

***INOX LEASING AND  
FINANCE LIMITED***



**ANNUAL REPORT  
2014 - 2015**



INOX LEASING AND FINANCE LIMITED

## INOX LEASING AND FINANCE LIMITED

### ANNUAL REPORT 2014 – 2015

#### BOARD OF DIRECTORS

|                       |                   |
|-----------------------|-------------------|
| <b>D.K. Jain</b>      | Chairman          |
| <b>P.K. Jain</b>      | Managing Director |
| <b>V.K. Jain</b>      | Director          |
| <b>Siddharth Jain</b> | Director          |

#### 20TH ANNUAL GENERAL MEETING

Monday, 28<sup>th</sup> September, 2015 at  
10.00 a.m. at Ceejay House, 7<sup>th</sup> Floor,  
Dr. Annie Besant Road, Worli,  
Mumbai - 400018.

#### AUDIT COMMITTEE

P.K. Jain  
V.K. Jain  
Siddharth Jain

CIN : U65910MH1995PLC085703

Web site: [www.ilfl.co.in](http://www.ilfl.co.in)

E Mail : [ilfl.co.in](mailto:ilfl.co.in)

#### COMPANY SECRETARY

Vijay Saxena

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#### AUDITORS

M/s. S. C. Bandi & Co.  
Chartered Accountants

#### BANKERS

HDFC Bank Limited  
Axis Bank Limited

#### REGISTERED OFFICE

69, Jolly Maker Chambers II,  
Nariman Point,  
Mumbai – 400021.



## INOX LEASING AND FINANCE LIMITED

Regd. Office: 69, Jolly Maker Chambers 2,  
Nariman Point, Mumbai – 400021.

CIN: U65910MH1995PLC085703 . Web site: www.ilfl.co.in. E-mail: info@ilfl.co.in.

### NOTICE

NOTICE is hereby given that the Twentieth Annual General Meeting of the Members of **INOX LEASING AND FINANCE LIMITED** will be held on Monday the 28<sup>th</sup> day of September, 2015 at 10.00 a.m. at Ceejay House, 7th Floor, Dr. Annie Besant Road, Worli, Mumbai - 400 018 to transact the following business:

#### ORDINARY BUSINESS:

1. To consider and adopt
  - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015, the reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 and the report of the Auditors thereon.
2. To take note of payment of interim dividend and declare final dividend on equity shares for the year ended 31<sup>st</sup> March, 2015.
3. To appoint a Director in place of Shri D.K. Jain (DIN: 00029782) who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Statutory Auditors to hold office from the conclusion of this meeting up to the conclusion of the Twenty-Second Annual General Meeting and to fix their remuneration.

#### SPECIAL BUSINESS

5. To consider and if thought fit, to amend the Articles of Association of the Company by inserting Article 16A after the existing Article 16 and pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Sections 14, 114 and 117 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company be amended by inserting the following Article as Article 16A:

##### Article 16A - Buyback of securities

Notwithstanding anything contained in these Articles, the Company shall have power, subject to and in accordance with all applicable provisions of the Act and Rules made thereunder, to purchase any of its own fully paid up shares whether or not they are redeemable, and may make payment out of capital in respect of such purchase and that, the Board of Directors may, if thought fit, buy back such of the Company's own shares or securities as it may think necessary, subject to such limits, upon such terms and conditions and subject to such approvals, as may be required by the Act.

Subject to confirmation by the Court, the Company may, by Special Resolution reduce its share capital in any way; and in particular and without prejudice to the generality of the foregoing power may:

- (a) Buy-back its shares in the manner as specified in Section 68 or other relevant provisions of the Companies Act, 2013.
- (b) Reduce its share premium account, if any, in the manner as specified in the Act;
- (c) extinguish or reduce the liability of any of its shares in respect of share capital not paid up;



## INOX LEASING AND FINANCE LIMITED

(d) either with or without extinguishing or reducing liability on any of its shares, cancel any paid up share capital which is lost or un-represented by any assets or,

(e) either with or without extinguishing or reducing liability on any of its shares, pay off any paid up share capital which is in excess of the requirements of the Company.

and may if and when necessary, alter its Memorandum by reducing the amount of its Share Capital and of its shares accordingly.

By Order of the Board of Directors

**D.K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director

Mumbai, 13<sup>th</sup> August, 2015

### REGISTERED OFFICE:

69, Jolly Maker Chambers II,  
Nariman Point, Mumbai – 400 021.

### NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“MEETING”) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER.** Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) **A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. HOWEVER, A MEMBER HOLDING MORE THAN TEN PERCENT (10%), OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.**
- 3) The Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business as set out above is annexed hereto.
- 4) The Register of Members and Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2015 to 28<sup>th</sup> September, 2015 (both days inclusive).
- 5) Members who have not received /encashed interim dividend and / or final dividend from 2009-10 or any of the subsequent years , are requested to make their claim to the company for issue of duplicate dividend warrants.
- 6) In compliance with provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules 2014, the Company is pleased to provide e-voting facility to all members through the e-voting platform of CDSL. In this regard, your demat account/folio number has been enrolled by the Company for your participation in e-voting on the resolutions placed by the Company on the e-voting system. Instructions and manner of e-voting process can be downloaded from the link <https://www.evotingindia.com>. **E-voting is optional.** The e-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on 21<sup>st</sup> September, 2015.

**The process and instructions for e-voting are as under:****In case of Members receiving e-mail:**

- (i) The voting period begins on 25<sup>th</sup> September, 2015 at 9.00 am and ends on 27<sup>th</sup> September, 2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (21<sup>st</sup> September, 2015), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

| <b>For Members holding shares in Demat Form and Physical Form</b> |   |
|---|---|
| PAN   | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker) in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul> |
| Dividend Bank Details OR Date of Birth (DOB)                      | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>   |

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.
- (xi) Click on the EVSN for **Inox Leasing and Finance Limited**.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



(xviii) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- I. The voting period begins on 25<sup>th</sup> September, 2015 at 9:00 am and ends on 27<sup>th</sup> September, 2015 at 5:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21<sup>st</sup> September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - II. The voting rights of Shareholders shall be in proportion to their shares of the Paid - Up Equity Share Capital of the Company as on the cut-off date of 21<sup>st</sup> September, 2015.
  - III. A copy of this Notice has been placed on the website of the Company and the website of CDSL.
  - IV. M/s P. Naithani & Associates, Practicing Company Secretary (Certificate of Practice Number 3389) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
  - V. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make' not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast In favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the samewithin a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman. The Chairman or a person authorised by him in writing shall declare the result of the voting forthwith.
  - VI. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ilfl.co.in](http://www.ilfl.co.in) and on the website of CDSL.
7. Members holding shares in physical form are requested to intimate to the company changes, if any, in their Bank details, registered address, Email ID, etc. along with their Pin Code. Members holding shares in electronic form may update such details with their respective Depository Participant.
  8. Members / Proxies are requested to bring their filled in Attendance Slip and their copy of Annual Report to the Meeting.
  9. Corporate Members intending to send their Authorised Representative(s) to attend the Annual General Meeting are requested to send duly certified copy of the Board Resolution authorizing such representative(s) to attend and vote at the Annual General Meeting.
  10. Members holding shares in single name and in Physical form are advised to make nomination in respect of their shareholding in the Company.
  11. The relevant documents referred to in the accompanying Notice of Meeting and in the Explanatory Statement are open for inspection by the Members of the Company at the Registered Office's on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 01.00 p.m. upto the date of this Meeting and copies thereof shall also be available for inspection in physical form at the Registered Office of the Company situated at 69, Jolly Maker Chambers 2, Nariman Point, Mumbai - 400021.
  12. The Chairman shall, at the Meeting, at the end of discussions on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" for all those members who are present at the Meeting but have not cast their votes by availing the remote e-voting facility.



**ANNEXURE TO THE NOTICE**

**STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

Item No. 6.

**STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

Section 68 of the Companies Act, 2013 (Act) read with Rule 17 of The Companies (Share Capital and Debentures) Rules, 2014 authorises a company may purchase its own Shares or other specified Securities (hereinafter referred to as buy-back) out of its free reserves; the securities premium account ; or out of the issue of any shares or other specified securities subject to the compliance of provisions of the Act and Rules made thereunder. Considering the above, it is proposed to insert an enabling Article no 16A in the Articles of Association of the Company authorizing the Company and its Board of Directors to Buy back its Securities, as and when they may deem fit.

