellence which enables it in maintaining its position as one of the top Indenting and Distribution Companies in India mainly for Chemicals and Polymers.

The turnover during the year was Rs. 26,069.76 lakhs as against Rs. 21,156.03 lakhs in the previous year. The increase in turnover was in spite of the business environment in which the Company operates remaining volatile and challenging. The volatility in the price of crude based products and more particularly polymer was managed successfully. The income from commission was Rs. 1,529.35 lakhs as against Rs. 1,692.68 lakhs in previous year.

The overall performance of the Company during the year was satisfactory.

Apart from being certified as an organic tea estate under US Department of Agriculture (USA), Japanese Agricultural Standards (Japan) and National Programme for Organic Production (India & the EU), the Company's tea estate also conforms to Rainforest Alliance Certificate in accordance with Sustainable Agricultural Network (SAN) standard for the protection of Environment.

DIVIDEND

During the year, Company paid interim dividend @ Rs. 4,000/- per equity share of Rs. 1,000/- each.

TRANSFER TO RESERVES

Your Company has not transferred any amount to the General Reserve for the financial year ended March 31, 2016.

NEW PROJECTS IN RENEWABLE ENERGY SECTOR

During the year, the Company commissioned two wind mills of 2.1 MW capacity each totalling 4.2 MW at Village Matalpar in the state of Gujarat. This is in addition to one Windmill of 1.25 MW installed in earlier year at Sangli in Maharashtra. Buoyed by the performance of its wind mills, the Company intends to put up further wind mills in the current year.

PURCHASE OF OFFICE SPACE

In addition to its existing office, the Company during the year purchased another office space at Bengaluru. Now, the Company has its own office space at all the major business centres namely Gurgaon, Mumbai, New Delhi and Kolkata covering almost all part of the Country.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have occurred after the close of the year till the date of this report, which affect the financial position of the Company.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with the Companies Act, 2013 and accordance with AS 21, the audited Consolidated Financial Statement has been annexed with the Annual Report.

DIRECTORS

Shri Rajya Vardhan Kanoria and Shri Anand Vardhan Kanoria, Directors of the Company, retiring by rotation, at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

The Board confirms that it has the required number of Independent Directors as envisaged under section 149(4) of the Act and that all the Independent Directors have filed the requisite declarations with the Company as per Section 149(7) of the Act confirming that they meet with the criteria of Independence as prescribed under Sub-section (6) of Section 149 of the Companies Act, 2013.

MEETINGS OF BOARD OF DIRECTORS

During the year 2015-16, the Company held four meetings of the Board of Directors on 16th June, 2015, 16th September, 2015, 31st December, 2015 and 5th March, 2016.

AUDIT COMMITTEE

The Audit Committee of the Company comprises of Shri Rohit Mundra and Shri Vinay Kumar Bagla as Independent Directors and Shri R.V. Kanoria, Director of the Company. The Committee's constitution, terms of reference and role are in compliance with the provisions of Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company comprises of Shri Rohit Mundra and Shri Vinay Kumar Bagla as Independent Directors and Shri R. V. Kanoria, Director of the Company. The Committee's constitution, terms of reference and role are in compliance with the provisions of the Companies Act, 2013.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee of the Company comprises of Shri Surinder Kumar Kak, Managing Director, Shri Tulsi Das Bahety, Director and Shri Vinay Kumar Bagla, Independent Director of the Company. The Committee's constitution, terms of reference and role are in compliance with the provisions of the Companies Act, 2013.

CORPORATE SOCIAL RESPONSIBILITY

In terms of provisions of Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014, the Company has undertaken CSR activities, as per Annexure-I forming part of this report.

SUBSIDIARY COMPANY

KPL Logistics Limited is a wholly owned subsidiary of the Company. A statement containing salient features of the financial statement of Subsidiary in Form AOC-1 is annexed as per Annexure-II forming part of this report. The statement also provides the details of performance, financial position of the subsidiary.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans or guarantees or made any investment (other than in the units of mutual fund) as per the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions with related parties during the financial year were at arm's length basis and in the Company's ordinary course of business. During the year, the Company had not entered into any contract/arrangement with related parties which are material as per the provisions of Section 188 of the Companies Act, 2013.

STATUTORY AUDITORS & THEIR REPORT

M/s Singhi & Co., Chartered Accountants, Statutory Auditors of the Company, have confirmed their eligibility for being ratified as the Auditors of the Company at the ensuing Annual General Meeting of the Company. The observations made by the Auditors of the Company in their report are in the nature of general disclosure and are self explanatory.

SIGNIFICANT AND MATERIAL ORDERS

No orders have been passed by the regulators or courts or tribunals impacting the going concern status and the Company's operation in future.

RISK MANAGEMENT

The Company assesses the significant risks that might impact the achievement of the Company's objectives and develops risk management strategies to mitigate/minimize identified risks and designs appropriate risk management procedure.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the operations were observed.

PARTICULARS OF REMUNERATION

As required under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees receiving remuneration above prescribed threshold are set out in the Annexure-III forming part of this report.

EXTRACT OF ANNUAL RETURN

Extract of the Annual Return of the Company as on the financial year ended 31st March, 2016 as per Annexure-IV forming part of this report.

DIRECTORS RESPONSIBILITY STATEMENT

A statement of Director's Responsibility as prescribed under Section 134 of the Companies Act, 2013 is given below:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

FIXED DEPOSITS

The company has not accepted any fixed deposits from the public during the year and there is no sum remaining unpaid and unclaimed at the end of the year.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

During the year under review, no case was filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

OTHER INFORMATION

As required under Section 134 of the Companies Act, 2013 and the rules framed thereunder, the statement containing necessary information in respect of conservation of energy, technology absorption, foreign exchange and outgo is provided as Annexure-V to this report.

QUALITY MANAGEMENT SYSTEM

The Company is effectively maintaining the Quality system as per the requirements of ISO 9001:2008, Certificate of Registration for which was granted by INTERTEK Quality Registrar.

ACKNOWLEDGMENT

Your Directors take this opportunity to thank the Company's suppliers, principals, customers, employees, bankers and investors for their continued and unstinted support.

Registered office:
212A, 216 & 222, 2nd Floor,
'Indraprakash'
21, Barakhamba Road,
New Delhi 110 001

Dated: 31.05.2016

For and on behalf of the Board

R. V. Kanoria
Chairman
Din: 00003792

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs undertaken / proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

CSR Initiatives taken by the Company during the year includes woman empowerment and promotion of vocational skills as well as promotion of education.

CSR Policy of the Company is available on the Company's website (www.kplintl.com/investors).

2. Composition of CSR Committee

Name of the member	Designation
Shri Vinay Kumar Bagla	Independent Director
Shri Surinder Kumar Kak	Managing Director
Shri Tulsi Das Bahety	Director

3. Average net profit of the company for last three financial years:

Average Net Profit – Rs. 187,281,352/-

4. Prescribed CSR Expenditure (2% of the amount as in item 3 above)

Total amount required to spend: Rs. 37,45,627

(Towards which Rs. 40 lakhs contributed by the Company to a Trust)

5. Details of CSR spend for the financial year:

a) Amount spent for the financial year : Rs. 26,14,180/-
(including Rs. 1,228,822 unspent in F.Y 2014-15)

b) Amount unspent, if any : Rs. 23,60,269/-. This amount shall be spent in F.Y 2016-17.

c) Manner in which the amount spent during the financial year: Detailed below:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S.No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (i) Local area or other (ii) Specify the state and district where project or programs was undertaken	Amount outlay (budget) project or program wise (in Rs.)	Amount spent on the project or programs Sub heads: (i) Direct expenditure on project (ii) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1.	HUNAR – Empowering Woman through Skills	Woman Empowerment & Promotion of Vocational Skills	All over Delhi	8,75,600	8,75,600	8,75,600	A Trust
2.	HUNAR – Empowering Woman through Skills	Woman Empowerment & Promotion of Vocational Skills	All over Delhi	30,75,600	15,37,800	15,37,800	A Trust
3.	Scholarship for Educational Promotion	Promotion of Education	All over India	2,00,780	2,00,780	2,00,780	A Trust
			Total	41,51,980	26,14,180	26,14,180	

Place: New Delhi
Date: 31.05.2016

Surinder Kumar Kak
Managing Director &
Chairman CSR Committee

FORM AOC – 1

(Pursuant to first proviso to sub section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014
Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A"; Subsidiary – KPL Logistics Limited

S. No	Information	Amount (in Rs.)
1.	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	Same as that of Holding Company
2.	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	NA
3.	Share Capital	5,00,000
4.	Reserves & Surplus	1,10,790
5.	Total assets	6,24,067
6.	Total liabilities	13,277
7.	Investments	5,85,887
8.	Turnover	31,717
9.	Profit before taxation	15,360
10.	Proposed dividend	Nil
11.	% of Shareholding	100%

Additional Information:

- Names of subsidiaries which are yet to commence operations: NA
- Names of subsidiaries which have been liquidated or sold during the year: NA

PART "B": Associates and Joint Ventures

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

Name of Associate/ Joint Ventures	NA
Latest audited Balance Sheet Date	NA
Shares of Associate/ Joint Ventures held by the Company on the year end	NA
No.	NA
Amount of investment in Associates/ Joint Venture	NA
Extent of Holding %	NA
3. Description of how there is significant influence	NA
4. Reason why the associate/ joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	NA
6. Profit/ Loss for the year	NA
i. Considered in consideration	NA
ii. Not considered in consideration	NA

Additional Information:

- Names of associates or joint ventures which are yet to commence operations: NA
- Names of associates or joint ventures which have been liquidated or sold during the year: NA

Place: New Delhi
Dated: 31.05.2016

For and on behalf of the Board

R. V. Kanoria
Chairman
Din: 00003792

ANNEXURE TO THE DIRECTOR'S REPORT

Particulars of employee pursuant to Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forming part of the Director's Report for the year ended 31st March, 2016.

Name	Designation	Remuneration (Rs.)	Qualification	Age (years)	Experience (years)	Date of Joining	Last Employment
Shri S.K. Kak	Managing Director	76,23,821	B.A., PG in Business Management	60	34	01.09.2011	Kanoria Chemicals & Industries Limited

Notes:

1. Remuneration includes Salary, Commission, House Rent Allowance and Company's Contribution to Provident Fund, Leave Travel Assistance, Medical and other facilities.
2. Appointment is contractual.
3. The above employee is not a relative of any Director of the Company.
4. The above employee does not hold any Equity Share in the Company.

Registered office:

212A, 216 & 222, 2nd Floor,
'Indraprakash'
21, Barakhamba Road,
New Delhi 110 001

For and on behalf of the Board

R. V. Kanoria
Chairman
Din: 00003792

Dated: 31.05.2016

Form No. MGT-9

EXTRACT OF ANNUAL RETURNAs on the financial year ended on 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:	U23209DL1974PLC029068
ii)	Registration Date	17/04/1974
iii)	Name of the Company	KPL INTERNATIONAL LIMITED
iv)	Category / Sub-Category of the Company	Company Limited by Shares
v)	Address of the Registered office and contact details	212A, 216 & 222, 2nd Floor, Indraprakash, 21, Barakhamba Road, New Delhi 110 001
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent	RCMC Share Registry Private Limited B-25/1, 1 st Floor, Okhla Industrial Area, Phase – II, New Delhi 110 020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**All the business activities contributing 10% or more of the total turnover of the Company shall be stated**

S.No.	Name & Description of main products/services	NIC Code of the Product/ Service	% of total turnover of the Company
1.	Wholesale of Industrial Chemicals, polymers, etc.	4669	90%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No	Name and Address of the Company	CIN/GLN	Holding/Subsidiary Company	% of shares held	Applicable Section
1.	M/s KPL Logistics Limited 212A, 216 & 222, 2 nd Floor, Indraprakash, 21, Barakhamba Road, New Delhi 110 001	U25209DL1985PLC042111	SUBSIDIARY COMPANY	100	2(87)
2.	M/s Vardhan Finvest Limited KCI Plaza, 7 th Floor, 23C, Ashutosh Chowdhury Avenue, Kolkata 700019	U74140WB2006PLC108600	HOLDING COMPANY	93.24	2(46)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A Promoters									
(1) Indian									
a) Individual/HUF	74	436	510	3.37	74	436	510	3.37	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt. (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	14,136	14,136	93.25	Nil	14,136	14,136	93.25	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (1):-	74	14,572	14,646	96.62	74	14,572	14,646	96.62	Nil
(2) Foreign									
a) NRIs – Individuals	15	436	451	2.97	15	436	451	2.97	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (2):-	15	436	451	2.97	15	436	451	2.97	Nil
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	89	15,008	15,097	99.59	89	15,008	15,097	99.59	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds / Banks /FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Venture Capital funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institutions									
a) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	36	27	63	0.41	36	27	63	0.41	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) NRI's	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	36	27	63	0.41	36	27	63	0.41	Nil
Total Public Shareholding (B)=(B)(1)+ (B)(2)	36	27	63	0.41	36	27	63	0.41	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	125	15,035	15,160	100	125	15,035	15,160	100	Nil

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			Shares of % change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Anand Vardhan Kanoria	15	0.1	Nil	15	0.1	Nil	Nil
2	Anand Vardhan Kanoria	436	2.87	Nil	436	2.87	Nil	Nil
3	Madhuvanti Kanoria	59	0.39	Nil	59	0.39	Nil	Nil
4	Saumya Vardhan Kanoria	15	0.1	Nil	15	0.1	Nil	Nil
5	Saumya Vardhan Kanoria	436	2.87	Nil	436	2.87	Nil	Nil
6	Vardhan Finvest Limited	14,131	93.21	Nil	14,131	93.21	Nil	Nil
7	Vardhan Finvest Limited with S. N. Patodia	1	0.01	Nil	1	0.01	Nil	Nil
8	Vardhan Finvest Limited with S. K. Kak	1	0.01	Nil	1	0.01	Nil	Nil
9	Vardhan Finvest Limited with Sandeep Soni	1	0.01	Nil	1	0.01	Nil	Nil
10	Vardhan Finvest Limited with M. L. Agarwal	1	0.01	Nil	1	0.01	Nil	Nil
11	Vardhan Finvest Limited with Rajeev Datta	1	0.01	Nil	1	0.01	Nil	Nil
	Total	15,097	99.59		15,097	99.59		Nil