All the Directors of the Company either themselves or through their relatives may be deemed to be concerned or interested in the proposed Resolution to the extent of their Shareholding in the Company.. None of the Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

By Order of the Board of Directors

**D.K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director

Mumbai, 13<sup>th</sup> August, 2015

**Registered Office:**

69, Jolly Maker Chambers II,  
Nariman Point, Mumbai – 400 021.

**BOARDS' REPORT**

To

The Members of  
Inox Leasing and Finance Limited

Dear Member,

Your Directors have pleasure in presenting to you their Twentieth Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2015.

**1. FINANCIAL RESULTS**

Given below is the financial performance as reflected in the Audited Accounts for the year ended 31<sup>st</sup> March 2015.

|  | (Rupees)<br>2014-2015 | (Rupees)<br>2013-2014 |
|--|-----------------------|-----------------------|
| Total Income                                   | 2819.23               | 2027.38               |
| Profit before Interest & Depreciation          | 2635.70               | 1878.74               |
| Less: Interest                                 | —                     | —                     |
| Profit before Depreciation                     | 2635.70               | 1878.74               |
| Less: Depreciation                             | 53.74                 | 47.29                 |
| Profit before Tax                              | 2581.96               | 1831.45               |
| Less: Provision for Taxation                   | 178.31                | 100.47                |
| Profit for the year                            | 2403.65               | 1730.98               |
| Add: Profit brought forward from previous year | 4970.57               | 4826.44               |
| Profit available for appropriations            | <b>7374.22</b>        | 6557.42               |
| <b>Appropriations</b>                          |                       |                       |
| Transferred to Statutory Reserve Fund          | 485.00                | 350.00                |
| Transferred to General Reserve                 | 250.00                | 175.00                |
| Interim Dividend                               | 1061.85               | 530.92                |
| Proposed Dividend                              | 955.66                | 530.92                |
| Balance carried to Balance Sheet               | 4621.71               | 4970.58               |
|  | <b>7374.22</b>        | 6557.42               |

**2. CONSOLIDATED FINANCIAL STATEMENTS**

In accordance with the Companies Act, 2013 ("the Act") and Accounting Standard (AS) - 21 on Consolidated Financial Statements read with AS - 23 on Accounting for Investments in Associates and AS - 27 on Financial Reporting of Interests in Joint Ventures, the Audited Consolidated Financial Statement for the Financial Year 2014-15 is provided in the Annual Report.

**3. DIVIDEND**

Your Company has paid an Interim Dividend of Rs. 10.00 per share (100%) and now recommend a final dividend of Rs. 9/- per share (90%) for the year ended 31<sup>st</sup> March, 2015 subject to approval of the shareholders. The total dividend pay out for the year will be Rs. 2017.51 lacs.

**4. TRANSFER TO RESERVES**

During the year under review, your Company has transferred Rs. 250.00 lacs to reserves.

**5. DIRECTORS**

Mr. D.K. Jain (DIN:00029782) Director retires by rotation and being eligible offers himself for re-appointment.

Your Directors have no statement to be made under Section 134(3)(d) of the Companies Act, 2013.



## INOX LEASING AND FINANCE LIMITED

### 6. BOARD MEETINGS AND ANNUAL GENERAL MEETINGS

During the year under review, six meetings of the Board were convened and held on 17th May, 2014, 18th August, 2014, 30th September, 2014, 21st October, 2014, 19th January, 2015 and 30th March, 2015. The intervening gap between the two Meetings was within the time limit prescribed under Section 173 of the Companies Act, 2013.

The 19th Annual General Meeting of the company was held on 26th September, 2014.

### 7. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3)(c) of the Companies Act, 2013 your Directors would like to state that:

- i. in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- ii. the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2015 and of the profit of the Company for that period;
- iii. the Directors have 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;
- iv. the Directors have prepared the Annual Accounts on a going concern basis;
- v. the Directors have laid down Internal Financial Controls to be followed by the company and that such Internal Financial Controls are adequate and are operating effectively; and
- vi. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### 8. KEY MANAGERIAL PERSONNEL

In terms of Section 203 of the Companies Act, 2013, the Company has designated Mr. Pavan Kumar Jain, Managing Director, Mr. Balkrishan Das Maheshwari, Chief Financial Officer and Mr. Vijay Saxena, Company Secretary as Key Managerial Personnel of the Company.

### 9. LOANS, GUARANTEES AND INVESTMENTS

Details of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Standalone Financial Statement of the Company. Please refer to Note 12, 13, 15, 27 & 28 to the Standalone Financial Statement of the Company.

### 10. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

During the year under review, the Company had not entered into any contract / arrangement / transaction with Related Parties which could be considered material in accordance with the Policy of the Company on materiality of Related Party Transactions.

Pursuant to the provisions of Section 134 (3) (h) of the Companies Act, 2013, a statement giving particulars of contracts or arrangements in form no **AOC 2** with regard to Related Parties referred to under Section 188 (1) of The Companies Act, 2013 to the rule 8 of the Companies (Accounts) Rules, 2014 is annexed to this report.

Your Directors draw attention of the members to Note no 35 to the Standalone Financial Statement which sets out related party disclosures.

### 11. DEPOSITS

The Company has neither invited nor accepted any deposits from the public.

### 12. SUBSIDIARY COMPANIES INCLUDING JOINT VENTURE AND ASSOCIATE COMPANIES

The Company has 1 subsidiary company and 13 step-down subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013 the Company has prepared consolidated financial statements of the company and its subsidiaries, which form part of the Annual Report.

The Report on the performance and financial position of each of the Subsidiaries, Associates and Joint Venture Companies of the Company is annexed to this report in **Form AOC-1** pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 and Rule 5 of Companies (Accounts) Rules, 2014 is annexed to this Report.

The Audited Financial Statements of the subsidiaries of the Company are placed on the website of the company and a copy will be provided to the share holder/s on request as per the provisions of the Companies Act, 2013.

### 13. INTERNAL FINANCIAL CONTROLS

The Company has adequate internal controls commensurate with its size and nature of its business. The Board has reviewed internal financial controls of the Company and the Audit Committee monitors the same in consultation with Internal Auditors of the Company.

### 14. INDEPENDENT AUDITORS' REPORT

There are no reservations, qualifications or adverse remarks in the Independent Auditor's Report. The notes forming part of the accounts are self-explanatory and do not call for any further clarifications under Section 134 (3) (f) of the Companies Act, 2013.



**15. STATUTORY AUDITORS**

The Auditors, M/s. S.C. Bandi & Co. , retire and offer themselves for re-appointment. They have confirmed that their appointment, if made, will be in accordance with Section 139 of the Companies Act, 2013 read with Rule 4 of The Companies (Audit and Auditors) Rules, 2014 and they satisfy criteria laid down in Section 141 of the Companies Act, 2013. Members are requested to appoint Auditors and to fix, or authorise the Board to fix their remuneration.

**16. EXTRACT OF ANNUAL RETURN**

Pursuant to the provisions of Section 92 (3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management & Administration) Rules, 2013, the extract of Annual Return as provided in form no **MGT -9** is annexed to this report.

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

As the company is not a manufacturing company information in respect of conservation of energy, technology absorption, pursuant to Section 134 of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules , 2014, is not applicable.

For details of foreign exchange earnings and outgo please refer to Note 31 to the Standalone Financial Statement of the Company.

**18. PARTICULARS OF EMPLOYEES**

There was no employee drawing remuneration in excess of the limits prescribed under provisions of Section 197 (12) of the Companies Act, 2013 read with Rules 5 (2) and 5 (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**19. CORPORATE SOCIAL RESPONSIBILITIES ACTIVITIES**

Detailed information report on Corporate Social Responsibility Policy developed and implemented by the Company on CSR initiatives taken during the year pursuant to section 135 of the Companies Act, 2013 is given in the annexed Annual Report on CSR activities.

**20. INSURANCE**

The Company's property and assets have been adequately insured.

**21. INFORMATION UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There was no case of sexual harassment reported during the year under review.

**22. RISK MANAGEMENT**

The Company has in place a mechanism to inform the Board about Risk Assessment and Minimisation Procedures to review key elements of risks viz Regulatory and Legal, Competition and Financial involved and measures taken to ensure that risk is controlled by means of a properly defined framework. In the Boards' view, there are no material risks, which may threaten the existence of the Company.

**23. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of this report.

**24. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future

**25. ACKNOWLEDGEMENT**

Your Directors express their gratitude to all other external agencies for the assistance, co-operation and guidance received. Your Directors place on record their deep sense of appreciation for the dedicated services rendered by the workforce of the Company.