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		NO CHANGE			

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mayur Saraf	8	0.05	8	0.05
2	Chirayush Pravin Vakil	6	0.04	6	0.04
3	Renu Gupta	5	0.03	5	0.03
4	R G Nayak	5	0.03	5	0.03
5	G Gurumanickam	4	0.03	4	0.03
6	Suresh Kumar	3	0.02	3	0.02
7	Ashok Kumar Verma	2	0.01	2	0.01
8	Gulshan Lal	2	0.01	2	0.01
9	Jayantilal Khetshi Shah	2	0.01	2	0.01
10	Pushpinder Kaur Dhillon	2	0.01	2	0.01

v) Shareholding of Directors and Key Managerial Personnel

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Anand Vardhan Kanoria				
	At the beginning of the year	451	2.97	451	2.97
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease	--	--	--	--
	At the end of the year	451	2.97	451	2.97
2	Saumya Vardhan Kanoria				
	At the beginning of the year	451	2.97	451	2.97
	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease	--	--	--	--
	At the end of the year	451	2.97	451	2.97

V. INDEBTEDNESS (Rs. In Lakhs)

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,584.87	--	--	1,584.87
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	1,584.87	--	--	1,584.87
Change in Indebtedness during the financial year				
Addition	3,185.90	--	--	3,185.90
Reduction	728.34	--	--	728.34
Net Change	2,457.56			2,457.56
Indebtedness at the end of the financial year				
i) Principal Amount	4,042.43	--	--	4,042.43
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	17.05	--	--	17.05
Total (i+ii+iii)	4,059.48			4,059.48

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Amount (in Rs.)
Surinder Kumar Kak - Managing Director		
1.	Gross salary	
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	59,81,054
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil
2.	Stock Option	Nil
3.	Sweat Equity	Nil
4.	Commission - as % of profit	13,18,767
5.	Others, please specify	3,24,000
	Total (A)	76,23,821
	Ceiling as per the Act	5% of the profits calculated under Section 198 of the Companies Act, 2013

B. Remuneration to other directors: (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors					
		Rajya Vardhan Kanoria	Saumya Vardhan Kanoria	Tulsi Das Bahety	Vaidehi Kanoria	Vinay Kumar Bagla	Rohit Mundra
1	Independent Directors Fee for attending board / committee meetings	Nil	Nil	Nil	Nil	85,000	70,000
	Commission	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	85,000	70,000
2	Other Non-Executive Directors						
	Fee for attending board / committee meetings	70,000	20,000	40,000	20,000	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
	Total (2)	70,000	20,000	40,000	20,000	Nil	Nil
	Total (B)=(1+2)	70,000	20,000	40,000	20,000	85,000	70,000
	Total Managerial Remuneration	70,000	20,000	40,000	20,000	85,000	70,000
	Overall Ceiling as per the Act	--	--	--	--	--	--

C. Remuneration to key managerial personnel other than MD/Manager/WTD (Rs. In Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		NOT APPLICABLE		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (C)	Nil	Nil	Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE, EARNING AND OUTGO ARE:

Information on conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder:

(A) Conservation of Energy:

- | | | |
|---|---|---|
| (i) the steps taken or impact on conservation of energy | : | The Company continues to give high priority to conservation of energy. In its Tea Estate, the new Heater Machine has resulted in reduction of consumption of coal to 2.77 kg/per kg of tea against 3.03 kg/ per kg of tea in previous year. |
| (ii) the steps taken by the company for utilizing alternate sources of energy | : | Nil |
| (iii) the capital investment on energy conservation equipments | : | Nil |

(B) Technology Absorption

- | | | |
|---|---|-----|
| (i) The efforts made towards technology absorption | : | Nil |
| (ii) The benefits derived like product improvement, cost reduction, product development or import substitution | : | Nil |
| (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) | : | Nil |
| a) The details of Technology imported | : | Nil |
| b) The year of import | : | Nil |
| c) Whether the technology been fully absorbed: | : | Nil |
| d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | : | Nil |
| (iv) The expenditure incurred on Research and Development | : | Nil |

- | | | |
|--|---|---|
| (C) Foreign Exchange Earnings and Outgo | : | The Foreign Exchange Earnings and Outgo are given in Note no. 28.07 & 28.08 in Other Notes to Accounts. |
|--|---|---|

Place: New Delhi
Dated: 31.05.2016

For and on behalf of the Board

R. V. Kanoria
Chairman
Din: 00003792

INDEPENDENT AUDITOR'S REPORT

To the Members of KPL International Limited

Report on the Standalone Financial Statements

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

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date; and

Emphasis of Matter

We draw attention to:

- a. Note no. 27.02 to the financial statements, pertaining to trade receivables under litigation amounted to Rs. 4,71,79,657 for which provision is made for Rs. 2,37,00,181.

Our Opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from branches/depots not visited by us.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from other branches/depots not visited by us.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – **Refer Note No. 27.01(b)** to the Financial Statements;
 - ii. The Company did not have any material foreseeable losses on long term contracts including derivative contracts;
 - iii. There were no amounts which were required to be transferred to the Investor Education & Protection Fund by the company.

For **SINGHI & CO.**
Chartered Accountants
Firm Registration No. 302049E

Place: New Delhi
Dated: 31.05.2016

B.L. Choraria
Partner
Membership No. 022973

Annexure referred to in paragraph 1 of our report of even date on the other legal and regulatory requirements

Re: KPL International Limited

- (i) a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. As informed to us, the company has a phased programme of physical verification of its fixed assets, which in our opinion, is reasonable having regard to the size of the company and the nature of its fixed assets. Management has physically verified fixed assets during the year and as informed to us, no material discrepancies were noticed as compared to books of accounts.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) As explained to us, inventories were physically verified during the year by the management. In our opinion, the frequency of verification is reasonable and no material discrepancies were noticed on such physical verification.
- (iii) The Company has not granted any loans secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act’ 2013, therefore provisions of this clause are not applicable to the company.
- (iv) According to the information and explanation given to us, the Company has not given any loans, made investments, given guarantee or securities during the year under the provisions of section 185 and 186 of the Act, therefore provision of this clause is not applicable to the company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and hence provisions of Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder with regard to the deposits accepted from the public are not applicable to the company.
- (vi) Rules made by the central government for the maintenance of cost records under sub-section (1) of section 148 of the Act are not applicable to the company.
- (vii) a. According to the records of the Company, the Company is regular in depositing material undisputed statutory dues including provident fund, employee state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
- b. According to the information and explanation given to us and records of the Company, there are no dues outstanding of sales tax, income tax, service tax, custom duty, wealth tax, excise duty on account of any dispute, other than the following:

NATURE OF DUES	Amount Involved (Rs.)	Amount paid (Rs.)	Forum where the dispute is pending	Period
Income Tax	52,68,772	12,88,225	Commissioner of Income Tax (Appeals)	A.Y 2013-14
Sales Tax (including penalty Rs. 55,44,941)	88,39,933	-	Madras High Court	2004-05
	2,93,444	1,00,000	Jt. Commissioner (Appeal), Thane, Maharashtra	2011-12
	5,03,020	2,89,000	Jt. Commissioner (Appeal), Thane, Maharashtra	2010-11
	4,91,535	1,80,000	Jt. Commissioner (Appeal), Thane, Maharashtra	2012-13
	4,54,904	50,000	Additional Commissioner, Delhi	2012-13

- (viii) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowings to a financial institutions, banks and government. Company has not issued any debenture.
- (ix) To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company were, prima facie, applied by the Company for the purpose for which loans were obtained. The company has not raised any moneys by way of Public issue/ Follow-on offer.
- (x) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice in India and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers/employees, has been noticed or reported during the year.
- (xi) Based on our examination of the books and records of the Company and according to the information and explanations given to us, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- (xii) The Company is not a Nidhi Company, therefore provisions of this clause are not applicable to the company.
- (xiii) Based on our examination of the books and records of the Company, all transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, therefore provisions of this clause are not applicable to the company.
- (xv) To the best of our knowledge and belief and according to the information and explanations given to us, the company hasn't entered into any non-cash transactions with directors or persons connected with him, therefore provisions of this clause are not applicable to the company.
- (xvi) Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, therefore provisions of this clause are not applicable to the company.

For **SINGHI & CO.**
Chartered Accountants
Firm Registration No. 302049E

B.L. Choraria
Partner
Membership No. 022973

Place: New Delhi
Dated: 31.05.2016

Annexure – B to the Auditors' Report

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **SINGHI & CO.**
Chartered Accountants
Firm Registration No. 302049E

B.L. Choraria
Partner
Membership No. 022973

Place: New Delhi
Dated: 31.05.2016

KPL INTERNATIONAL LIMITED
BALANCE SHEET
AS AT 31ST MARCH 2016

Particulars	Note No.	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	15,186,500	15,186,500
(b) Reserves and Surplus	3	598,507,146	588,582,980
		613,693,646	603,769,480
(2) Non-current Liabilities			
(a) Long-term Borrowings	4	191,350,000	-
(b) Deferred Tax Liabilities (Net)	5	43,186,448	1,658,945
(c) Other Long-term Liabilities	6	2,872,579	2,372,959
(d) Long-term Provisions	7	11,177,830	8,849,458
		248,586,857	12,881,362
(3) Current Liabilities			
(a) Short-term Borrowings	8	191,640,570	158,487,437
(b) Trade Payables	9		
i) Due to Micro, Small & Medium Enterprises		-	-
ii) Due to Others		199,397,142	307,608,385
(c) Other Current Liabilities	10	101,695,762	79,680,917
(d) Short-term Provisions	7	1,878,159	75,824,972
		494,611,633	621,601,711
TOTAL		1,356,892,136	1,238,252,553
II. ASSETS			
(1) Non-current Assets			
(a) Fixed Assets	11		
(i) Tangible Assets		525,977,640	274,137,796
(ii) Capital Work-in-Progress		102,109,694	-
(iii) Intangible Assets		13,143,077	17,303,338
		641,230,411	291,441,134
(b) Non-current Investments	12	49,352,750	48,528,539
(c) Long-term Loans & Advances	13	11,366,750	3,599,545
		701,949,911	343,569,218
(2) Current Assets			
(a) Inventories	14	180,924,712	203,000,572
(b) Trade Receivables	15	345,471,046	413,716,072
(c) Cash and Cash Equivalents	16	59,420,968	191,746,987
(d) Short-term Loans & Advances	13	63,771,546	79,909,383
(e) Other Current Assets	17	5,353,953	6,310,321
		654,942,225	894,683,335
TOTAL		1,356,892,136	1,238,252,553
Significant Accounting policies	1		
Contingent Liabilities and Commitments	27		
Other Notes to Accounts	28		

The accompanying notes are 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 the Board

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Surinder Kumar Kak
Managing Director
DIN: 00044521

R.V. Kanoria
Chairman
DIN: 00003792

B.L. Choraria, Partner
Membership No. 022973

M.L. Agarwal
Chief Financial Officer

Ummang Mutreja
Company Secretary

Place: New Delhi
Dated: 31.05.2016

KPL INTERNATIONAL LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH 2016

Particulars	Note No.	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
I. Revenue from Operations (Net)	18	2,762,526,816	2,286,180,309
II. Other Income	19	29,344,646	40,685,385
III. Total Revenue(I+II)		2,791,871,462	2,326,865,694
IV. Expenses:			
Cost of Materials Consumed	20	53,420,780	8,298,514
Purchases of Stock-in-Trade	21	2,251,701,261	1,920,129,610
Change in Inventories of finished goods, work-in-progress and Stock-in-Trade	22	23,386,977	(43,292,962)
Employee Benefits Expense	23	123,675,735	113,912,312
Finance Costs	24	17,122,298	9,711,495
Depreciation & Amortization Expenses	25	26,119,702	29,157,558
Other Expenses	26	165,156,435	137,510,633
Total Expenses		2,660,583,188	2,175,427,160
V. Profit before Tax (III-IV)		131,288,274	151,438,534
VI. Tax Expense			
(a) Current Tax		32,860,108	57,100,000
(b) Tax Credit		(25,410,342)	-
(c) Deferred Tax		41,527,502	(6,996,380)
(d) For earlier years		(597,997)	727,026
		48,379,271	50,830,646
VII. Profit for the year (V-VI)		82,909,003	100,607,888
Earning per Equity Share of Rs 1000/- each	28.09		
Basic & Diluted		5,469	6,636
Significant Accounting policies	1		
Other Notes to Accounts	28		

The accompanying notes are an integral part of the Financial Statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For and on behalf of the Board

For SINGHI & CO.