By Order of the Board of Directors

**P.K. JAIN**  
Managing Director

**D.K.JAIN**  
Chairman

Mumbai, 13<sup>th</sup> August, 2015


**AOC 1  
Part A – Subsidiaries**

Statement containing salient features of the financial statement of subsidiaries / associate companies/ joint venture (Rupees in Lacs)

| Name of Subsidiaries                              |                              |                      |                   |                         |                                     |   |                                   |                             |                                      |   |                       |                              |                               |                                   |
|---|------------------------------|----------------------|-------------------|-------------------------|-------------------------------------|---|-----------------------------------|-----------------------------|--------------------------------------|---|-----------------------|------------------------------|-------------------------------|-----------------------------------|
|   | Gujarat Fluorochemicals Ltd. | Inox Leisure Limited | Inox Wind Limited | Inox Renewables Limited | Inox Renewables (Jaisalmer) Limited | Inox Wind Infrastructure Services Limited | Marut-Shakti Energy India Limited | Inox Infrastructure Limited | Gujarat Fluorochemicals Americas LLC | Gujarat Fluorochemicals Singapore Pte Limited | Gfl Gm Fluorspar (SA) | Gujarat Fluorochemicals GmbH | Satyam Cineplexes Limited     | Shouri Properties Private Limited |
| Reporting currency                                | INR                          | INR                  | INR               | INR                     | INR                                 | INR                                       | INR                               | INR                         | USD @Rs. 62.50                       | USD @Rs. 62.50                                | USD @Rs. 62.50        | EURO @Rs. 67.15              | INR                           | INR                               |
| Share Capital                                     | 1098.50                      | 9616.28              | 22191.82          | 337.50                  | 10605.00                            | 5.00                                      | 61.11                             | 5000.00                     | 1012.28                              | 1456.85                                       | 1349.96               | 21.82                        | 459.55                        | 16.00                             |
| Reserves and Surplus                              | 284460.39                    | 58474.77             | 121504.69         | 51951.35                | 2237.34                             | (4534.27)                                 | (5.57)                            | 428.38                      | 120.38                               | 252.91  | (1054.46)             | 573.24                       | 1408.84                       | (56.93)                           |
| Total Assets                                      | 406980.61                    | 110806.77            | 307412.03         | 141543.53               | 38003.60                            | 53315.50                                  | 1038.40                           | 5460.86                     | 5985.99                              | 1716.52                                       | 2167.89               | 6330.54                      | 8093.63                       | 191.14                            |
| Total Liabilities                                 | 121421.72                    | 42715.72             | 163715.52         | 89254.68                | 25161.26                            | 57844.77                                  | 982.86                            | 32.48                       | 4853.33                              | 6.76  | 1872.38               | 5735.47                      | 6225.23                       | 232.08                            |
| Investments (Other than investment in subsidiary) | 14514.55                     | 710.77               | —                 | —                       | —                                   | 0.20                                      | —                                 | 5450.45                     | —                                    | —   | —                     | —                            | —                             | —                                 |
| Turnover  | 132097.08                    | 95368.59             | 248430.00         | 13359.81                | 6239.58                             | 22171.21                                  | 392.23                            | —                           | 6756.82                              | 19.08   | —                     | 7457.54                      | 10143.55                      | 405.02                            |
| Profit/(Loss) before taxation                     | 43753.87                     | 2135.52              | 44045.74          | 314.48                  | 1598.78                             | (5176.48)                                 | 44.41                             | 129.17                      | (163.39)                             | 10.94   | (315.62)              | (114.44)                     | (2234.09)                     | (21.88)                           |
| Provision for taxation                            | (5517.65)                    | (340.94)             | 10889.06          | 869.90                  | 595.17                              | (1632.55)                                 | 14.35                             | 24.12                       | (21.40)                              | 3.89  | —                     | (3.33)                       | (281.37)                      | —                                 |
| Profit/(Loss) after taxation                      | 38236.22                     | 2476.46              | 33156.68          | (555.42)                | 1003.61                             | (3543.93)                                 | 30.06                             | 105.05                      | (141.99)                             | 7.05  | (315.62)              | (111.11)                     | (1952.72)                     | (21.88)                           |
| Proposed Dividend                                 | 3844.75                      | Nil                  | Nil               | Nil                     | Nil                                 | Nil                                       | Nil                               | Nil                         | Nil                                  | Nil   | Nil                   | Nil                          | Nil                           | Nil                               |
| % of Shareholding                                 | 52.54                        | 48.09                | 63.09             | 99.98                   | 100.00 by Inox Renewables Limited   | 100.00 by Inox Wind Limited               | 100.00 by Inox Wind Limited       | 100.00                      | 100.00                               | 100.00  | 74.00                 | 100.00                       | 99.99 by Inox Leisure Limited | 93.75 by Inox Leisure Limited     |

Note: Gujarat Fluorochemicals Limited is the subsidiary of Inox Leasing and Finance Limited. The others are step down subsidiaries.

**Part B – Associates and Joint Ventures**  
 Statement related to Associate Companies and Joint Ventures

Rupees in lakhs

| Sr. No. | Particulars  | Xuancheng Hengyuan Chemical Technology Company Limited | Swarnim Gujarat Fluorspar Private Limited |
|---------|--|--|---|
| 1       | Latest Audited Balance Sheet date  | 31/12/2014   | 31/03/2015                                |
| 2       | Shares of Associates/Joint Ventures held by the Company on the year end Number | -  | 10,82,500                                 |
|         | Amount of investment in Associates/ Joint Venture                              | 1263.89  | 108.25                                    |
|         | Extended holding %   | 33.77  | 49.93*                                    |
| 3       | Description of how there is significant influence                              |  |   |
| 4       | Reason why the associate/joint venture is not consolidated                     | NA   | NA  |
| 5       | Net worth attributable to Shareholding as per latest balance sheet             | 809.57   | 97.74                                     |
| 6       | Profit/Loss for the year considered in consolidation                           | (692.01)   | (2.36)                                    |
|         | Not considered in consolidation  |  |   |

\*As per JV agreement, GFL to hold 25% of the total equity capital of SGFPL. In view the fact that GMDC yet to contribute its equity participation by way of its assets value which is under review, GFL equity contribution has gone up temporarily due to their subscribing to the additional equity in SGFPL.

Name of associates or joint ventures which are yet to commence operations:

1) Swarnim Gujarat Fluorspar Private Limited

Names of associates or joint ventures which have been liquidated or sold during the year:

Nil

By Order of the Board of Directors  
**D.K. JAIN** Chairman  
**P.K. JAIN** Managing Director

 Mumbai  
 13<sup>th</sup> August, 2015

**Form No AOC – 2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014**

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

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

| Name of related party and nature of relationship                              | Nature of contracts/ arrangements/ transactions | Duration of contracts/ arrangements/ transactions                         | Salient terms of contracts/ arrangements/ transactions including the value, if any | Justification for entering into such contracts or arrangements or transactions | Date(s) of approval by the Board | Amount paid as advances, if any | Date on which the special resolution was passed in general meeting as required under Section 188 (1) |
|---|---|---|--|--|----------------------------------|---------------------------------|--|
| Rajni Farms Private Limited, Common Directors who are members of this company | Sharing of office premises facilities           | For a initial period of 11 months and renewal thereafter every 11 months. | Rs. 12.00 lakhs per annum  | Office Premises facilities shared by Promoter Group Company.                   | 17th May, 2014                   | Rs. 60 Lacs paid as Deposit.    | 26 <sup>th</sup> September, 2014   |

2. Details of material contracts or arrangement or transactions at arm's length basis

| Name of related party and nature of relationship | Nature of contracts/ arrangements/ transactions | Duration of contracts/ arrangements/ transactions | Salient terms of contracts/ arrangements/ transactions including the value, if any<br>Rs. in lakhs | Date(s) of approval by the Board | Amount paid as advances, if any |
|--|---|---|--|----------------------------------|---------------------------------|
| Nil  |   |   |  |                                  |                                 |

**ANNEXURE D TO THE DIRECTORS REPORT  
MGT -9****Extract of Annual Return as on the financial year ended on 31<sup>st</sup> March, 2015**