Chartered Accountants

Firm Reg. No. 302049E

Surinder Kumar Kak

Managing Director

DIN: 00044521

R.V. Kanoria

Chairman

DIN: 00003792

B.L. Choraria, Partner

Membership No. 022973

M.L. Agarwal

Chief Financial Officer

Ummang Mutreja

Company Secretary

Place: New Delhi

Dated: 31.05.2016

KPL INTERNATIONAL LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2016

	<i>For the year ended 31.03.2016 (Rs.)</i>	<i>For the year ended 31.03.2015 (Rs.)</i>
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and exceptional items	131,288,274	151,438,534
Adjustments for:		
Depreciation & Amortisation	26,119,702	29,157,558
Sundry Balances Written off	1,141,126	288,521
(Profit) / Loss on Sale of Fixed Assets	(362,875)	(493,614)
Interest	9,560,677	2,292,989
Provision for Debts (Net)	13,305,156	11,350,874
Dividend Income from Investments	(7,821)	(1,388,653)
Income from Investments	(6,822,770)	(2,559,718)
Liability no longer required written back	(572,900)	(573,561)
Interest Income	(8,265,713)	(11,763,122)
Unrealised Foreign Exchange Fluctuation(NET)	1,786,485	7,530,219
Prior Period Adjustment	257,518	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	167,426,859	185,280,027
(Increase) / Decrease in Sundry Debtors	53,966,332	(77,502,717)
(Increase) / Decrease in Inventories	22,075,860	(44,675,898)
(Increase) / Decrease in Loan & Advances	29,234,783	(49,036,106)
(Increase) / Decrease in Liabilities	(87,363,934)	111,993,495
CASH GENERATED FROM OPERATIONS	185,339,900	126,058,801
Income Tax (Net)	28,757,817	56,386,121
CASH FROM OPERATING ACTIVITIES BEFORE PRIOR PERIOD ITEMS	156,582,083	69,672,680
Prior Period Items	257,518	-
NET CASH GENERATED FROM OPERATIONS	156,324,565	69,672,680
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(376,071,642)	(12,990,494)
Purchase of Investments (Net)	(824,211)	(10,900,905)
Dividend and Interest Income from Investments	10,271,798	11,338,557
Fixed Deposit (Net)	123,651,534	(109,273,532)
Income from Investments	6,822,770	2,559,718
Net Proceeds from Sale of Fixed Assets	525,538	1,553,325
NET CASH FROM INVESTING ACTIVITIES	(235,624,213)	(117,713,331)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Short Term Borrowing from Bank	33,153,133	129,078,338
Interest Paid	(8,031,004)	(2,114,401)
Dividend Paid (including DDT)	(145,969,671)	(53,209,326)
Term Borrowings	191,350,000	-
NET CASH USED/FROM FINANCING ACTIVITIES	70,502,458	73,754,611
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(8,797,190)	25,713,960
Cash and cash equivalent as at 31.03.2015	36,236,540	10,522,580
Cash and cash equivalent as at 31.03.2016	27,439,350	36,236,540
Cash and Cash equivalents includes		
Cash and Bank Balances	59,420,968	191,746,987
Less: Other Bank Balances	31,981,618	155,510,447
Cash and Cash Equivalents	27,439,350	36,236,540

- Notes: 1. The cash flow statement has been prepared under indirect method as per accounting standard (AS-3).
2. Previous year figures have been regrouped / rearranged wherever considered necessary to make them comparable.

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

For and on behalf of the Board

For SINGHI & CO.

Chartered Accountants
Firm Reg. No. 302049E

Surinder Kumar Kak
Managing Director
DIN: 00044521

R.V. Kanoria
Chairman
DIN: 00003792

B.L. Choraria, Partner
Membership No. 022973

M.L. Agarwal
Chief Financial Officer

Ummang Mutreja
Company Secretary

Place: New Delhi
Dated: 31.05.2016

NOTES TO FINANCIAL STATEMENTS

1 SIGNIFICANT ACCOUNTING POLICIES

A ACCOUNTING CONVENTION

- i) The financial statements of the company have been prepared in accordance with generally accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards as prescribed under section 133 of the Companies Act, 2013 (The 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of The Act, to the extent notified. The financial statements have been prepared under the historical cost convention on an accrual basis. The Accounting Policies applied by the company are consistent with those used in the previous year.
- ii) All items of Income & Expenditure is recognized on accrual basis, except Insurance claims & claims of Customers or Principals being accounted for as and when settled on account of uncertainty involved.
- iii) Income on Portfolio Investment is recognised on realisation basis.
- iv) Income/Expenditure from venture capital investment is recognised on the basis of statement received from them up to the date of finalisation of accounts.

B REVENUE RECOGNITION

- i) Revenue from sales is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, which generally coincides with the delivery and is net of trade discount/rebate etc.
- ii) Revenue (other than sale) is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- iii) Export entitlements under the duty drawback scheme are recognised in the statement of Profit and Loss when the right to receive as per the terms of the scheme is established.

C TANGIBLE ASSETS AND DEPRECIATION

- i) Tangible Assets are stated at cost, net of accumulated depreciation and net accumulated impairment losses, if any. Cost comprise purchase price and directly attributable costs of bringing the assets to its working condition for the intended use.
- ii) Capital Work in Progress is stated at cost including applicable expenses.
- iii) In respect of tangible assets, depreciation has been charged over useful lives on Written Down Value Method (WDV) as prescribed in Schedule II as notified under The Act.

D INTANGIBLE ASSETS AND AMORTISATION

- i) Intangible Assets are stated at acquisition cost, net of accumulated amortisation and net accumulated impairment losses, if any.
- ii) Intangible Assets are amortised over their estimated useful life on Written Down Value method as per applicable Accounting Standard 26 (Intangible Assets).

E VALUATION OF INVENTORIES

Inventories are valued at cost or net realisable value, whichever is lower. Cost is computed on the basis of weighted average cost. Cost comprises relevant expenditure incurred in the normal course of business in bringing such inventories to its locations.

F INVESTMENTS

Long term investments are stated at cost. The company provides for diminution, other than temporary, in the value of long term investments. Current investments are valued at lower of cost or market value.

NOTES TO FINANCIAL STATEMENTS

G BORROWING COST

Interest and other costs in connection with borrowed funds to the extent related to the acquisition of qualifying fixed assets are capitalized up to the date when such assets are ready for its intended use. Other borrowing costs are charged to statement of Profit and Loss.

H FOREIGN CURRENCY TRANSACTIONS

- i) All Assets and Liabilities in foreign currency including currency hedging contracts outstanding at the close of the year are converted into Indian Currency at the rates of exchange prevailing on the date of the Balance Sheet and difference is adjusted in the statement of Profit and Loss. In respect of transactions covered under forward foreign exchange contracts, the difference between the forward rate and exchange rate at the inception of the contract is recognised as expense or income over the life of the contract.
- ii) On transactions completed during the year, gains/losses arising out of fluctuations in exchange rate are recognized in the statement of Profit and Loss in the period they arise.

I RETIREMENT BENEFITS

- i) The liability towards leave encashment at the year end is accounted for on actuarial valuation basis.
- ii) Company makes annual contribution of gratuity to Group Gratuity Policy with Life Insurance Corporation of India, a scheme created for the purpose of qualifying employees except for Avongrove Tea Estate for which liability is recognised on actuarial valuation at year end.

J TAXATION

- i) Current tax is the provision made for the amount of income tax payable in respect of taxable income for the period.
- ii) Deferred tax is recognised on timing differences between taxable income and accounting income which are capable of being reversed in one or more subsequent periods subject to consideration of prudence.
- iii) Deferred tax assets on unabsorbed depreciation and carry forward of losses are recognized to the extent of the virtual certainty that there will be sufficient future taxable income available to realize such deferred assets.
- iv) Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted at the balance sheet date.
- v) Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of Tax entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

K IMPAIRMENT

Impairment loss is recognised wherever the carrying amount of an assets is in excess of its recoverable amount and the same is recognised as an expense in the statement of Profit and Loss, and carrying amount of the assets is reduced to its recoverable amount, Reversal of impairment losses recognised in prior years recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased.

L 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. Contingent liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)		
2. SHARE CAPITAL				
(a) AUTHORISED				
99,700 Equity Shares of Rs. 1,000/- each	99,700,000	99,700,000		
3,000 9.8% Redeemable Cumulative Preference Shares of Rs. 100/- each	300,000	300,000		
	100,000,000	100,000,000		
(b) ISSUED				
15,160 Equity Shares of Rs. 1,000/- each fully paid up	15,160,000	15,160,000		
(c) SUBSCRIBED AND PAID UP				
15,160 Equity Shares of Rs. 1,000/- each fully paid up	15,160,000	15,160,000		
Add: Forfeited Shares (Amount Originally paid up)	26,500	26,500		
	15,186,500	15,186,500		
(d) Reconciliation of Equity Shares (Nos.)				
Balance as at the beginning of the year	15,160	15,160		
Balance as at the end of the year	15,160	15,160		
(e) Terms/ rights attached to equity shares				
The Company has one class of Equity Share having par value of Rs.1,000 per share. Each holder of Equity Share is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.				
(f) 14,136 (Previous Year 14,136) Nos. of equity shares of the company held by its Holding company Vardhan Finvest Limited.				
(g) Details of Share held by shareholders holding more than 5% of the aggregate shares in the Company:				
	As at 31.03.2016		As at 31.03.2015	
Name of shareholder	Nos.	% of Holding	Nos.	% of Holding
Vardhan Finvest Limited	14,136	93.25	14,136	93.25
As at 31.03.2016 (Rs.)				
As at 31.03.2015 (Rs.)				
3. RESERVES & SURPLUS				
(a) CAPITAL REDEMPTION RESERVE				
Balance as at the beginning of the year	4,750	4,750	4,750	4,750
Balance as at the end of the year	4,750	4,750	4,750	4,750
(b) GENERAL RESERVE				
Balance as at the beginning of the year	312,009,913	63,154,000	63,154,000	63,154,000
Add: Transfer from Surplus in Statement of Profit and Loss during the year	-	250,000,000	250,000,000	250,000,000
Less: Depreciation*	-	1,144,087	1,144,087	1,144,087
Balance as at the end of the year	312,009,913	312,009,913	312,009,913	312,009,913
* Being the carrying amount of assets acquired prior to 1st April 2014 and whose remaining useful life as per schedule II of the Companies Act, 2013 was nil as on 31st March 2014.				
(c) SURPLUS IN STATEMENT OF PROFIT AND LOSS				
Balance as at the beginning of the year	276,568,317	498,945,266	498,945,266	498,945,266
Profit for the year	82,909,003	100,607,888	100,607,888	100,607,888
Less: Appropriations	-	60,640,000	60,640,000	60,640,000
Proposed Dividend on Equity Shares	-	60,640,000	60,640,000	60,640,000
Interim Dividend on Equity Shares	60,640,000	-	-	-
Dividend Distribution Tax	12,344,837	12,344,837	12,344,837	12,344,837
Transfer to General Reserve	-	250,000,000	250,000,000	250,000,000
Balance as at the end of the year	286,492,483	276,568,317	276,568,317	276,568,317
Total	598,507,146	598,507,146	588,582,980	588,582,980

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)		As at 31.03.2015 (Rs.)	
4. LONG-TERM BORROWINGS				
	Non-current		Current maturities	
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
SECURED				
Term Loans: From bank				
1) Secured by exclusive charge and mortgage of deposit of title deeds of immovable property situated at Prestige Shantiniketan, Bangalore (Repayable in 20 Quarterly instalments beginning from 31st December 2015)	52,500,000	-	15,000,000	-
2) Secured by exclusive hypothecation charge over present and future movable fixed assets/current assets of the company including wind turbines financed by bank except vehicles and equitable mortgage of office premises at DLF Corporate Park, Gurgaon (Repayable in 72 equal monthly instalments beginning from January 2017)	138,850,000	-	6,250,000	-
Less :- Amount disclosed under the head "other current liabilities" (Note no. 10)			21,250,000	-
	191,350,000	-	-	-
	As at 31.03.2016 (Rs.)		As at 31.03.2015 (Rs.)	
5. DEFERRED TAX LIABILITIES (NET)				
Deferred Tax Liability				
Difference between written down value of block of assets as per income tax laws and book written down value of the fixed assets	56,687,494		10,427,394	
Less: Depreciation*	-		589,115	
	56,687,494		9,838,279	
Deferred Tax Assets				
Employee Benefits	4,518,678		3,973,293	
Others	8,982,368		4,206,041	
	13,501,046		8,179,334	
	43,186,448		1,658,945	
* Being the carrying amount of assets acquired prior to 1st April 2014 and whose remaining useful life as per schedule II of the Companies Act, 2013 was nil as on 31st March 2014.				
6. OTHER LONG-TERM LIABILITIES				
Security Deposits	2,872,579		2,372,959	
	2,872,579		2,372,959	
7. PROVISIONS	Long-term		Short-term	
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
(a) Provision for employee benefits:				
For Gratuity	7,115,336	5,540,540	600,118	858,529
For Accrued Leave	4,062,494	3,308,918	1,278,041	1,981,606
(b) Other Provisions:				
Proposed Dividend	-	-	-	60,640,000
Dividend Tax	-	-	-	12,344,837
	11,177,830	8,849,458	1,878,159	75,824,972

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
8. SHORT-TERM BORROWINGS		
SECURED		
<u>From Banks:</u>		
(a) Cash Credit Facilities Repayable on Demand (Secured by hypothecation over entire Current Assets/Movable Assets and equitable mortgage of Office premises at DLF Corporate Park, Gurgaon)	106,384,502	7,897,581
(b) Buyer's Credit (Secured by equitable mortgage of company's property located at Universal Business Park, Chandivali Farm Road, Andheri Mumbai.)	85,256,068	150,589,856
	191,640,570	158,487,437
9. TRADE PAYABLES		
(a) Micro, Small and Medium Enterprises (Refer note no 28.11)	-	-
(b) Other Entities		
For Goods	175,964,407	291,076,747
For Services	23,432,735	16,531,638
	199,397,142	307,608,385
10. OTHER CURRENT LIABILITIES		
(a) Current maturities of Long term debts (Refer note no. 4)	21,250,000	-
(b) Interest accrued but not due on Buyer's Credit and Term Loan	1,708,260	178,587
(c) Unpaid Dividend*	259,620	136,912
(d) Advance From Customers	47,769,316	42,158,488
(e) Employee related liabilities	14,463,828	16,536,688
(f) Statutory dues	8,824,466	6,493,259
(g) Security & Trade deposits	785,735	10,647,020
(h) Amount payable for Capital Goods	4,476,349	1,535,716
(i) Other liabilities	2,158,188	1,994,247
	101,695,762	79,680,917
* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund under sub section 5 of section 124 of the Act as at the year end.		