(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**

|    |  |   |   |
|----|--|---|---|
| 1  | Corporate Identification Number  | : | U65910MH1995PLC085703   |
| 2  | Registration Date  | : | 17 <sup>th</sup> February, 1995   |
| 3  | Name of the Company  | : | Inox Leasing and Finance Limited  |
| 4  | Category/Sub-Category of the Company   | : | Public Company/Limited by Shares  |
| 5  | Address of the Registered Office and Contact Details                             | : | 69, Jolly Maker Chambers 2,<br>Nariman Point,<br>Mumbai - 400021<br>Tel: +91 22026314, Fax: +91 22025588<br>E-mail address: <a href="mailto:info@ilfl.co.in">info@ilfl.co.in</a><br>Website: <a href="http://www.ilfl.co.in">www.ilfl.co.in</a> |
| 6. | Whether listed company   | : | No  |
| 7. | Name, Address and Contact Details of Registrar and Share Transfer Agents, if any | : | Share transfer related activities are carried out In-house by the Company.  |

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

| Sr. No. | Name and Description of main products/services | NIC Code of the Product / Service | % to total turnover of the company |
|---------|--|-----------------------------------|------------------------------------|
| 1       | Investment activities                          | 6430                              | 98.17                              |


**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

| Sr. No. | Name of company and CIN/GLN  | Holding/subsidiary/ associate                 | % of shares held                            | Applicable Section |
|---------|--|---|---|--------------------|
| 1       | L24110GJ1987PLC009362<br>(Gujarat Fluorochemicals Limited)           | Subsidiary                                    | 52.54                                       | 2 (87)             |
| 2       | L92199GJ1999PLC044045<br>(Inox Leisure Limited)                      | Step-down Subsidiary                          | 0.61  | 2 (87)             |
| 3       | U31901HP2009PLC031083<br>(Inox Wind Limited)                         | Step-down Subsidiary                          | 63.09 held by Gujarat Fluorochemicals Ltd.  | 2 (87)             |
| 4       | U40100GJ2010PLC062869<br>(Inox Renewables Limited)                   | Step-down Subsidiary                          | 99.98 held by Gujarat Fluorochemicals Ltd.  | 2 (87)             |
| 5       | U45201GJ2012PLC071264<br>Inox Renewables (Jaisalmer) Limited         | Step-down Subsidiary                          | 100.00 held by Inox Renewables Limited      | 2 (87)             |
| 6       | U45207GJ2012PLC070279<br>(Inox Wind Infrastructure Services Limited) | Step-down Subsidiary                          | 100.00 held by Inox Wind Limited            | 2 (87)             |
| 7       | U45200DL2007PLC159796<br>Inox Infrastructure Limited                 | Step-down Subsidiary                          | 100.00 held by Gujarat Fluorochemicals Ltd. | 2 (87)             |
| 8       | Swarnim Gujarat Fluorspar Private Limited                            | Joint Venture Company of Step-down subsidiary | 49.93 held by Gujarat Fluorochemicals Ltd.  | 2 (6)              |
| 9       | Gujarat Fluorochemicals Singapore Pte Limited                        | Foreign Step down Subsidiary                  | 100.00 held by Gujarat Fluorochemicals Ltd. | 2 (87)             |
| 10      | Gujarat Fluorochemicals LLC, USA                                     | Foreign Step down Subsidiary                  | 100.00 held by Gujarat Fluorochemicals Ltd. | 2 (87)             |
| 11      | Gujarat Fluorochemicals, GmbH  | Foreign Step down Subsidiary                  | 100.00 held by Gujarat Fluorochemicals Ltd. | 2 (87)             |
| 12      | GFL GM Fluorspar SA  | Step-down Subsidiary                          | 74.00 held by GFL Singapore Pte Limited     | 2 (6)              |
| 13      | XHCT Limited   | Joint Venture Company of Step-down subsidiary | 33.77 held by Gujarat Fluorochemicals Ltd.  | 2 (6)              |

**IV. Shareholding Pattern (Equity Share Capital Break up as a percentage of Total Equity)**
**i. Category-wise Shareholding**

| 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 |                          |
| <b>(A) Promoter</b>                              |  |                 |                 |                   |  |                 |                 |                   |                          |
| (1) Indian Individual /HUF                       | 17348  | 10204530        | 10221878        | 96.27             | 17548                                    | 10208030        | 10225578        | 96.30             | 0.03                     |
| Central Govt.                                    | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| State Govt.                                      | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Bodies Corp.                                     | -  | 142567          | 142567          | 1.34              | -  | 142567          | 142567          | 1.34              | 0                        |
| Banks / FI                                       | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Any Other  | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Sub Total (A) 1                                  | 17348  | 10347097        | 10364445        | 97.61             | 17548                                    | 10350597        | 10368145        | 97.64             | 0.03                     |
| <b>Foreign NRIs - Individuals</b>                | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Bodies Corporate                                 | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Banks/FI   | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Any Other  | -  | -               | -               | -                 | -  | -               | -               | -                 | -                        |
| Sub Total (A) 2                                  | 0  | 0               | 0               | 0                 | 0  | 0               | 0               | 0                 | 0                        |
| <b>Total Share holding of Promoter (A)=A1+A2</b> | <b>17348</b>                                   | <b>10347097</b> | <b>10364445</b> | <b>97.61</b>      | <b>17548</b>                             | <b>10350597</b> | <b>10368145</b> | <b>97.64</b>      | <b>0.03</b>              |


**INOX LEASING AND FINANCE LIMITED**

| 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 |                          |
| <b>(B) Public Share Holding</b> |  |          |       |                   |  |          |       |                   |                          |
| <b>Institutions</b>             |  |          |       |                   |  |          |       |                   |                          |
| Mutual Funds                    | -  | 4500     | 4500  | 0.04              |  | 4500     | 4500  | 0.04              | 0                        |
| Banks / FI                      | -  | 500      | 500   | 0                 |  | 500      | 500   | 0                 | 0                        |
| Central Govt.                   | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| State Govt.                     | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| Venture Capital Fund            | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| Insurance Companies             | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| FII                             | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| Foreign Venture                 |  |          |       |                   |  |          |       |                   |                          |
| Capital Funds                   | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| Others (Foreign Co.)            | -  | -        | -     | -                 | -  | -        | -     | -                 | -                        |
| <b>Sub Total B 1</b>            | -  | 5000     | 5000  | 0.04              | -  | 5000     | 5000  | 0.04              | 0                        |

|  |              |                 |                 |             |              |                 |                 |               |              |
|--|--------------|-----------------|-----------------|-------------|--------------|-----------------|-----------------|---------------|--------------|
| <b>(2) Non Institutions</b>  |              |                 |                 |             |              |                 |                 |               |              |
| (a) Bodies Corporate (Indian)  | 5800         | 2400            | 8200            | 0.08        | 8100         | 2400            | 10500           | 0.11          | 0.03         |
| (b) Individuals  |              |                 |                 |             |              |                 |                 |               |              |
| i) Individual shareholders holding nominal share capital upto Rs 1 Lakh          | 31253        | 209569          | 240822          | 2.27        | 32353        | 202469          | 234822          | 2.21          | -0.06        |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| Other  | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| Clearing Members   | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| Non Resident Indian (REPAT)  | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| Non Resident Indian (NON REPAT)  | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| Trust  | -            | -               | -               | -           | -            | -               | -               | -             | -            |
| <b>Sub Total B2</b>  | 37053        | 211969          | 249022          | 2.35        | 40453        | 204869          | 245322          | 2.32          | -0.03        |
| <b>Total Public Shareholding B=B1 + B2</b>                                       | <b>37053</b> | <b>216969</b>   | <b>249022</b>   | <b>2.39</b> | <b>40453</b> | <b>209869</b>   | <b>250322</b>   | <b>2.36</b>   | <b>-0.03</b> |
| Total (A)+(B)  | 54401        | 10564066        | 10618467        | 100         | 58001        | 10560466        | 10618467        | 100           | -            |
| C. Shares held by Custodian for GDRs & ADRs                                      | 0            | 0               | 0               | 0           | 0            | 0               | 0               | 0             | 0            |
| <b>Grand Total</b>   |              |                 |                 |             |              |                 |                 |               |              |
| <b>(A)+(B)+(C)</b>   | <b>54401</b> | <b>10564066</b> | <b>10618467</b> | <b>100</b>  | <b>58001</b> | <b>10560466</b> | <b>10618467</b> | <b>100.00</b> | <b>0.00</b>  |


**(ii) Shareholding of Promoters**

| Sl. No. | Shareholder's Name                        | Shareholding at the beginning of the year |                                  |   | Shareholding at the end of the year |                                  |   | % 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       | Devendra Kumar Jain                       | 517717                                    | 4.88                             | 0   | 69896                               | 0.66                             | 0   | - 4.22                                    |
| 2       | Pavan Kumar Jain                          | 1276378                                   | 12.02                            | 0   | 1279878                             | 12.05                            | 0   | 0.03                                      |
| 3       | Nayantara Jain                            | 1172832                                   | 11.05                            | 0   | 1172832                             | 11.05                            | 0   | 0   |
| 4       | Siddharth Jain                            | 2218292                                   | 20.89                            | 0   | 2666113                             | 25.11                            | 0   | 4.22                                      |
| 5       | Ishita Jain                               | 125000                                    | 1.18                             | 0   | 125000                              | 1.18                             | 0   | 0   |
| 6       | Shreyasi Goenka                           | 42247                                     | 0.40                             | 0   | 42247                               | 0.40                             | 0   | 0   |
| 7       | Vivek Kumar Jain                          | 1379305                                   | 12.99                            | 0   | 1379505                             | 12.99                            | 0   | 0   |
| 8       | Nandita Jain                              | 1031644                                   | 9.72                             | 0   | 1031644                             | 9.72                             | 0   | 0   |
| 9       | Devansh Jain                              | 2303218                                   | 21.69                            | 0   | 2303218                             | 21.69                            | 0   | 0   |
| 10      | Avarna Jain                               | 50000                                     | 0.47                             | 0   | 50000                               | 0.47                             | 0   | 0   |
| 11      | Devika Chaturvedi                         | 35080                                     | 0.33                             | 0   | 35080                               | 0.33                             | 0   | 0   |
| 12      | Kapoorchand Jain                          | 36672                                     | 0.35                             | 0   | 36672                               | 0.35                             | 0   | 0   |
| 13      | Hemkumari Jain                            | 12160                                     | 0.11                             | 0   | 12160                               | 0.11                             | 0   | 0   |
| 14      | Sulakshana Jain                           | 10666                                     | 0.10                             | 0   | 10666                               | 0.10                             | 0   | 0   |
| 15      | Manju Jain                                | 10667                                     | 0.10                             | 0   | 10667                               | 0.10                             | 0   | 0   |
| 16      | Inox Chemicals Pvt. Ltd.                  | 46650                                     | 0.44                             | 0   | 46650                               | 0.44                             | 0   | 0   |
| 17      | Siddhomal Investments Pvt. Ltd.           | 46667                                     | 0.44                             | 0   | 46667                               | 0.44                             | 0   | 0   |
| 18      | Siddhapavan Trading and Finance Pvt. Ltd. | 24750                                     | 0.23                             | 0   | 24750                               | 0.23                             | 0   | 0   |
| 19      | Devansh Trading and Finance Pvt. Ltd.     | 24500                                     | 0.23                             | 0   | 24500                               | 0.23                             | 0   | 0   |
|         | <b>TOTAL</b>                              | <b>10364445</b>                           | <b>97.61</b>                     | <b>0</b>  | <b>10368145</b>                     | <b>97.64</b>                     | <b>0</b>  | <b>0.03</b>                               |

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

| Sr. No. | Name                | Shareholding at the beginning of the year |                                  | Date   | Increase/ Decrease in holding     | Reason   | Cumulative shareholding during the year                        |   |
|---------|---------------------|---|----------------------------------|--|-----------------------------------|--|--|---|
|         |                     | No. Of shares                             | % of total shares of the company |  |                                   |  | No. Of shares  | % of total shares of the company          |
| 1       | Devendra Kumar Jain | 517717<br>69896                           | 4.88<br>0.66                     | 17.01.2015   | 447821                            | Transfer   | 517717<br>69896  | 4.88<br>0.66                              |
| 2       | Siddharth Jain      | 2218292<br>2666113                        | 20.89<br>25.11                   | 17.01.2015   | 447821                            | Transfer   | 2218292<br>2666113   | 20.89<br>25.11                            |
| 3       | Pavan Kumar Jain    | 1276378                                   | 12.03                            | 28.04.14<br>20.05.14<br>18.09.14<br>17.01.15<br>20.02.15 | 1000<br>200<br>1800<br>300<br>200 | Transfer<br>Transfer<br>Transfer<br>Transfer<br>Transfer | 1276378<br>1277378<br>1277578<br>1279378<br>1279678<br>1279878 | 12.03<br>12.04<br>12.05<br>12.05<br>12.05 |
|         | <b>Total</b>        | <b>1279878</b>                            | <b>12.05</b>                     |  |                                   |  |  |   |
| 4       | Vivek Kumar Jain    | 1379305                                   | 12.99                            | 27.03.15   | 200                               | Transfer   | 1379305<br>1379505   | 12.99<br>12.99                            |
|         | <b>Total</b>        | <b>1379505</b>                            | <b>12.99</b>                     |  |                                   |  |  |   |


**INOX LEASING AND FINANCE LIMITED**
**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

| Sr. No. | Name                                   | Shareholding                                   |                                  | Date   | Increase/Decrease in holding    | Reason   | Cumulative shareholding during the year      |  |
|---------|--|--|----------------------------------|--|---------------------------------|--|--|--|
|         |  | No. Of shares at the beginning/end of the year | % of total shares of the company |  |                                 |  | No. Of shares                                | % of total shares of the company             |
| 1       | Hitesh Ramji Jhaveri                   | 7836<br>7836                                   | 0.07<br>0.07                     |  |                                 | Nil movement during the year                             | 7836<br>7836                                 | 0.07<br>0.07                                 |
| 2       | Arms Securities Pvt. Ltd.              | 3600   | 0.03                             | 25.04.14<br>20.06.14<br>13.10.14<br>17.11.14<br>19.01.15 | 700<br>500<br>200<br>100<br>600 | Transfer<br>Transfer<br>Transfer<br>Transfer<br>Transfer | 3600<br>4300<br>4800<br>5000<br>5100<br>5700 | 0.03<br>0.04<br>0.04<br>0.05<br>0.05<br>0.05 |
|         | <b>Total</b>                           | 5700   | 0.05                             |  |                                 |  |  |  |
| 3       | Suman Ajmera                           | 5500<br>5500                                   | 0.05<br>0.05                     |  |                                 | Nil movement during the year                             | 5500<br>5500                                 | 0.05<br>0.05                                 |
| 4       | IDBI as Principle Trustee A/c. IDBI MF | 4300<br>4300                                   | 0.04<br>0.04                     |  |                                 | Nil movement during the year                             | 4300<br>4300                                 | 0.04<br>0.04                                 |
| 5       | Ravindra Jagjivan Gokal                | 1900<br>1900                                   | 0.02<br>0.02                     |  |                                 | Nil movement during the year                             | 1900<br>1900                                 | 0.02<br>0.02                                 |
| 6       | Dhoot Industrial Finance Ltd.          | 1900<br>1900                                   | 0.02<br>0.02                     |  |                                 | Nil movement during the year                             | 1900<br>1900                                 | 0.02<br>0.02                                 |
| 7       | Kirit Vassa                            | 1500<br>1500                                   | 0.02<br>0.02                     |  |                                 | Nil movement during the year                             | 1500<br>1500                                 | 0.02<br>0.02                                 |
| 8       | Sucharitra R Bhatia                    | 1067<br>1067                                   | 0.01<br>0.01                     |  |                                 | Nil movement during the year                             | 1067<br>1067                                 | 0.01<br>0.01                                 |
| 9       | Kiran Mehta                            | 1000<br>1000                                   | 0.01<br>0.01                     |  |                                 | Nil movement during the year                             | 1000<br>1000                                 | 0.01<br>0.01                                 |
| 10      | Sangita Jain                           | 900<br>900                                     | 0.01<br>0.01                     |  |                                 | Nil movement during the year                             | 900<br>900                                   | 0.01<br>0.01                                 |