NOTES TO FINANCIAL STATEMENTS

11. FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost up to 31.03.2015	Addition during the year	Sales / adjustment during the year	Cost up to 31.03.2016	Depreciation up to 31.03.2015	Depreciation for the year	Sales / adjustment during the year	Depreciation up to 31.03.2016	WDV as on 31.03.2016	WDV as on 31.03.2015
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Tangible Assets										
Land	2,200,000	-	-	2,200,000	-	-	-	-	2,200,000	2,200,000
Leasehold Land	-	6,870,000	-	6,870,000	-	47,921	-	47,921	6,822,079	-
Tea Plantation	20,627,591	48,705	-	20,676,296	-	-	-	-	20,676,296	20,627,591
Buildings	321,898,642	-	-	321,898,642	98,269,180	11,013,779	-	109,282,959	212,615,683	223,629,462
Roads	861,581	-	-	861,581	818,502	-	-	818,502	43,079	43,079
Plant & Machinery	78,519,446	264,497,988	215,411	342,802,023	68,706,039	3,094,521	215,411	71,585,148	271,216,875	9,813,407
Furniture and Fittings	12,063,099	-	-	12,063,099	8,424,649	1,099,440	-	9,524,090	2,539,009	3,638,450
Office Equipment	5,843,809	439,401	19,714	6,263,496	3,975,732	912,288	18,728	4,869,292	1,394,204	1,868,077
Motor Vehicles	22,336,149	634,295	896,793	22,073,651	13,272,653	2,884,460	735,115	15,421,998	6,651,653	9,063,496
Computers & Data Processing Units	12,552,056	552,559	-	13,104,615	9,861,501	1,744,489	-	11,605,990	1,498,625	2,690,555
Electrical Installations & Equipment	2,650,814	-	-	2,650,814	2,087,135	243,542	-	2,330,677	320,137	563,679
	479,553,187	273,042,948	1,131,918	751,464,217	205,415,392	21,040,441	969,254	225,486,577	525,977,640	274,137,796
Intangible Assets										
Computer Software	7,528,527	100,000	-	7,628,527	5,829,977	755,110	-	6,585,087	1,043,440	1,698,550
Intellectual Property & Rights	30,768,540	819,000	-	31,587,540	15,163,751	4,324,151	-	19,487,902	12,099,637	15,604,788
	38,297,067	919,000	-	39,216,067	20,993,728	5,079,261	-	26,072,989	13,143,077	17,303,338
Total	517,850,254	273,961,948	1,131,918	790,680,284	226,409,120	26,119,702	969,254	251,559,566	539,120,717	291,441,134
Capital Work in Progress - Office Building	-	-	-	-	-	-	-	-	102,109,694	-
									102,109,694	
Grand Total	517,850,254	273,961,948	1,131,918	790,680,284	226,409,120	26,119,702	969,254	251,559,566	641,230,411	291,441,134
<i>Figures for the corresponding previous year</i>	<i>508,039,346</i>	<i>12,990,494</i>	<i>3,179,587</i>	<i>517,850,254</i>	<i>197,638,237</i>	<i>30,890,760</i>	<i>2,119,877</i>	<i>226,409,120</i>	<i>291,441,134</i>	<i>310,401,108</i>

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2016			As at 31.03.2015	
	Face Value (Rs.)	No.	Amount (Rs.)	No.	Amount (Rs.)
12. INVESTMENTS					
A. NON CURRENT					
NON TRADE INVESTMENTS (Valued at Cost unless stated otherwise)					
a) QUOTED					
INVESTMENT IN EQUITY INSTRUMENTS					
Federal Bank Ltd.(Fully Paid Up)	2	7,110	102,750	3,555	102,750
	Number of units				
	As at 01.04.2015	Purchased / addition during the year	Sold during the year	As at 31.03.2016	
KOTAK FMP SERIES 135 (Face value of Rs. 10/-per unit)	1,000,000 (1,000,000)	- -	1,000,000 -	- (1,000,000)	10,000,000
b) UNQUOTED EQUITY INSTRUMENTS					
INVESTMENT IN SUBSIDIARY COMPANY					
KPL Logistics Limited (Fully Paid Up) (Face value of Rs. 10/-per unit)			50,000	50,000	500,000
INVESTMENT IN PORTFOLIO					
HDFC Assets Management Company Limited			-		425,789
INVESTMENT IN VENTURE CAPITAL FUND					
ASK Pravi Private Equity Opportunities Fund (Face value of Rs. 100,000/-per unit)	375.00 (262.50)	112.50 (112.50)	- -	487.50 (375.00)	37,500,000
			49,352,750		48,528,539
			As at 31.03.2016	As at 31.03.2015	
			Book Value	Market Value	Book Value Market Value
Aggregate amount of:-					
Quoted Investments			102,750	330,260	10,102,750
Unquoted Investments			49,250,000	-	11,642,738
			49,352,750	38,425,789	-
Note: Figures in brackets pertain to previous year			48,528,539		
	Long-term		Short-term		
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	
13. LOANS AND ADVANCES					
Advance recoverable in cash or in kind					
(a) Security Deposits (Unsecured, considered good)	1,796,792	2,524,365	2,575,248	3,439,129	
(b) Other Loans and Advances : (Unsecured, considered good)					
Prepaid Expenses	148,837	404,412	5,027,560	4,243,920	
Balance with Central Excise and other Government Authorities	-	-	10,749,388	8,362,040	
Income & Wealth Tax Payments and Tax deducted at Source less Provision (Net)	-	-	3,087,477	6,581,477	
Tax Credit Receivable	-	-	25,410,342	-	
Advance to Employees	16,678	160,594	715,959	1,386,870	
Advance to Suppliers	-	-	15,417,162	54,753,645	
Capital Advance	9,404,443	510,174	-	-	
Other Advance	-	-	788,410	1,142,302	
	11,366,750	3,599,545	63,771,546	79,909,383	

NOTES TO FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)		
14. INVENTORIES				
(As taken, valued and certified by the Management)				
(a) Raw Materials	3,626,571	2,333,684		
(b) Stores and Spare Parts	592,023	573,793		
(c) Finished Goods	4,169,334	1,626,251		
(d) Stock in Trade (Chemicals, Polymer & Others)	172,536,784	198,466,844		
	180,924,712	203,000,572		
Details of Finished Goods / Raw Materials				
	Finished Goods		Raw Materials	
	As at	As at	As at	As at
	31.03.2016	31.03.2015	31.03.2016	31.03.2015
	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Refrigerant Gas	2,560,681	678,233	3,626,571	2,333,684
Tea	1,608,653	948,018	-	-
	4,169,334	1,626,251	3,626,571	2,333,684
15. TRADE RECEIVABLES				
(Unsecured, considered good unless otherwise stated)				
(a) Outstanding for a period exceeding six months from due date				
Secured, Considered Good		-		-
Unsecured, Considered Good	11,893,817			7,740,108
Unsecured, under litigation	47,179,657			47,179,657
Less: Provision	25,953,100			12,374,347
	33,120,374			42,545,418
(b) Other				
Unsecured, Considered Good	312,350,672			371,170,654
	312,350,672			371,170,654
	345,471,046			413,716,072
16. CASH AND CASH EQUIVALENTS				
(A) CASH AND CASH EQUIVALENTS				
(a) Cash in hand	105,151			110,869
(b) Balance with Banks				
In Current Account	2,048,478			3,907,278
In EEFC Account	603,081			1,538,465
In Current Account (Foreign Countries)	17,285,569			30,679,928
Cheque in hand	7,397,071			-
	27,439,350			36,236,540
(B) OTHER BANK BALANCES				
(a) Earmarked Balances With Banks				
In Unpaid Dividend Account	259,620			136,915
(b) Margin Money held as Securities	31,721,998			155,373,532
	31,981,618			155,510,447
	59,420,968			191,746,987
17. OTHER CURRENT ASSETS				
Unsecured, Considered Good unless otherwise stated				
(a) Export Benefits Receivables	10,685			-
(b) Dividend & Interest Receivable	1,486,460			3,484,724
(c) Other Receivable	3,856,808			2,825,597
	5,353,953			6,310,321

NOTES TO FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
18. REVENUE FROM OPERATIONS		
(a) Sale of Products		
Tea (Including Export Sales of Rs Nil (Previous Year Rs. 1,288,408))	21,983,005	25,379,187
Refrigerant Gas	64,709,922	19,239,297
Wind Power	<u>9,563,742</u>	<u>9,328,871</u>
Traded Goods (Chemicals, Polymers & Others) (Including Export Sales of Rs. 98,832,192 (Previous Year - Rs. 234,855,262))	<u>2,510,719,596</u>	<u>2,061,655,588</u>
	2,606,976,265	2,115,602,943
(b) Commission Income (Refer Note no- 28.01 of Other Notes to Account)	152,934,919	169,267,969
(c) Solar Training	8,946,711	3,269,041
(d) Other Operating Revenue		
Export Benefits	<u>827,312</u>	<u>103,418</u>
Revenue from operations (Gross)	2,769,685,207	2,288,243,371
Less: Excise Duty	<u>7,158,391</u>	<u>2,063,062</u>
Revenue from operations (Net)	2,762,526,816	2,286,180,309
19. OTHER INCOME		
Interest Income		
From Fixed Deposit	7,851,037	11,406,541
From Others	414,676	356,581
Dividend Income		
On long term Investments	7,821	1,388,653
Income from Investments	6,822,770	2,559,718
Exchange Rate Fluctuation - Net	-	5,101,241
Rent Received	12,677,574	16,553,172
Liabilities No longer required written back	626,305	573,561
Subsidy	190,695	275,720
Profit on Sale of Fixed Assets - Net	362,875	493,614
Miscellaneous receipts	<u>390,893</u>	<u>1,976,584</u>
	29,344,646	40,685,385
20. COST OF RAW MATERIAL CONSUMED		
Refrigerant Gas	<u>53,420,780</u>	<u>8,298,514</u>
	53,420,780	8,298,514
21. PURCHASES OF STOCK IN TRADE		
Traded Goods (Chemicals, Polymers & Others)	<u>2,251,701,261</u>	<u>1,920,129,610</u>
	2,251,701,261	1,920,129,610
22. CHANGE IN INVENTORIES		
Finished Goods		
Opening Stock	1,626,251	10,266,681
Closing Stock	<u>4,169,334</u>	<u>1,626,251</u>
Decrease /(Increase)	<u>(2,543,083)</u>	<u>8,640,430</u>
Stock in Trade		
Opening Stock	198,466,844	146,533,452
Closing Stock	<u>172,536,784</u>	<u>198,466,844</u>
Decrease /(Increase)	<u>25,930,060</u>	<u>(51,933,392)</u>
Change in inventory	23,386,977	(43,292,962)

NOTES TO FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
23. EMPLOYEES BENEFITS EXPENSE		
Salaries, Wages, Bonus & Gratuity etc.	106,548,573	96,013,210
Managerial Remuneration	7,623,821	8,558,875
Contribution to Provident Fund	7,597,847	7,278,278
Staff Welfare	1,905,494	2,061,949
	123,675,735	113,912,312
24. FINANCE COST		
Bank Charges	7,561,620	7,418,506
Interest Paid to Bank	3,005,037	2,292,989
Interest on Term Loan	6,555,641	-
	17,122,298	9,711,495
25. DEPRECIATION		
Depreciation	26,119,702	30,890,760
Less: Transfer to General Reserve & Deferred Tax	-	1,733,202
	26,119,702	29,157,558
26. OTHER EXPENSES		
Consumption of Stores & Spare parts etc.	1,138,638	975,960
Power & Fuel	5,607,712	5,113,220
Rent	13,210,180	12,641,516
Repairs to Plant & Machinery	91,350	119,904
Repairs to Buildings	4,824,657	4,062,272
Repairs to Others	7,010,983	6,723,949
Insurance	2,287,128	2,053,179
Rates & Taxes	2,842,402	3,865,787
Auditors' Remuneration		
Audit Fees	577,375	350,000
Tax Audit Fees	37,588	17,500
Certification Fees	66,993	50,562
Reimbursement of Expenses	22,720	9,101
Premium on currency hedging Contracts	15,042,137	12,221,294
Exchange Rate difference - Net	10,169,394	-
Selling & Distributing Expenses	41,835,389	35,670,620
Directors Sitting Fees	348,450	89,888
Travelling Expenses	13,231,234	13,864,102
Bad Debt	1,141,126	288,521
Provision for Bad & Doubtful Debts	13,843,171	11,924,435
Donation	-	31,000
Corporate Social Responsibility Expenses (Refer Note No. 28.12)	4,000,000	4,000,000
Previous Year Expenses	257,518	-
Miscellaneous Expenses	27,570,291	23,437,823
	165,156,435	137,510,633
	As at 31.03.2016	As at 31.03.2015
	(Rs.)	(Rs.)
27. CONTINGENT LIABILITIES & COMMITMENTS:		
27.01 CONTINGENT LIABILITIES		
(a) Bank Guarantees given to various Govt. Authorities/others	209,125,241	103,793,448
(b) (i) Income Tax demand under appeal	5,268,772	-
(ii) Sales Tax demand including penalty Rs. 5,544,941	10,582,836	8,839,933
27.02 OTHER LITIGATIONS		
The Company has filed law suit against certain customers for recovery of Rs. 47,179,657 appearing in Trade receivables (Refer Note No. 15)		
27.03 COMMITMENTS		
Estimated amount of Contract remaining to be executed on Capital Account and not provided for (Net of Advance) Rs. 15,345,153 (Previous Year Rs. 510,174)		

NOTES TO FINANCIAL STATEMENTS

28. OTHER NOTES TO ACCOUNTS

28.01 Commission Income includes shipments made earlier years but advice received in Current Year Rs. 2,770,186 (Previous year Rs. 1,962,586)

28.02 Disclosure as required by Accounting Standard 15 (Revised) on Employee Benefits: In respect of Leave Encashment & Gratuity, a defined benefit scheme (based on Actuarial Valuation)

(Amount in Rs.)

PARTICULARS	2015-16		2014-15	
	GRATUITY	LEAVE ENCASH (UNFUNDED)	GRATUITY	LEAVE ENCASH (UNFUNDED)
A. RECONCILIATION OF OPENING AND CLOSING BALANCES OF DEFINED BENEFIT OBLIGATION				
DEFINED BENEFIT OBLIGATION AS ON 01-04-2015	17,014,855	5,290,524	15,009,682	4,184,942
EMPLOYER SERVICE COST	1,244,596	1,069,203	1,497,223	1,181,035
INTEREST COST	1,324,662	423,242	1,232,744	334,795
ACTUARIAL (GAINS) / LOSSES	1,433,454	(1,323,310)	417,066	(192,728)
BENEFITS PAID	(2,549,561)	(119,124)	(1,141,860)	(217,520)
PRESENT VALUE OF DEFINED BENEFIT OBLIGATION AS ON 31-03-2016	18,468,006	5,340,535	17,014,855	5,290,524
B. RECONCILIATION OF OPENING AND CLOSING BALANCES OF FAIR VALUE OF PLAN ASSETS				
FAIR VALUE OF ASSETS AT THE BEGINNING OF THE YEAR	10,615,786	-	10,170,462	-
EXPECTED RETURN ON PLANNED ASSETS	831,415	-	898,807	-
CONTRIBUTION	1,254,429	-	594,012	-
BENEFITS PAID	(1,949,079)	-	(1,047,494)	-
ACTUARIAL (GAINS) / LOSSES	-	-	-	-
FAIR VALUE OF PLAN ASSETS AT YEAR END	10,752,551	-	10,615,787	-
C. RECONCILIATION OF FAIR VALUE OF ASSETS & OBLIGATION				
FAIR VALUE OF PLAN ASSETS AS AT 31.03.2016	10,752,551	-	10,615,786	-
FAIR VALUE OF OBLIGATION AS AT 31.03.2016	18,468,006	5,340,535	17,014,855	5,290,524
AMOUNT RECOGNISED IN BALANCE SHEET	7,715,455	5,340,535	6,399,069	5,290,524
D. EXPENSES RECOGNISED DURING THE YEAR 2015-16				
CURRENT SERVICE COST	1,244,596	1,069,203	1,497,223	1,181,035
INTEREST COST	1,324,662	423,242	1,232,744	334,795
EXPECTED RETURN ON PLANNED ASSETS	(831,415)	-	(898,807)	-
ACTUARIAL (GAINS) / LOSSES	1,433,454	(1,323,310)	417,066	(192,728)
TOTAL	3,171,297	169,135	2,248,226	1,323,102
E. ACTUARIAL ASSUMPTIONS				
MORTALITY TABLE (L.I.C. 1994-96)				
DISCOUNT RATE (PER ANNUM)	8%	8%	8%	8%
RATE OF ESCALATION IN SALARY	6%	6%	6%	6%

NOTES TO FINANCIAL STATEMENTS

28.03 Related Party Disclosure (To the extent Identified by the company)

Name & Relationship of the Related Parties:

- I. Enterprises where control exists:
 - a) Vardhan Finvest Limited - Holding Company
 - b) KPL Logistics Limited - Subsidiary Company
- II. Enterprises over which promoters directly or indirectly have significant influence :
 - a) Kanoria Chemicals & Industries Limited
 - b) Breaking Wave Software Pvt. Limited
 - c) Kanoria Africa Textiles PLC, Ethiopia,
 - d) APAG Elektronik AG, Switzerland
 - e) APAG Elektronik S.R.O.
 - f) Sambhava Foundation - Charitable Trust
- III. Key Managerial Personnel:

Mr. Surinder Kumar Kak, Managing Director
- IV. Relative of Directors

Mrs. Madhuvanti Kanoria

Transactions with Related Parties during the year:

(Amount in Rs.)

Nature of Transaction	Holding / Subsidiary		Enterprises over which promoters directly or indirectly have significant influence		Key Management Personnel and Relative of Directors	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
1. Managerial Remuneration						
Mr. Surinder Kumar Kak	--	--	--	--	7,623,821*	8,558,875*
2. Dividend paid						
Vardhan Finvest Limited	113,088,000	42,357,000	--	--	--	--
3. Commission Income						
Kanoria Chemicals & Industries Ltd.	--	--	2,317,799	2,490,389	--	--
APAG Elektronik S.R.O.	--	--	--	459,949	--	--
4. Rent Received						
Kanoria Chemicals & Industries Ltd.	--	--	--	412,500	--	--
5. Rent Paid						
Kanoria Chemicals & Industries Ltd.	--	--	628,692	645,963	--	--
6. (a) Sale of Goods						
Kanoria Africa Textiles PLC, Ethiopia	--	--	4,574,666	92,364,588	--	--
APAG Elektronik S.R.O.	--	--	47,563,726	60,795,667	--	--
6. (b) Reimbursements						
APAG Elektronik AG, Switzerland	--	--	1,318,577	966,524	--	--
7. Website Development						
Breaking Wave Software Pvt. Limited	--	--	173,526	59,894	--	--
8. CSR Paid						
Sambhava Foundation	--	--	4,000,000	4,000,000	--	--
9. Retainership Fee Paid						
Mrs. Madhuvanti Kanoria	--	--	--	--	5,002,500	--
Balance outstanding as on Balance Sheet date						
Receivable -Kanoria Chemicals & Industries Ltd.	--	--	2,317,799	1,481,024	--	--
-Kanoria Africa Textile PLC	--	--	--	74,379,313	--	--
-APAG Elektronik S.R.O.	--	--	663,184	24,380,135	--	--
-APAG Elektronik A.G.	--	--	206,357	203,140	--	--
Remuneration payable to Mr. Surinder Kumar Kak	--	--	--	--	1,318,767	2,839,604

* Excluding Actuarial Valuation of Gratuity & Leave Encashment

NOTES TO FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
28.04 Value of Import on CIF basis		
Raw Materials	50,950,662	9,270,987
Trading Goods	<u>1,750,664,956</u>	<u>1,315,457,328</u>
	1,801,615,618	1,324,728,315
	For the year ended 31.03.2016	For the year ended 31.03.2015
	Value	Value
	(Rs.)	(Rs.)
	%	%
28.05 Value of Imported and Indigenous Raw Material Consumed and Percentage Thereof.		
Imported	53,420,780	8,298,514
	100%	100%
	<u>53,420,780</u>	<u>8,298,514</u>
	100%	100%
28.06 Value of Consumables and Stores & Spare parts (Excluding charged to other heads)		
Indigenous	1,138,638	975,960
	100%	100%
	<u>1,138,638</u>	<u>975,960</u>
	100%	100%
	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
28.07 Expenditures in Foreign Exchange		
Foreign Travelling	581,176	869,828
Third Country Purchases	85,693,809	181,768,589
Professional Services	527,787	635,091
Others	<u>12,399,018</u>	<u>10,152,380</u>
	99,201,790	193,425,888
28.08 Earnings in Foreign Exchange		
Commission Income	145,314,232	161,850,378
FOB Value of Export	8,289,225	43,129,301
Third Country Sales	<u>90,199,065</u>	<u>192,134,814</u>
	243,802,522	397,114,493
28.09 Earning Per Share		
Profit for the year (Rs.)	82,909,003	100,607,888
Weighted average number of Equity Shares	15,160	15,160
Basic & Diluted earning per share of Rs. 1000/- each	5,469	6,636

NOTES TO FINANCIAL STATEMENTS

28.10 SEGMENT REPORTING						
A) Primary Segment Information (by Business Segment)						
(Amount in Rs.)						
	2015-2016			2014-2015		
Business Segment	Wind Turbine	Other than Wind Turbine	Total	Wind Turbine	Other than Wind Turbine	Total
Segment Revenue			.			
Revenue from operations (net of excise)	9,563,742	2,775,062,453	2,784,626,195	9,328,871	2,313,231,871	2,322,560,742
Segment Result	6,121,955	165,420,571	171,542,526	6,494,344	183,539,291	190,033,635
less:						
(i) Finance Cost			17,122,298			9,711,495
(ii) Exceptional items			-			-
(iii) Other Un-allocable expenditure net of Un-allocable income			(2,987,749)		-	(273,952)
Profit before Tax			131,288,274			151,438,534
Tax Expense :						
For earlier years			(597,997)			727,026
Current Tax			32,860,108			57,100,000
MAT credit			(25,410,342)			-
Deferred Tax			41,527,502			(6,996,380)
Net Profit			82,909,003			100,607,888
Other Information						
Segment Assets	280,624,560	997,035,465	1,277,660,025	9,583,410	1,172,603,372	1,182,186,782
Un-allocable Corporate Assets	-	-	79,232,111		56,065,771	56,065,771
Total Assets :			1,356,892,136			1,238,252,553
Segment Liabilities	1,602,000	480,183,852	481,785,852	-	546,503,812	546,503,812
Un-allocable Corporate Liabilities	-	-	70,062,638	-	-	87,979,261
Total Liabilities :			551,848,490			634,483,073
Segment Capital Employed	-	805,043,646	805,043,646	-	603,769,480	603,769,480
Un-allocable Capital Employed	-	-	-	-	-	-
Total Capital Employed :			805,043,646			603,769,480
Capital Expenditure	271,367,988	104,703,654	376,071,642	-	12,990,494	12,990,494
Un-allocable Capital Expenditure	-	-	-	-	-	-
Total Capital Expenditure			376,071,642			12,990,494
Depreciation & Amortization	2,002,718	24,116,984	26,119,702	112,879	29,044,679	29,157,558
Un-allocable Depreciation	-	-	-	-	-	-
Total Depreciation & Amortization :			26,119,702			29,157,558
Other Non-cash expenses (included in Exceptional items)						

(B) Secondary Segment Information
Not applicable, as Export Sale does not constitute 10% or more of total Revenue of the Company.

(C) Note on Segment information :

1. Segments have been identified in accordance with the Accounting Standard on Segment Reporting (AS-17). Business Segments have been considered as primary segments.
2. **Segment Accounting Policies**
The accounting policies adopted for segment reporting are in line with the accounting policies of the company.
3. **Type of products included in each reported business segment:**
Wind Turbine Business includes Power generation from wind energy. And others includes Tea, Refrigerant Gas, Solar training, Indenting & Traded Goods

28.11 There are no Micro, Small & Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2016. This information is required to be disclosed under the Micro, Small & Medium enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTES TO FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
28.12 CSR Expenditure		
The Company undertook Corporate Social responsibility('CSR') programme and activities through a Trust registered under the Income Tax Act,1961.by contributing Rs 40,00,000/-.		
(a) Gross Amount required to be spent by the Company during the year	3,745,627	3,795,732
(b) Amount spent by the Company through this trust:		
Construction/acquisition of any assets	--	--
On purpose other than above (Including Rs. 12,28,822/- unspent in F.Y. 2014-15)	2,614,180	2,566,910
Yet to be spent	2,360,269	1,228,822
28.13 Previous Year figures have been regrouped and rearranged where ever required.		

Signatures to Notes 1 to 28.13
In terms of our Report of even date attached.

As per our report annexed
For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

B.L. Choraria, Partner
M. No. 022973
Place: New Delhi
Dated: 31.05.2016

Surinder Kumar Kak
Managing Director
DIN: 00044521

M.L. Agarwal
Chief Financial Officer

For and on behalf of the Board

R.V. Kanoria
Chairman
DIN: 00003792

Ummang Mutreja
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of KPL International Limited

Report on the Consolidation Financial Statements

We have audited the accompanying Consolidation financial statements of **KPL International Limited** ("the Holding Company"), and its subsidiary (the holding Company and its subsidiary together referred to as "the Company or the group") which comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidation financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date; and

Emphasis of Matter

We draw attention to:

- a. Note no. 28.02 to the financial statements, pertaining to trade receivables under litigation amounted to Rs. 4,71,79,657 for which provision is made for Rs. 2,37,00,181.

Our Opinion is not qualified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit of the 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.
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the subsidiary company, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure A**".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statement has disclose the impact of pending litigations on the consolidated financial position of the group – **Refer Note No. 28.01 (b)** to the Consolidated Financial Statements;
 - ii. The Group did not have any material foreseeable losses on long term contracts including derivative contracts;
 - iii. There were no amounts which were required to be transferred to the Investor Education & Protection Fund by the Holding company and its subsidiary company.

For **SINGHI & CO.**
Chartered Accountants
Firm Registration No. 302049E

Place: New Delhi
Dated: 31st May, 2016

B.L. Choraria
Partner
Membership No. 022973

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March, 2016, we have audited the internal financial controls over financial reporting of KPL International Limited (“the Holding Company”) and its subsidiary company, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to

future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For **SINGHI & CO.**
Chartered Accountants
Firm Registration No. 302049E

Place: New Delhi
Dated: 31st May, 2016

B.L. Choraria
Partner
Membership No. 022973

KPL INTERNATIONAL LIMITED
CONSOLIDATED BALANCE SHEET
AS AT 31ST MARCH 2016

Particulars	Note No.	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	3	15,186,500	15,186,500
(b) Reserves and Surplus	4	598,617,936	588,681,337
		613,804,436	603,867,837
(2) Non-current Liabilities			
(a) Long-term Borrowings	5	191,350,000	-
(b) Deferred Tax Liabilities (Net)	6	43,186,448	1,658,945
(c) Other Long-term Liabilities	7	2,872,579	2,372,959
(d) Long-term Provisions	8	11,177,830	8,849,458
		248,586,857	12,881,362
(3) Current Liabilities			
(a) Short-term Borrowings	9	191,640,570	158,487,437
(b) Trade Payables	10		
i) Due to Micro, Small & Medium Enterprises		-	-
ii) Due to Others		199,397,142	307,608,385
(c) Other Current Liabilities	11	101,706,112	79,691,029
(d) Short-term Provisions	8	1,881,086	75,824,972
		494,624,910	621,611,823
TOTAL		1,357,016,203	1,238,361,022
II. ASSETS			
(1) Non-current Assets			
(a) Fixed Assets	12		
(i) Tangible Assets		525,977,640	274,137,796
(ii) Capital Work-in-Progress		102,109,694	-
(ii) Intangible Assets		13,143,077	17,303,338
		641,230,411	291,441,134
(b) Non-current Investments	13	49,438,637	48,613,050
(c) Long-term Loans & Advances	14	11,366,750	3,599,545
		702,035,798	343,653,729
(2) Current Assets			
(a) Inventories	15	180,924,712	203,000,572
(b) Trade Receivables	16	345,471,046	413,716,072
(c) Cash and Cash Equivalents	17	59,459,148	191,770,945
(d) Short-term Loans & Advances	14	63,771,546	79,909,383
(e) Other Current Assets	18	5,353,953	6,310,321
		654,980,405	894,707,293
TOTAL		1,357,016,203	1,238,361,022
Significant Accounting policies	1		
Contingent Liabilities and Commitments	28		
Other Notes to Accounts	29		

The accompanying notes are an integral part of the Financial Statements.

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

For and on behalf of the Board

For SINGHI & CO.