**(v) Shareholding of Directors and Key Managerial Personnel:**

| Sr. No.                               | Name                | Shareholding                                   |                                  | Date   | Increase/Decrease in holding      | Reason   | Cumulative shareholding during the year                        |  |
|---------------------------------------|---------------------|--|----------------------------------|--|-----------------------------------|--|--|--|
|                                       |                     | No. Of shares at the beginning/end of the year | % of total shares of the company |  |                                   |  | No. Of shares  | % of total shares of the company                   |
| <b>Directors</b>                      |                     |  |                                  |  |                                   |  |  |  |
| 1                                     | Devendra Kumar Jain | 517717<br>69896                                | 4.88<br>0.66                     | 17.01.15   | 447821                            | Transfer   | 517717<br>69896  | 4.88<br>0.66                                       |
| 2                                     | Pavan Kumar Jain    | 1276378  | 12.03                            | 28.04.14<br>20.05.14<br>18.09.14<br>17.01.15<br>20.02.15 | 1000<br>200<br>1800<br>300<br>200 | Transfer<br>Transfer<br>Transfer<br>Transfer<br>Transfer | 1276378<br>1277378<br>1277578<br>1279378<br>1279678<br>1279878 | 12.02<br>12.03<br>12.04<br>12.05<br>12.05<br>12.05 |
| 3                                     | Vivek Kumar Jain    | 1379305  | 12.99                            | 27.03.15   | 200                               | Transfer   | 1379305<br>1379505   | 12.99<br>12.99                                     |
| 4                                     | Siddharth Jain      | 2218292<br>2666113                             | 20.89<br>25.11                   | 17.01.15   | 447821                            | Transfer   | 2218292<br>2666113   | 20.89<br>25.11                                     |
| <b>Key Managerial Personnel (KMP)</b> |                     |  |                                  |  |                                   |  |  |  |
| 1                                     | Vijay Saxena        | 0  | 0                                |  | 0                                 |  | 0  | 0  |
| 2                                     | B.D. Maheshwari     | 0  | 0                                |  | 0                                 |  | 0  | 0  |


**V. INDEBTEDNESS**
**Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

|  | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
|  | NIL                              | NIL             | NIL      | NIL                |

**VI. Remuneration of Directors and Key Managerial Personnel**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Amount Rs. In lakhs

| Sl. No. | Particulars of Remuneration   | Mr. Pavan Kumar Jain<br>Managing Director |
|---------|---|---|
| 1.      | Gross salary(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 0   |
|         | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961   | 0   |
|         | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961                         | 0   |
| 2.      | Stock Option  | 0   |
| 3.      | Sweat Equity  | 0   |
| 4.      | Commission- as % of profit- others, specify...  | 0   |
| 5.      | Others, please specify-Company contribution to PF   | 0   |
|         | Total (A)   | 0   |

**B. Remuneration to Other Directors**

| Sr. No. | Particulars of Remuneration                | Names of the Directors |               |               | Total Amount |
|---------|--|------------------------|---------------|---------------|--------------|
|         |  | Mr. D.K. Jain          | Mr. V.K. Jain | Mr. S.K. Jain |              |
| 1       | Fee for attending Board/Committee Meetings | 0                      | 0             | 0             | 0            |
| 2       | Commission                                 | 0                      | 0             | 0             | 0            |
| 3       | Others, please specify                     | 0                      | 0             | 0             | 0            |
|         | Total                                      | 0                      | 0             | 0             | 0            |
|         | Total Managerial Remuneration(A) + (B)     |                        |               |               | 0            |

**C. Remuneration to Key Managerial Personnel (KMP) other than MD/ Manager/WTD**

Amount Rs. in lakhs

| Sl. No. | Particulars of Remuneration   | Key Managerial Personnel              |  |
|---------|---|---------------------------------------|--|
|         |   | Mr. Vijay Saxena<br>Company Secretary | Mr. B.D. Maheshwari<br>Chief Financial Officer |
| 1.      | Gross salary(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 14.26                                 | 5.73   |
|         | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961   | 0                                     | 0  |
|         | (c) Profits in lieu of salary under section 17 (3) Income- tax Act, 1961                        | 0                                     | 0  |
| 2.      | Stock Option  | 0                                     | 0  |
| 3.      | Sweat Equity  | 0                                     | 0  |
| 4.      | Commission- as % of profit- others, specify...  | 0                                     | 0  |
| 5.      | Others, please specify-Company contribution to PF   | 0.91                                  | 0.41   |
|         | Total (A)   | 15.17                                 | 6.14   |



**INOX LEASING AND FINANCE LIMITED**

**VI. Penalties /Punishments / Compounding of Offences**

|    | Type  | Section of the Companies Act | Brief Description | Details of Penalty / Punishment / Compounding fees imposed | Authority [RD / NCLT / Court] | Appeal made, if any (give details) |
|----|---|------------------------------|-------------------|--|-------------------------------|------------------------------------|
| A. | Company Penalty<br>Punishment<br>Compounding                      |                              |                   | NIL  |                               |                                    |
| B. | Directors<br>Compounding  |                              |                   | NIL  |                               |                                    |
| C. | Other Officers in default<br>Penalty<br>Punishment<br>Compounding |                              |                   | NIL  |                               |                                    |



## Report on CSR Activities of the Company as per Companies (Corporate Social Responsibility Policy Rules, 2014

| Sr. No. |   |   |
|---------|---|---|
| 1.      | A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes                                  | CSR Policy adopted by the Company includes all the activities which are prescribed under Schedule VII of the Companies Act, 2013. The CSR Policy of the Company can be viewed on website of the Company at <a href="http://www.ilfl.co.in/ILFL/CSR-Policy.pdf">http://www.ilfl.co.in/ILFL/CSR-Policy.pdf</a>  |
| 2.      | Composition of CSR Committee  | Shri D.K. Jain, Chairman<br>Shri P.K. Jain, Managing Director<br>Shri S.K. Jain Director  |
| 3.      | Average net profit of the Company for last three financial years  | Rs. 708.45 lakhs  |
| 4.      | Prescribed CSR Expenditure (two percent of the amount as in item 3 above)   | Rs. 14.17 lakhs   |
| 5.      | Details of CSR spent during the financial year :  |   |
| 6.      | a. Total amount to be spent for the financial year;   | Rs. 14.17 lakhs   |
| 7.      | b. Amount unspent, if any;  | Rs. 14.17 lakhs   |
| 8.      | c. Manner in which the amount spent during the financial year   | NIL   |
| 9.      | In case the Company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report. | The Company has unspent amount of Rs 14.17 lakhs. During the year under review, as per the decision taken by the CSR Committee and Board, an application was submitted for registration of Inox CSR Trust at the office of Charity Commissioner, Vadodara, Gujarat with an intent to carry out CSR activities through the trust as permitted under Section 135 of the Companies Act, 2013 read with the Rules thereunder. The reason for formation of Trust was to create a corpus fund wherein all the Companies of Inox Group were to contribute and carry out its CSR activities. However, the approval of registration of Inox CSR Trust was not received. Hence, the amount of CSR remained unspent. |
| 10.     | A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.   | The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.  |

Mumbai  
13<sup>th</sup> August, 2015

**P.K. JAIN**  
Managing Director

**D.K. JAIN**  
Chairman-CSR Committee



INOX LEASING AND FINANCE LIMITED

## INDEPENDENT AUDITORS' REPORT

### To the Members of Inox Leasing and Finance Limited

#### Report on the Financial Statements

I have audited the accompanying financial statements of **Inox Leasing and Finance Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, 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 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 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

My responsibility is to express an opinion on these financial statements based on my audit.

I 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.

I conducted the audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that I 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the financial statements.

#### Opinion

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015 and its profit and cash flows for the year ended on that date.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors Report) Order, 2015 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, I give in the Annexure a statement on the matters specified in paragraph 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, I report that:
  - (a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
  - (b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



**INOX LEASING AND FINANCE LIMITED**

- (d) In my opinion, the aforesaid 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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 my opinion and to the best of my information and according to the explanations given to me:
- i. The Company does not have any litigations which would impact its financial position;
  - ii. The Company does not have any long-term contracts including derivative contracts;
  - iii. No amount was due to be transferred, to the Investor Education and Protection Fund by the Company.

**For S.C. BANDI & CO.**  
Chartered Accountants  
Firm Registration No. 130850W

**S.C. BANDI**  
Proprietor  
M. No: 16932

Place : Mumbai  
Date : 13<sup>th</sup> August, 2015



**INOX LEASING AND FINANCE LIMITED**

**Annexure to Independent Auditor's Report to the members of Inox Leasing and Finance Limited on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2015 – referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of my report of even date.**

In term of the Companies (Auditors Report) Order, 2015 ("the Order"), on the basis of information and explanation given to me and the books and records examined by me in the normal course of audit and such checks as I considered appropriate, to the best of my knowledge and belief, I state as under:

1. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. The fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
2. The stock of shares have been physically verified by the management during the year. In my opinion the frequency of verification is reasonable. The procedures of physical verification of stocks of shares followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. I am informed that no material discrepancies have been noticed on physical verification of stocks of shares as compared to the book records.
3. The Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In my opinion, there are generally adequate internal control procedures commensurate with the size of the Company and nature of its business for purchase of inventory and fixed assets and for the sale of goods and services. During the course of my audit, no major weakness has been noticed in the internal control systems in respect of these areas.
5. The Company has not accepted any deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and the Rules framed thereunder and hence the provisions of clause 3(v) of the Order are not applicable to the Company.
6. Being an investment company the clause of maintenance of cost records as prescribed under section 148(1) of the Companies Act, 2013 is not applicable to the company.
7. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income-tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it. There are no undisputed amounts payable in respect of such statutory dues which were in arrears as at 31<sup>st</sup> March 2015 for a period of more than six months from the date they become payable.