Chartered Accountants

Firm Reg. No. 302049E

B.L. Choraria, Partner

Membership No. 022973

Place: New Delhi

Dated: 31.05.2016

Surinder Kumar Kak

Managing Director

DIN: 00044521

M.L. Agarwal

Chief Financial Officer

R.V. Kanoria

Chairman

DIN: 00003792

Ummang Mutreja

Company Secretary

KPL INTERNATIONAL LIMITED
CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH 2016

Particulars	Note No.	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
I. Revenue from Operations (Net)	19	2,762,526,816	2,286,180,309
II. Other Income	20	29,376,362	40,685,385
III. Total Revenue(I+II)		2,791,903,178	2,326,865,694
IV. Expenses:			
Cost of Materials Consumed	21	53,420,780	8,298,514
Purchases of Stock-in-Trade	22	2,251,701,261	1,920,129,610
Change in Inventories of finished goods, work-in-progress and Stock-in-Trade	23	23,386,977	(43,292,962)
Employee Benefits Expense	24	123,675,735	113,912,312
Finance Costs	25	17,122,737	9,712,143
Depreciation & Amortization Expenses	26	26,119,702	29,157,558
Other Expenses	27	165,172,354	137,525,943
Total Expenses		2,660,599,545	2,175,443,118
V. Profit before Tax (III-IV)		131,303,633	151,422,576
VI. Tax Expense			
(a) Current Tax		32,863,035	57,100,000
(b) Tax Credit		(25,410,342)	-
(b) Deferred Tax		41,527,502	(6,996,380)
(c) For earlier years		(597,997)	727,026
		48,382,198	50,830,646
VII. Profit for the Period (V-VI)		82,921,436	100,591,930
Earning per Equity Share of Rs 1000/- each	29.04		
Basic & Diluted		5,470	6,635
Significant Accounting policies	1		
Other Notes to Accounts	29		

The accompanying notes are an integral part of the Financial Statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For and on behalf of the Board

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Surinder Kumar Kak
Managing Director
DIN: 00044521

R.V. Kanoria
Chairman
DIN: 00003792

B.L. Choraria, Partner
Membership No. 022973

M.L. Agarwal
Chief Financial Officer

Ummang Mutreja
Company Secretary

Place: New Delhi
Dated: 31.05.2016

KPL INTERNATIONAL LIMITED
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2016

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and exceptional items	131,303,633	151,422,576
Adjustments for:		
Depreciation & Amortisation	26,119,702	29,157,558
Sundry Balances Written off	1,141,126	288,521
(Profit) / Loss on Sale of Fixed Assets	(362,875)	(493,614)
Interest	9,560,677	2,292,989
Provision for Debts (Net)	13,305,156	11,350,874
Dividend Income from Investments	(7,821)	(1,388,653)
Income from Investments	(6,854,487)	(2,559,718)
Liability no longer required written back	(572,900)	(573,561)
Interest Income	(8,265,713)	(11,763,122)
Unrealised Foreign Exchange Fluctuation(NET)	1,786,485	7,530,219
Prior Period Adjustment	257,518	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	167,410,502	185,264,068
(Increase) / Decrease in Sundry Debtors	53,966,332	(77,502,717)
(Increase) / Decrease in Inventories	22,075,860	(44,675,898)
(Increase) / Decrease in Loan & Advances	29,234,783	(49,036,106)
(Increase) / Decrease in Liabilities	(87,363,696)	111,993,496
CASH GENERATED FROM OPERATIONS	185,323,780	126,042,843
Income Tax Paid	28,757,817	56,389,549
CASH FROM OPERATING ACTIVITIES BEFORE PRIOR PERIOD ITEMS	156,565,963	69,653,294
Prior Period Items	257,518	-
NET CASH GENERATED FROM OPERATIONS	156,308,445	69,653,294
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(376,071,642)	(12,990,494)
Purchase of Investments (Net)	(825,587)	(10,900,905)
Dividend and Interest Income from Investments	10,271,798	11,338,557
Fixed Deposit (Net)	123,651,534	(109,273,532)
Income from Investments	6,854,487	2,559,718
Net Proceeds from Sale of Fixed Assets	525,538	1,553,325
NET CASH FROM INVESTING ACTIVITIES	(235,593,872)	(117,713,331)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Short Term Borrowing from Bank	33,153,133	129,078,338
Interest Paid	(8,031,004)	(2,114,401)
Dividend Paid	(145,969,671)	(53,209,326)
Repayment of long term borrowings	191,350,000	-
NET CASH USED/FROM FINANCING ACTIVITIES	70,502,458	73,754,611
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(8,782,968)	25,694,574
Cash and cash equivalent as at 31.03.2015	36,260,498	10,565,924
Cash and cash equivalent as at 31.03.2016	27,477,530	36,260,498
Cash and Cash equivalents includes		
Cash and Bank Balances	59,459,148	191,770,945
Less: Other Bank Balances	31,981,618	155,510,447
Cash and Cash Equivalents	27,477,530	36,260,498

Notes: 1. The cash flow statement has been prepared under indirect method as per accounting standard (AS-3).
2. Previous year figures have been regrouped / rearranged wherever considered necessary to make them comparable.

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

For and on behalf of the Board

For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

Surinder Kumar Kak
Managing Director
DIN: 00044521

R.V. Kanoria
Chairman
DIN: 00003792

B.L. Choraria, Partner
Membership No. 022973

M.L. Agarwal
Chief Financial Officer

Ummang Mutreja
Company Secretary

Place: New Delhi
Dated: 31.05.2016

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. PRINCIPLES OF CONSOLIDATION

The Consolidated Financial Statement represents consolidation of accounts of KPL International Limited, the Parent Company, is a public limited company and KPL Logistics Limited, its Subsidiary (together referred to as "The Group"). Both the companies are incorporated in India under the provisions of the Companies Act, 1956. The Consolidated Financial Statements are prepared in conformity with Accounting Standards -21 "Consolidated Financial Statement" as set out below:

- (i) The financial statements of the Parent Company and its subsidiary have been combined on a line by line basis by adding together the book values of the like items of assets, liabilities, income and expenses, after eliminating intra-group balances and intra-group transactions and any unrealised profits / losses included therein, if any.
- (ii) The consolidated Financial Statements are prepared by adopting uniform policies for like transactions and other events in similar circumstances and are presented to the extent required and possible, in the same manner as the Parent Company's separate financial statements.
- (iii) The financial statements of the group entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent Company.
- (iv) The Proportion of Parent Company's share ownership in Subsidiary is 100%

2 SIGNIFICANT ACCOUNTING POLICIES

A ACCOUNTING CONVENTION

- i) The financial statements of the company have been prepared in accordance with generally accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards as prescribed under section 133 of the Companies Act, 2013 (The 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of The Act, to the extent notified. The financial statements have been prepared under the historical cost convention on an accrual basis. The Accounting Policies applied by the company are consistent with those used in the previous year.
- ii) All items of Income & Expenditure is recognized on accrual basis, except Insurance claims & claims of Customers or Principals being accounted for as and when settled on account of uncertainty involved.
- iii) Income on Portfolio Investment is recognised on realisation basis.
- iv) Income/Expenditure from venture capital investment is recognised on the basis of statement received from them up to the date of finalisation of accounts.

B REVENUE RECOGNITION

- i) Revenue from sales is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, which generally coincides with the delivery and is net of trade discount/rebate etc.
- ii) Revenue (other than sale) is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- iii) Export entitlements under the duty drawback scheme are recognised in the statement of Profit and Loss when the right to receive as per the terms of the scheme is established.

C TANGIBLE ASSETS AND DEPRECIATION

- i) Tangible Assets are stated at cost, net of accumulated depreciation and net accumulated impairment losses, if any. Cost comprises purchase price and directly attributable costs of bringing the assets to its working condition for the intended use.
- ii) Capital Work in Progress is stated at cost including applicable expenses.
- iii) In respect of tangible assets, depreciation has been charged over useful lives on Written Down Value Method (WDV) as prescribed in Schedule II as notified under The Act.

D INTANGIBLE ASSETS AND AMORTISATION

- i) Intangible Assets are stated at acquisition cost, net of accumulated amortisation and net accumulated impairment losses, if any.
- ii) Intangible Assets are amortised over their estimated useful life on Written Down Value method as per applicable Accounting Standard 26 (Intangible Assets).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

E VALUATION OF INVENTORIES

Inventories are valued at cost or net realisable value, whichever is lower. Cost is computed on the basis of weighted average cost. Cost comprises relevant expenditure incurred in the normal course of business in bringing such inventories to its locations.

F INVESTMENTS

Long term investments are stated at cost. The company provides for diminution, other than temporary, in the value of long term investments. Current investments are valued at lower of cost or market value.

G BORROWING COST

Interest and other costs in connection with borrowed funds to the extent related to the acquisition of qualifying fixed assets are capitalized up to the date when such assets are ready for its intended use. Other borrowing costs are charged to statement of Profit and Loss.

H FOREIGN CURRENCY TRANSACTIONS

- i) All Assets and Liabilities in foreign currency including currency hedging contracts outstanding at the close of the year are converted into Indian Currency at the rates of exchange prevailing on the date of the Balance Sheet and difference is adjusted in the statement of Profit and Loss. In respect of transactions covered under forward foreign exchange contracts, the difference between the forward rate and exchange rate at the inception of the contract is recognised as expense or income over the life of the contract.
- ii) On transactions completed during the year, gains/losses arising out of fluctuations in exchange rate are recognized in the statement of Profit and Loss in the period they arise.

I RETIREMENT BENEFITS

- i) The liability towards leave encashment at the year end is accounted for on actuarial valuation basis.
- ii) Company makes annual contribution of gratuity to Group Gratuity Policy with Life Insurance Corporation of India, a scheme created for the purpose of qualifying employees except for Avongrove Tea Estate for which liability is recognised on actuarial valuation at year end.

J TAXATION

- i) Current tax is the provision made for the amount of income tax payable in respect of taxable income for the period.
- ii) Deferred tax is recognised on timing differences between taxable income and accounting income which are capable of being reversed in one or more subsequent periods subject to consideration of prudence.
- iii) Deferred tax assets on unabsorbed depreciation and carry forward of losses are recognized to the extent of the virtual certainty that there will be sufficient future taxable income available to realize such deferred assets.
- iv) Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted at the balance sheet date.
- v) Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of Tax entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

K IMPAIRMENT

Impairment loss is recognised wherever the carrying amount of an assets is in excess of its recoverable amount and the same is recognised as an expense in the statement of Profit and Loss, and carrying amount of the assets is reduced to its recoverable amount, Reversal of impairment losses recognised in prior years recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased.

L 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. Contingent liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)		
3. SHARE CAPITAL				
(a) AUTHORISED				
99,700 Equity Shares of Rs. 1,000/- each	99,700,000	99,700,000		
3,000 9.8% Redeemable Cumulative Preference Shares of Rs. 100/- each	300,000	300,000		
	<u>100,000,000</u>	<u>100,000,000</u>		
(b) ISSUED				
15,160 Equity Shares of Rs. 1,000/- each fully paid up	<u>15,160,000</u>	<u>15,160,000</u>		
(c) SUBSCRIBED AND PAID UP				
15,160 Equity Shares of Rs. 1,000/- each fully paid up	15,160,000	15,160,000		
Add: Forfeited Shares (Amount Originally paid up)	26,500	26,500		
	<u>15,186,500</u>	<u>15,186,500</u>		
(d) Reconciliation of Equity Shares (Nos.)				
Balance as at the beginning of the year	15,160	15,160		
Balance as at the end of the year	<u>15,160</u>	<u>15,160</u>		
(e) Terms/ rights attached to equity shares				
The Company has one class of Equity Share having par value of Rs.1,000 per share. Each holder of Equity Share is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.				
(f) 14,136 (Previous Year 14,136) Nos. of equity shares of the company held by its Holding company Vardhan Finvest Limited.				
(g) Details of Share held by shareholders holding more than 5 % of the aggregate shares in the Company:				
	As at 31.03.2016		As at 31.03.2015	
Name of shareholder	Nos.	% of Holding	Nos.	% of Holding
M/s Vardhan Finvest Limited	14,136	93.25	14,136	93.25
	As at 31.03.2016 (Rs.)		As at 31.03.2015 (Rs.)	
4. RESERVES & SURPLUS				
(a) CAPITAL REDEMPTION RESERVE				
Balance as at the beginning of the year	9,250		9,250	
Balance as at the end of the year	<u>9,250</u>		<u>9,250</u>	
(b) GENERAL RESERVE				
Balance as at the beginning of the year	312,009,913		63,154,000	
Add: Transfer from Surplus in Statement of Profit and Loss during the year	-		250,000,000	
Less: Depreciation*	-		1,144,087	
Balance as at the end of the year	<u>312,009,913</u>		<u>312,009,913</u>	
* Being the carrying amount of assets acquired prior to 1st April 2014 and whose remaining useful life as per schedule II of the Companies Act, 2013 was nil as on 31st March 2014.				
(c) SURPLUS IN STATEMENT OF PROFIT AND LOSS				
Balance as at the beginning of the year	276,662,174		499,055,081	
Profit for the year	82,921,436		100,591,930	
Less: Appropriations	-		60,640,000	
Proposed Dividend on Equity Shares	-		60,640,000	
Interim Dividend on Equity Shares	60,640,000		-	
Dividend Distribution Tax	12,344,837		12,344,837	
Transfer to General Reserve	-		250,000,000	
Balance as at the end of the year	<u>286,598,773</u>		<u>276,662,174</u>	
Total	<u>598,617,936</u>		<u>588,681,337</u>	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)		As at 31.03.2015 (Rs.)	
5. LONG-TERM BORROWINGS	Non-current		Current maturities	
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
SECURED				
Term Loans: From bank				
(1) Secured by exclusive charge and mortgage of deposit of title deeds of immovable property situated at Prestige Shantiniketan, Bangalore (Repayable in 20 Quarterly instalments beginning from 31st December 2015)	52,500,000	-	15,000,000	-
(2) Secured by exclusive hypothecation charge over present and future movable fixed assets/current assets of the company including wind turbines financed by bank except vehicles and equitable mortgage of office premises at DLF Corporate Park, Gurgaon (Repayable in 72 equal monthly installments beginning from January 2017)	138,850,000	-	6,250,000	-
Less :- Amount disclosed under the head "other current liabilities" (Note no. 11)	-		21,250,000	-
	191,350,000	-		
6. DEFERRED TAX LIABILITIES (NET)				
Deferred Tax Liability				
Difference between written down value of block of assets as per income tax laws and book written down value of the fixed assets		56,687,494		10,427,394
Less: Depreciation*		-		589,115
		56,687,494		9,838,279
Deferred Tax Assets				
Employee Benefits		4,518,678		3,973,293
Others		8,982,368		4,206,041
		13,501,046		8,179,334
		43,186,448		1,658,945
* Being the carrying amount of assets acquired prior to 1st April 2014 and whose remaining useful life as per schedule II of the Companies Act, 2013 was nil as on 31st March 2014.				
7. OTHER LONG-TERM LIABILITIES				
Security Deposits		2,872,579		2,372,959
		2,872,579		2,372,959
8. PROVISIONS	Long-term		Short-term	
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
(a) Provision for employee benefits:				
For Gratuity	7,115,336	5,540,540	600,118	858,529
For Accrued Leave	4,062,494	3,308,918	1,278,041	1,981,606
(b) Other Provisions:				
For Taxation	-	-	2,927	-
Proposed Dividend	-	-	-	60,640,000
Dividend Tax	-	-	-	12,344,837
	11,177,830	8,849,458	1,881,086	75,824,972

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
9. SHORT-TERM BORROWINGS		
SECURED		
<u>From Banks:</u>		
(a) Cash Credit Facilities Repayable on Demand (Secured by hypothecation over entire Current Assets/Movable Assets; and equitable mortgage of Office premises at DLF Corporate Park, Gurgaon)	106,384,502	7,897,581
(b) Buyer's Credit (Secured by equitable mortgage of company's property located at Universal Business Park, Chandivali Farm Road, Andheri Mumbai)	85,256,068	150,589,856
	191,640,570	158,487,437
10. TRADE PAYABLES		
(a) Micro, Small and Medium Enterprises (Refer note no 29.06)	-	-
(b) Other Entities		
For Goods	175,964,407	291,076,747
For Services	23,432,735	16,531,638
	199,397,142	307,608,385
11. OTHER CURRENT LIABILITIES		
(a) Current maturities of Long term debts (Refer note no. 5)	21,250,000	-
(b) Interest accrued but not due on Buyer's Credit	1,708,260	178,587
(c) Unpaid Dividend*	259,620	136,912
(d) Advance from Customers	47,769,316	42,158,488
(e) Employee related liabilities	14,463,828	16,536,688
(f) Statutory dues	8,824,466	6,493,259
(g) Security & Trade deposits	785,735	10,647,020
(h) Amount payable for Capital Goods	4,476,349	1,535,716
(i) Other liabilities	2,168,538	2,004,359
	101,706,112	79,691,029
* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund under sub section 5 of section 124 of the Act as at the year end.		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12. FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost up to 31.03.2015	Addition during the year	Sales / adjustment during the year	Cost up to 31.03.2016	Depreciation up to 31.03.2015	Depreciation for the year	Sales / adjustment during the year	Depreciation up to 31.03.2016	WDV as on 31.03.2016	WDV as on 31.03.2015
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Tangible Assets										
Land	2,200,000	-	-	2,200,000	-	-	-	-	2,200,000	2,200,000
Leasehold Land	-	6,870,000	-	6,870,000	-	47,921	-	47,921	6,822,079	-
Tea Plantation	20,627,591	48,705	-	20,676,296	-	-	-	-	20,676,296	20,627,591
Buildings	321,898,642	-	-	321,898,642	98,269,180	11,013,779	-	109,282,959	212,615,683	223,629,462
Roads	861,581	-	-	861,581	818,502	-	-	818,502	43,079	43,079
Plant & Machinery	78,519,446	264,497,988	215,411	342,802,023	68,706,039	3,094,521	215,411	71,585,148	271,216,875	9,813,407
Furniture and Fittings	12,063,099	-	-	12,063,099	8,424,649	1,099,440	-	9,524,090	2,539,009	3,638,450
Office Equipment	5,843,809	439,401	19,714	6,263,496	3,975,732	912,288	18,728	4,869,292	1,394,204	1,868,077
Motor Vehicles	22,336,149	634,295	896,793	22,073,651	13,272,653	2,884,460	735,115	15,421,998	6,651,653	9,063,496
Computers & Data Processing Units	12,552,056	552,559	-	13,104,615	9,861,501	1,744,489	-	11,605,990	1,498,625	2,690,555
Electrical Installations & Equipment	2,650,814	-	-	2,650,814	2,087,135	243,542	-	2,330,677	320,137	563,679
	479,553,187	273,042,948	1,131,918	751,464,217	205,415,392	21,040,441	969,254	225,486,577	525,977,640	274,137,796
Intangible Assets										
Computer Software	7,528,527	100,000	-	7,628,527	5,829,977	755,110	-	6,585,087	1,043,440	1,698,550
Intellectual Property & Rights	30,768,540	819,000	-	31,587,540	15,163,751	4,324,151	-	19,487,902	12,099,637	15,604,788
	38,297,067	919,000	-	39,216,067	20,993,728	5,079,261	-	26,072,989	13,143,077	17,303,338
Total	517,850,254	273,961,948	1,131,918	790,680,284	226,409,120	26,119,702	969,254	251,559,566	539,120,717	291,441,134
Capital Work in Progress - Office Building	-	-	-	-	-	-	-	-	102,109,694	-
	-	-	-	-	-	-	-	-	102,109,694	-
Grand Total	517,850,254	273,961,948	1,131,918	790,680,284	226,409,120	26,119,702	969,254	251,559,566	641,230,411	291,441,134
<i>Figures for the corresponding previous year</i>	508,039,346	12,990,494	3,179,587	517,850,254	197,638,237	30,890,760	2,119,877	226,409,120	291,441,134	310,401,108

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

		As at 31.03.2016			As at 31.03.2015	
		Face Value (Rs.)	No.	Amount (Rs.)	No.	Amount (Rs.)
13. INVESTMENTS						
A. NON CURRENT						
NON TRADE INVESTMENTS (Valued at Cost unless stated otherwise)						
a) QUOTED						
INVESTMENT IN EQUITY INSTRUMENTS						
Federal Bank Ltd.(Fully Paid Up)						
		2	7,110	102,750	3,555	102,750
		Number of units				
	As at 01.04.2015	Purchased / addition during the year	Sold during the year	As at 31.03.2016		
	1,000,000	-	1,000,000	-		10,000,000
	(1,000,000)	-	-	(1,000,000)		
b) UNQUOTED EQUITY INSTRUMENTS						
Suprawin Technologies Ltd.						
				10	1	1
(Face value of Rs. 10/-per unit)						
INVESTMENT IN PORTFOLIO						
HDFC Assets Management Company Limited						
						425,789
Birla Sunlife						
				585,886		584,510
INVESTMENT IN VENTURE CAPITAL FUND						
ASK Pravi Private Equity						
	375.00	112.50	-	487.50	48,750,000	37,500,000
Opportunities Fund						
	(262.50)	(112.50)	-	(375.00)		
(Face value of Rs. 100,000/-per unit)						
				49,438,637		48,613,050
		As at 31.03.2016		As at 31.03.2015		
		Book Value	Market Value	Book Value	Market Value	
Aggregate amount of:-						
Quoted Investments		102,750	330,260	10,102,750	11,642,738	
Unquoted Investments		49,335,887	-	38,510,300	-	
		49,438,637		48,613,050		
Note: Figures in brackets pertain to previous year						
		Long-term		Short-term		
		As at 31.03.2016	As at 31.03.2015	As at 31.03.2016	As at 31.03.2015	
		(Rs.)	(Rs.)	(Rs.)	(Rs.)	
14. LOANS AND ADVANCES						
Advance recoverable in cash or in kind						
(a) Security Deposits						
		1,796,792	2,524,365	2,575,248	3,439,129	
(Unsecured, considered good)						
(b) Other Loans and Advances :						
(Unsecured, considered good)						
Prepaid Expenses						
		148,837	404,412	5,027,560	4,243,920	
Balance with Central Excise and other Government Authorities						
		-	-	10,749,388	8,362,040	
Income & Wealth Tax Payments and Tax deducted at Source less Provision (Net)						
		-	-	3,087,477	6,581,477	
Tax Credit Receivable						
		-	-	25,410,342	-	
Advance to Employees						
		16,678	160,594	715,959	1,386,870	
Advance to Suppliers						
		-	-	15,417,162	54,753,645	
Capital Advance						
		9,404,443	510,174	-	-	
Other Advance						
		-	-	788,410	1,142,302	
		11,366,750	3,599,545	63,771,546	79,909,383	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)		
15. INVENTORIES				
(As taken, valued and certified by the Management)				
(a) Raw Materials	3,626,571	2,333,684		
(b) Stores and Spare Parts	592,023	573,793		
(c) Finished Goods	4,169,334	1,626,251		
(d) Stock in Trade (Chemicals, Polymer & Others)	172,536,784	198,466,844		
	<u>180,924,712</u>	<u>203,000,572</u>		
Details of Finished Goods / Raw Materials	Finished Goods	Raw Materials		
	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
Refrigerant Gas	2,560,681	678,233	3,626,571	2,333,684
Tea	1,608,653	948,018	-	-
	<u>4,169,334</u>	<u>1,626,251</u>	<u>3,626,571</u>	<u>2,333,684</u>
	As at 31.03.2016 (Rs.)		As at 31.03.2015 (Rs.)	
16. TRADE RECEIVABLES				
(Unsecured, considered good unless otherwise stated)				
(a) Outstanding for a period exceeding six months from due date				
Unsecured, Considered Good	11,893,817		7,740,108	
Unsecured, under litigation	47,179,657		47,179,657	
Less: Provision	25,953,100		12,374,347	
	<u>33,120,374</u>		<u>42,545,418</u>	
(b) Other				
Unsecured, Considered Good	312,350,672		371,170,654	
	<u>312,350,672</u>		<u>371,170,654</u>	
	345,471,046		413,716,072	
17. CASH AND CASH EQUIVALENTS				
(A) CASH AND CASH EQUIVALENTS				
(a) Cash in hand	109,849		115,567	
(b) Balance with Banks				
In Current Account	2,081,960		3,926,538	
In EEFC Account	603,081		1,538,465	
In Current Account (Foreign Countries)	17,285,569		30,679,928	
Cheque in hand	7,397,071		-	
	<u>27,477,530</u>		<u>36,260,498</u>	
(B) OTHER BANK BALANCES				
(a) Earmarked Balances With Banks				
In Unpaid Dividend Account	259,620		136,915	
(b) Margin Money held as Securities	31,721,998		155,373,532	
	<u>31,981,618</u>		<u>155,510,447</u>	
Total (A+B)	59,459,148		191,770,945	
18. OTHER CURRENT ASSETS				
Unsecured, Considered Good unless otherwise stated				
(a) Export Benefits Receivable	10,685		-	
(b) Dividend & Interest Receivable	1,486,460		3,484,724	
(c) Other Receivable	3,856,808		2,825,597	
	<u>5,353,953</u>		<u>6,310,321</u>	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
19. REVENUE FROM OPERATIONS		
(a) Sale of Products		
Tea (Including Export Sales of Rs Nil (Previous Year Rs. 1,288,408))	21,983,005	25,379,187
Refrigerant Gas	64,709,922	19,239,297
Wind Power	<u>9,563,742</u>	<u>9,328,871</u>
Traded Goods (Chemicals, Polymers & Others) (Including Export Sales of Rs. 98,832,192 (Previous Year - Rs. 234,855,262))	96,256,669	53,947,355
	<u>2,510,719,596</u>	<u>2,061,655,588</u>
	2,606,976,265	2,115,602,943
(b) Commission Income (Refer Note no- 29.01 of Other Notes to Account)	152,934,919	169,267,969
(c) Solar Training	8,946,711	3,269,041
(d) Other Operating Revenue Export Benefits	<u>827,312</u>	<u>103,418</u>
Revenue from operations (Gross)	2,769,685,207	2,288,243,371
Less: Excise Duty	<u>7,158,391</u>	<u>2,063,062</u>
Revenue from operations (Net)	2,762,526,816	2,286,180,309
20. OTHER INCOME		
Interest Income		
From Fixed Deposit	7,851,037	11,406,541
From Others	414,676	356,581
Dividend Income		
On long term Investments	7,821	1,388,653
Income from Investments	6,854,487	2,559,718
Exchange Rate Fluctuation - Net	-	5,101,241
Rent Received	12,677,574	16,553,172
Liabilities no longer required written back	626,305	573,561
Subsidy	190,695	275,720
Profit on Sale of Fixed Assets - Net	362,875	493,614
Miscellaneous receipts	<u>390,893</u>	<u>1,976,584</u>
	29,376,363	40,685,385
21. COST OF RAW MATERIAL CONSUMED		
Refrigerant Gas	<u>53,420,780</u>	<u>8,298,514</u>
	53,420,780	8,298,514
22. PURCHASES OF STOCK IN TRADE		
Traded Goods (Chemicals, Polymers & Others)	<u>2,251,701,261</u>	<u>1,920,129,610</u>
	2,251,701,261	1,920,129,610
23. CHANGE IN INVENTORIES		
Finished Goods		
Opening Stock	1,626,251	10,266,681
Closing Stock	<u>4,169,334</u>	<u>1,626,251</u>
Decrease /(Increase)	<u>(2,543,083)</u>	<u>8,640,430</u>
Stock in Trade		
Opening Stock	198,466,844	146,533,452
Closing Stock	<u>172,536,784</u>	<u>198,466,844</u>
Decrease /(Increase)	<u>25,930,060</u>	<u>(51,933,392)</u>
Change in inventory	23,386,977	(43,292,962)
24. EMPLOYEES BENEFITS EXPENSE		
Salaries, Wages, Bonus & Gratuity etc.	106,548,573	96,013,210
Managerial Remuneration	7,623,821	8,558,875
Contribution to Provident Fund	7,597,847	7,278,278
Staff Welfare	<u>1,905,494</u>	<u>2,061,949</u>
	123,675,735	113,912,312