There are no dues of income tax, sales tax, wealth tax or cess, which have not been deposited on account of disputes.

8. The Company does not have accumulated losses. The Company has not incurred cash losses during the current year and in the immediately preceding financial year.
9. In my opinion the Company has not taken any loans from financial institutions, banks and debenture holders.
10. The terms and conditions of the guarantee given by the company for a loan taken by others from a bank are not, prima facie, prejudicial to the interest of the company.
11. The Company has not obtained any term loans for any purpose.
12. No fraud on or by the Company has been noticed or reported during the course of my audit.

**For S.C. BANDI & CO.**  
Chartered Accountants  
Firm Registration No. 130850W

**S.C. BANDI**  
Proprietor  
M. No: 16932

Place : Mumbai  
Date : 13<sup>th</sup> August, 2015

**STAND ALONE BALANCE SHEET AS ON 31ST MARCH, 2015**

Amount (Rs. In lacs)

|                                    | Note No. | As at 31st March, 2015 |                  | As at 31st March, 2014 |           |
|------------------------------------|----------|------------------------|------------------|------------------------|-----------|
|                                    |          | Rupees                 | Rupees           | Rupees                 | Rupees    |
| <b>EQUITY AND LIABILITIES</b>      |          |                        |                  |                        |           |
| <b>(1) Shareholders' funds:</b>    |          |                        |                  |                        |           |
| (a) Share Capital                  | 4        |                        | <b>1,061.85</b>  |                        | 1,061.85  |
| (b) Reserves and Surplus           | 5        |                        | <b>13,198.00</b> |                        | 12,811.86 |
|                                    |          |                        | <b>14,259.85</b> |                        | 13,873.70 |
| <b>(2) Non-current liabilities</b> |          |                        |                  |                        |           |
| (a) Other Long-term liabilities    | 6        |                        | <b>50.89</b>     |                        | 63.61     |
| (b) Long-term Provisions           | 7        |                        | <b>14.76</b>     |                        | 10.72     |
|                                    |          |                        | <b>65.65</b>     |                        | 74.33     |
| <b>(3) Current liabilities</b>     |          |                        |                  |                        |           |
| (a) Trade Payables                 | 8        |                        | <b>2.56</b>      |                        | 5.38      |
| (b) Other Current Liabilities      | 9        |                        | <b>100.01</b>    |                        | 91.68     |
| (c) Short-term Provisions          | 10       |                        | <b>966.68</b>    |                        | 540.42    |
|                                    |          |                        | <b>1,069.25</b>  |                        | 637.47    |
| <b>TOTAL</b>                       |          |                        | <b>15,394.75</b> |                        | 14,585.51 |
| <b>ASSETS</b>                      |          |                        |                  |                        |           |
| <b>(1) Non-current Assets</b>      |          |                        |                  |                        |           |
| (a) Fixed assets                   |          |                        |                  |                        |           |
| Tangible assets                    | 11       |                        | <b>37.49</b>     |                        | 52.17     |
| (b) Capital work-in-progress       |          |                        | <b>1,794.18</b>  |                        | 1,794.18  |
| (c) Deferred Tax Asset             | 26       |                        | <b>19.42</b>     |                        | 15.25     |
| (d) Non-current investments        | 12       |                        | <b>6,030.44</b>  |                        | 4,779.16  |
| (e) Long-term Loans and advances   | 13       |                        | <b>1,567.51</b>  |                        | 1,173.29  |
| (f) Other non-current assets       | 14       |                        | <b>137.78</b>    |                        | 222.92    |
| <b>(2) Current Assets</b>          |          |                        |                  |                        |           |
| (a) Current investments            | 15       |                        | <b>2,982.34</b>  |                        | 5,892.41  |
| (b) Trade receivables              | 16       |                        | <b>4.73</b>      |                        | 9.33      |
| (c) Cash and cash equivalents      | 17       |                        | <b>2,628.89</b>  |                        | 489.66    |
| (d) Short-term loans and advances  | 18       |                        | <b>94.68</b>     |                        | 90.47     |
| (e) Other current assets           | 19       |                        | <b>97.29</b>     |                        | 66.67     |
| <b>TOTAL</b>                       |          |                        | <b>15,394.75</b> |                        | 14,585.51 |

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

On behalf of the Board of Directors

for **S.C. BANDI & CO.**  
Chartered Accountants**S.C.BANDI**  
Proprietor  
Membership No. 16932Place: Mumbai  
Date: 13<sup>th</sup> August, 2015**VIJAY SAXENA**  
Company Secretary**B.D. MAHESHWARI**  
Chief Financial Officer**D. K. JAIN**  
Chairman**P.K. JAIN**  
Managing Director



INOX LEASING AND FINANCE LIMITED

## STAND ALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Amount (Rs. In lacs)

|  | Note No. | 2014-2015     |                 | 2013-2014 |                 |
|--|----------|---------------|-----------------|-----------|-----------------|
|  |          | Rupees        | Rupees          | Rupees    | Rupees          |
| <b>INCOME</b>                            |          |               |                 |           |                 |
| Revenue from Operations (Gross)          | 20       |               | <b>2,390.02</b> |           | 1,445.85        |
| Other Income                             | 21       |               | <b>429.20</b>   |           | 581.54          |
| <b>Total Revenue</b>                     |          |               | <b>2,819.22</b> |           | <b>2,027.39</b> |
| <b>EXPENSES</b>                          |          |               |                 |           |                 |
| Employee benefits expense                | 22       |               | <b>67.12</b>    |           | 75.67           |
| Depreciation and amortization            | 23       |               | <b>53.74</b>    |           | 47.29           |
| Other expenses                           | 24       |               | <b>116.40</b>   |           | 72.98           |
| <b>Total Expenses</b>                    |          |               | <b>237.26</b>   |           | <b>195.94</b>   |
| Profit before tax                        |          |               | <b>2,581.96</b> |           | <b>1,831.45</b> |
| <b>Tax Expense</b>                       |          |               |                 |           |                 |
| a) Current Tax                           |          | <b>183.00</b> |                 | 128.00    |                 |
| b) Deferred Tax                          |          | <b>(4.17)</b> |                 | 0.73      |                 |
| c) Mat Credit entitlement                |          | —             |                 | (27.76)   |                 |
| d) Taxation for earlier years            |          | <b>(0.52)</b> |                 | (0.50)    |                 |
|  |          |               | <b>178.31</b>   |           | 100.47          |
| Profit for the year                      |          |               | <b>2,403.65</b> |           | <b>1,730.98</b> |
| Basic & diluted earning per equity share |          |               | <b>22.64</b>    |           | 16.26           |

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

On behalf of the Board of Directors

for **S.C. BANDI & CO.**  
Chartered Accountants

**S.C.BANDI**  
Proprietor  
Membership No. 16932

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015

**VIJAY SAXENA**  
Company Secretary

**B.D. MAHESHWARI**  
Chief Financial Officer

**D. K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director

**Standalone Cash Flow Statement for the year ended 31st March, 2015**

Amount (Rs. In lacs)