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	For the year ended 31.03.2016 (Rs.)	For the year ended 31.03.2015 (Rs.)
25. FINANCE COST		
Bank Charges	7,562,059	7,419,154
Interest Paid to Bank	3,005,037	2,292,989
Interest on Others	6,555,641	-
	17,122,737	9,712,143
26. DEPRECIATION		
Depreciation	26,119,702	30,890,760
Less: Transfer to General Reserve & Deferred Tax	-	1,733,202
	26,119,702	29,157,558
27. OTHER EXPENSES		
Consumption of Stores & Spare parts etc.	1,138,638	975,960
Power & Fuel	5,607,712	5,113,220
Rent	13,210,180	12,641,516
Repairs to Plant & Machinery	91,350	119,904
Repairs to Buildings	4,824,657	4,062,272
Repairs to Others	7,010,983	6,723,949
Insurance	2,287,128	2,053,179
Rates & Taxes	2,842,402	3,865,787
Auditors' Remuneration		
Audit Fees	587,873	360,112
Tax Audit Fees	37,588	17,500
Certification Fees	66,993	50,562
Reimbursement of Expenses	22,720	9,101
Premium on currency hedging Contracts	15,042,137	12,221,294
Exchange Rate difference – Net	10,169,394	-
Selling & Distributing Expenses	41,835,389	35,670,620
Directors Sitting Fees	348,450	89,888
Travelling Expenses	13,231,234	13,864,102
Bad Debt	1,141,126	288,521
Provision for Bad & Doubtful Debts	13,843,171	11,924,435
Donation	-	31,000
Corporate Social Responsibility Expenses (Refer Note No. 29.07)	4,000,000	4,000,000
Previous Year Expenses	257,518	-
Miscellaneous Expenses	27,575,711	23,443,021
	165,172,354	137,525,943
	As at 31.03.2016	As at 31.03.2015
	(Rs.)	(Rs.)
28. CONTINGENT LIABILITIES & COMMITMENTS:		
28.01 CONTINGENT LIABILITIES		
(a) Bank Guarantees given to various Govt. Authorities/others	209,125,241	103,793,448
(b) (i) Income Tax demand under appeal	5,268,772	-
(ii) Sales Tax demand including penalty Rs. 5,544,941	10,582,836	8,839,933
28.02 OTHER LITIGATIONS		
The Company has filed law suit against certain customers for recovery of Rs. 47,179,657 appearing in Trade receivables (Refer Note No. 16)		
28.03 COMMITMENTS		
Estimated amount of Contract remaining to be executed on Capital Account and not provided for (Net of Advance) Rs. 15,345,153 (Previous Year Rs. 510,174)		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29. OTHER NOTES TO ACCOUNTS

29.01 Commission Income includes shipments made earlier years but advice received in Current Year Rs. 2,770,186 (Previous year Rs. 1,962,586)

29.02 Disclosure as required by Accounting Standard 15 (Revised) on Employee Benefits: In respect of Leave Encashment & Gratuity, a defined benefit scheme (based on Actuarial Valuation).

(Amount in Rs.)

PARTICULARS	2015-16		2014-15	
	GRATUITY	LEAVE ENCASH (UNFUNDED)	GRATUITY	LEAVE ENCASH (UNFUNDED)
A. RECONCILIATION OF OPENING AND CLOSING BALANCES OF DEFINED BENEFIT OBLIGATION				
DEFINED BENEFIT OBLIGATION AS ON 01-04-2015	17,014,855	5,290,524	15,009,682	4,184,942
EMPLOYER SERVICE COST	1,244,596	1,069,203	1,497,223	1,181,035
INTEREST COST	1,324,662	423,242	1,232,744	334,795
ACTUARIAL (GAINS) / LOSSES	1,433,454	(1,323,310)	417,066	(192,728)
BENEFITS PAID	(2,549,561)	(119,124)	(1,141,860)	(217,520)
PRESENT VALUE OF DEFINED BENEFIT OBLIGATION AS ON 31-03-2016	18,468,006	5,340,535	17,014,855	5,290,524
B. RECONCILIATION OF OPENING AND CLOSING BALANCES OF FAIR VALUE OF PLAN ASSETS				
FAIR VALUE OF ASSETS AT THE BEGINNING OF THE YEAR	10,615,786	-	10,170,462	-
EXPECTED RETURN ON PLANNED ASSETS	831,415	-	898,807	-
CONTRIBUTION	1,254,429	-	594,012	-
BENEFITS PAID	(1,949,079)	-	(1,047,494)	-
ACTUARIAL (GAINS) / LOSSES	-	-	-	-
FAIR VALUE OF PLAN ASSETS AT YEAR END	10,752,552	-	10,615,786	-
C. RECONCILIATION OF FAIR VALUE OF ASSETS & OBLIGATION				
FAIR VALUE OF PLAN ASSETS AS AT 31.03.2016	10,752,551	-	10,615,786	-
FAIR VALUE OF OBLIGATION AS AT 31.03.2016	18,468,006	5,340,535	17,014,855	5,290,524
AMOUNT RECOGNISED IN BALANCE SHEET	7,715,455	5,340,535	6,399,069	5,290,524
D. EXPENSES RECOGNISED DURING THE YEAR 2015-16				
CURRENT SERVICE COST	1,244,596	1,069,203	1,497,223	1,181,035
INTEREST COST	1,324,662	423,242	1,232,744	334,795
EXPECTED RETURN ON PLANNED ASSETS	(831,415)	-	(898,807)	-
ACTUARIAL (GAINS) / LOSSES	1,433,454	(1,323,310)	417,066	(192,728)
TOTAL	3,171,297	169,135	2,248,226	1,323,102
E. ACTUARIAL ASSUMPTIONS				
MORTALITY TABLE (L.I.C. 1994-96)				
DISCOUNT RATE (PER ANNUM)	8%	8%	8%	8%
RATE OF ESCALATION IN SALARY	6%	6%	6%	6%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29.03 Related Party Disclosure (To the extent Identified by the company)

Name & Relationship of the Related Parties:

- I. Enterprises where control exists:
 - a) Vardhan Finvest Limited - Holding Company
 - b) KPL Logistics Limited - Subsidiary Company
- II. Enterprises over which promoters directly or indirectly have significant influence :
 - a) Kanoria Chemicals & Industries Limited
 - b) Breaking Wave Software Pvt. Limited
 - c) Kanoria Africa Textiles PLC, Ethiopia,
 - d) APAG Elektronik AG, Switzerland
 - e) APAG Elektronik S.R.O.
 - f) Sambhava Foundation - Charitable Trust
- III. Key Managerial Personnel:
 - Mr. Surinder Kumar Kak, Managing Director
- IV. Relative of Directors
 - Mrs. Madhuvanti Kanoria

Transactions with Related Parties during the year:

(Amount in Rs.)

Nature of Transaction	Holding / Subsidiary		Enterprises over which promoters directly or indirectly have significant influence		Key Management Personnel and Relative of Directors	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
1. Managerial Remuneration						
Mr. Surinder Kumar Kak	--	--	--	--	76,23,821*	85,58,875*
2. Dividend paid						
Vardhan Finvest Limited	113,088,000	42,357,000	--	--	--	--
3. Commission Income						
Kanoria Chemicals & Industries Ltd.	--	--	2,317,799	2,490,389	--	--
APAG Elektronik S.R.O.	--	--	--	459,949	--	--
4. Rent Received						
Kanoria Chemicals & Industries Ltd.	--	--	--	412,500	--	--
5. Rent Paid						
Kanoria Chemicals & Industries Ltd.	--	--	628,692	645,963	--	--
6. (a) Sale of Goods						
Kanoria Africa Textiles PLC, Ethiopia	--	--	4,574,666	92,364,588	--	--
APAG Elektronik S.R.O.	--	--	47,563,726	60,795,667	--	--
6. (b) Reimbursements						
APAG Elektronik AG, Switzerland	--	--	1,318,577	966,524	--	--
7. Website Development						
Breaking Wave Software Pvt. Limited	--	--	173,526	59,894	--	--
8. CSR Paid						
Sambhava Foundation	--	--	4,000,000	4,000,000	--	--
9. Retainership Fee Paid						
Mrs. Madhuvanti Kanoria	--	--	--	--	5,002,500	--
Balance outstanding as on Balance Sheet date						
Receivable -Kanoria Chemicals & Industries Ltd.	--	--	2,317,799	1,481,024	--	--
-Kanoria Africa Textile PLC	--	--	--	74,379,313	--	--
-APAG Elektronik S.R.O.	--	--	663,184	24,380,135	--	--
-APAG Elektronik A.G.	--	--	206,357	203,140	--	--
Remuneration payable to Mr. Surinder Kumar Kak	--	--	--	--	1,318,767	2,839,604
* Excluding Actuarial Valuation of Gratuity & Leave Encashment						

**For the year ended
31.03.2016
(Rs.)**

**For the year ended
31.03.2015
(Rs.)**

29.04 Earning Per Share

Profit for the year (Rs.)	82,921,436	100,591,930
Weighted average number of Equity Shares	15,160	15,160
Basic & Diluted earning per share of Rs. 1000/- each	5,470	6,635

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29.05 SEGMENT REPORTING								
A) Primary Segment Information (by Business Segment)								
(Amount in Rs.)								
Business Segment	2015-2016				2014-2015			
	Wind Turbine	Other than Wind Turbine	KPL Logistics	Total	Wind Turbine	Other than Wind Turbine	KPL Logistics	Total
Segment Revenue				-				-
Revenue from operations (net of excise)	9,563,742	2,775,062,453	-	2,784,626,195	9,328,871	2,313,231,871	-	2,322,560,742
Segment Result	6,121,955	165,420,571	(16,357)	171,526,169	6,494,344	183,539,291	(15,958)	190,017,677
less:								
(i) Finance Cost				17,122,298				9,711,495
(ii) Exceptional items				-				-
(iii) Other Un-allocable expenditure net of Un-allocable income				(3,019,466)				(273,952)
Profit before Tax				131,303,634				151,422,576
Tax Expense :								
For earlier years				(597,997)				727,026
Current Tax				32,863,035				57,100,000
MAT credit				(25,410,342)				-
Deferred Tax				41,527,502				(6,996,380)
Net Profit				82,921,436				100,591,930
Other Information								
Segment Assets	280,624,560	997,035,465	38,180	1,277,698,205	9,583,410	1,172,603,372	23,958	1,182,210,740
Un-allocable Corporate Assets	-	-	-	79,317,998	-	-	-	56,150,282
Total Assets :				1,357,016,203				1,238,361,022
Segment Liabilities	1,602,000	480,183,852	10,350	481,796,202	-	546,503,812	10,112	546,513,924
Un-allocable Corporate Liabilities	-	-	-	70,065,565	-	-	-	87,979,261
Total Liabilities :				551,861,767				634,493,185
Segment Capital Employed	-	805,043,646	110,790	805,154,436	-	603,769,480	98,357	603,867,837
Un-allocable Capital Employed	-	-	-	-	-	-	-	-
Total Capital Employed :				805,154,436				603,867,837
Capital Expenditure	271,367,988	104,703,654	-	376,071,642	-	12,990,494	-	12,990,494
Un-allocable Capital Expenditure	-	-	-	-	-	-	-	-
Total Capital Expenditure				376,071,642				12,990,494
Depreciation & Amortization	2,002,718	24,116,984	-	26,119,702	112,879	29,044,679	-	29,157,558
Un-allocable Depreciation	-	-	-	-	-	-	-	-
Total Depreciation & Amortization :				26,119,702				29,157,558
Other Non-cash expenses (included in Exceptional items)								

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(B) Secondary Segment Information

Not applicable, as Export Sale does not constitute 10% or more of total Revenue of the Company.

(C) Note on Segment information :

1. Segments have been identified in accordance with the Accounting Standard on Segment Reporting (AS-17). Business Segments have been considered as primary segments.

2. Segment Accounting Policies

The accounting policies adopted for segment reporting are in line with the accounting policies of the company.

3. Type of products included in each reported business segment:

Wind Turbine Business includes Power generation from wind energy. And others includes Tea, Refrigerant Gas, Solar training, Indenting & Traded Goods: Logistics Business includes all logistics activities.

29.06 There are no Micro, Small & Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2016. This information is required to be disclosed under the Micro, Small & Medium enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

29.07 CSR Expenditure

The Company undertook Corporate Social responsibility('CSR') programme and activities through a Trust registered under the Income Tax Act,1961.by contributing Rs 40,00,000/-.

(a) Gross Amount required to be spent by the company during the year	3,745,627	3,795,732
(b) Amount Spent by the Company through this trust :		
Construction/acquisition of any assets	-	-
On purpose other than above (Including Rs. 12,28,822/- unspent in F.Y. 2014-15)	2,614,180	2,566,910
Yet to be Spent	2,360,269	1,228,822

29.08 Company considered in the Consolidated Financial Statements is :

Name of the Company	Country of Incorporation	Holding as on 31-03-2016	Financial Year end on
KPL LOGISTICS LTD.	INDIA	100%	31-03-16

Name of the Entity	Net Asset, i.e., total Asset Minus total Liabilities		Share In Net Profit or Loss	
	% on Consolidated Net Profit	Amount Rs.	% on Consolidated Net Profit	Amount Rs.
KPL LOGISTICS LTD.	0.10	610,790	0.01	12,433

29.09 The Company is eligible for Tax Credit Entitlement amounting to Rs. 3,428/- and Rs. 2927/- relating to assessment year 2014-15 & 2016-17, which shall be available for set off against future tax liability for next nine assessment years. As a prudent measure the company has not accounted for above Tax Credit Entitlement.

29.10 Previous Year figures have been regrouped and rearranged where ever required.

Signatures to Notes 1 to 29.10
In terms of our Report of even date attached.

As per our report annexed
For SINGHI & CO.
Chartered Accountants
Firm Reg. No. 302049E

B.L. Choraria, Partner
M. No. 022973
Place: New Delhi
Dated: 31.05.2016

Surinder Kumar Kak
Managing Director
DIN: 00044521

M.L. Agarwal
Chief Financial Officer

For and on behalf of the Board

R.V. Kanoria
Chairman
DIN: 00003792

Ummang Mutreja
Company Secretary