| Particulars  | 2014-15    | 2013-14    |
|--|------------|------------|
| <b>A Cash flow from operating activities</b>   |            |            |
| Profit before tax  | 2,581.96   | 1,831.44   |
| <u>Adjustments for :</u>   |            |            |
| Depreciation and Amortisation  | 53.74      | 47.29      |
| Income in respect of investing activities (Net)  | (2,711.09) | (1,908.18) |
|  | (2,657.35) | (1,860.89) |
| Operative profit before working capital changes  | (75.38)    | (29.45)    |
| <u>Adjustments for :</u>   |            |            |
| Long-term provisions   | 4.04       | (8.10)     |
| Long-term liabilities  | (12.72)    | (12.72)    |
| Trade payables   | (2.82)     | (4.09)     |
| Other current liabilities  | 8.33       | 10.91      |
| Short-term provisions  | 426.27     | (4.05)     |
| Long-term loans and advances   | (394.22)   | 5.03       |
| Trade receivables  | 4.60       | 24.67      |
| Other current assets   | (30.63)    | (38.27)    |
| Short-term loans and advances  | (4.21)     | (26.98)    |
| Assets written off   | —          | 0.07       |
|  | (1.36)     | (53.54)    |
| Cash generated from operations   | (76.74)    | (82.99)    |
| Income-tax paid (Net)  | (97.34)    | (127.50)   |
| <b>Net cash used in operating activities</b>   | (174.09)   | (210.49)   |
| <b>B Cash flow from investing activities</b>   |            |            |
| Purchase of fixed assets (including change in capital work in progress and capital advances) | (5.57)     | —          |
| Purchase of investments  | (1,614.21) | (6,792.45) |
| Redemption/Sale of Investments   | 3,604.23   | 6,653.65   |
| Interest and Dividend received ( Net of expenses)  | 2,346.39   | 1,386.69   |
| <b>Net cash from investment activities</b>   | 4,330.83   | 1,247.88   |
| <b>C Cash flow from financing activities</b>   |            |            |
| Dividend paid (Including Tax on Dividend)  | (2,017.51) | (1,061.85) |
| <b>Net cash used in financing activities</b>   | (2,017.51) | (1,061.85) |
| <b>Net increase/(decrease) in cash and cash equivalent</b>                                   | 2,139.23   | (24.45)    |
| Cash and cash equivalents as at the beginning of the year                                    | 489.66     | 514.12     |
| Cash and cash equivalents as at the end of the year  | 2,628.89   | 489.66     |

As per our report of even date attached

On behalf of the Board of Directors

for **S.C. BANDI & CO.**  
Chartered Accountants**S.C.BANDI**  
Proprietor  
Membership No. 16932Place: Mumbai  
Date: 13<sup>th</sup> August, 2015**VIJAY SAXENA**  
Company Secretary**B.D. MAHESHWARI**  
Chief Financial Officer**D. K. JAIN**  
Chairman**P.K. JAIN**  
Managing Director



## Notes to the Standalone Financial Statements for the year ended 31st March 2015

### 1. CORPORATE INFORMATION

Inox Leasing and Finance Limited (the "Company") is a public Company engaged in the business of financial services, investments in shares, bonds and units of mutual funds and earns brokerage income on investments in mutual funds etc. The company is the holding company of Gujarat Fluorochemicals Limited.

### 2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with the generally accepted accounting principles in India, under the historical cost convention and on accrual basis. These financial statements comply in all material respects with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

Figures of the previous year have been regrouped or reclassified, wherever necessary, to confirm to current year's presentation.

### 3. SIGNIFICANT ACCOUNTING POLICIES:

#### (a) Revenue Recognition

The Company follows the mercantile system of accounting and recognises income and expenditure on accrual basis.

Dividend income is accounted for when the right to receive the same is established. Income from interest on deposits and interest-bearing securities is recognised on time proportionate basis.

#### (b) FIXED ASSETS AND DEPRECIATION

Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation, amortization and impairment. Cost of leasehold land is amortised over the period of lease. Upto 31st March, 2014 depreciation was provided on written down value method at the rates specified in Schedule XIV of the Companies Act, 1956. Consequent to Schedule II of the Companies Act, 2013 becoming effective from 1st April, 2014, Depreciation is provided on Written Down Value Method s at the rates specified therein.

#### (c) INVESTMENTS

Non current Investments are carried at cost. Provision for diminution is made to recognize the decline, other than temporary in the value of these investments.

Current investments are carried at lower of cost and fair value are determined on the basis of each category of Investments.

#### (d) EMPLOYEE BENEFITS

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss in the year in which the related service is rendered. Company's contribution towards Provident and Pension Funds vis-a-vis defined contribution plan paid/payable during the year are charged to the Statement of Profit and Loss. Post employment benefits in the form of Gratuity and Leave encashment are recognised as expenses in the Statement of Profit and Loss at present value of the amounts payable determined on the basis of actuarial value technique, using the projected unit credit method. Actuarial gains and losses are recognised in the Statement of Profit and Loss.

#### (e) TAXES ON INCOME

Income Tax expense comprises current tax and deferred tax charge. Deferred tax is recognized on timing differences, subject to consideration of prudence, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Minimum Alternate Tax (MAT) paid on the book profits, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognised as an asset in the Balance Sheet if there is convincing evidence that the company will pay normal tax within the period prescribed for utilisation of such credit.

#### (f) IMPAIRMENT OF ASSETS

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's fixed assets. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. An impairment loss is charged to Statement of Profit and Loss in the year in which an asset is identified as impaired.

**(g) PROVISIONS & CONTINGENT LIABILITIES**

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is possible obligation or a present obligation in respect of which the likelihood of outflow of resource is remote, no provision or disclosure is made.

**(h) USE OF ESTIMATES**

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

**(i) LEASE**

- Assets taken on operating lease  
Lease rentals in respect of assets acquired of on operating lease are charged to the Statement of Profit and Loss as per the terms of respective lease agreement.
- Assets given on operating lease  
Assets given under operating lease are capitalised and included in the fixed assets. Lease income arising there from is recognised as income in the Statement of Profit and Loss as per the terms of respective lease agreement.

**(j) BORROWING COST**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

| 4. SHARE CAPITAL  | As at 31st March, 2015 |                 | Amount (Rs. In lacs)   |          |
|---|------------------------|-----------------|------------------------|----------|
|   | Rupees                 | Rupees          | As at 31st March, 2014 | Rupees   |
| <b>Authorised capital</b>   |                        |                 |                        |          |
| 11,000,000 Equity Shares of Rs.10/- Each  |                        | <b>1,100.00</b> |                        | 1,100.00 |
| 1,500,000 Redeemable Cumulative Preference Shares of Preference Shares of Rs.100/- each |                        | <b>1,500.00</b> |                        | 1,500.00 |
| <b>Total</b>  |                        | <b>2,600.00</b> |                        | 2,600.00 |
| <b>Issued, Subscribed and fully paid up capital</b>                                     |                        |                 |                        |          |
| 10,618,467 Equity Shares of Rs.10/- Each  |                        | <b>1,061.85</b> |                        | 1,061.85 |
| <b>Total</b>  |                        | <b>1,061.85</b> |                        | 1,061.85 |

**a. Reconciliation of the number of shares outstanding at the beginning and at the end of the year**

|   | As at 31-03-2015 |                  | As at 31-03-2014 |           |
|---|------------------|------------------|------------------|-----------|
|   | Number           | Rs.              | Number           | Rs.       |
| Shares outstanding at the beginning of the year | <b>10618467</b>  | <b>106184670</b> | 10618467         | 106184670 |
| Add: Shares issued during the year              | —                | —                | —                | —         |
| Less: Shares bought back during the year        | —                | —                | —                | —         |
| Shares outstanding at the end of the year       | <b>10618467</b>  | <b>106184670</b> | 10618467         | 106184670 |



## INOX LEASING AND FINANCE LIMITED

### b. Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rupees 10 per share.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts, if any.

During the financial year company has paid an interim dividend of Rs. 10/- per equity share (previous year Rs. 5/- per equity share). Further, dividend of Rs. 9/- per equity share (previous year Rs. 5/- per equity share) is proposed to be distributed to the equity shareholders. The total distribution of dividend to the equity shareholders is Rs. 19/- per equity share (previous year Rs. 10/- per equity share).

### c. Details of shareholders holding more than 5% shares in the Company

|                      | 31-03-2015 |           | 31-03-2014 |           |
|----------------------|------------|-----------|------------|-----------|
|                      | Number     | % holding | Number     | % holding |
| Mr. Pavan Kumar Jain | 1,279,878  | 12.05     | 1,276,378  | 12.02     |
| Mr. Vivek Kumar Jain | 1,379,505  | 12.99     | 1,379,305  | 12.99     |
| Mr. Devansh Jain     | 2,303,218  | 21.69     | 2,303,218  | 21.69     |
| Mrs. Nayantara Jain  | 1,172,832  | 11.05     | 1,172,832  | 11.05     |
| Mrs. Nandita Jain    | 1,031,644  | 9.72      | 1,031,644  | 9.72      |
| Mr. Siddharth Jain   | 2,666,113  | 25.11     | 2,218,292  | 20.89     |

## 5. RESERVES AND SURPLUS

|   | As at 31st March, 2015 |           | Amount (Rs. In lacs)   |           |
|---|------------------------|-----------|------------------------|-----------|
|   | Rupees                 | Rupees    | As at 31st March, 2014 | Rupees    |
| <b>Reconstruction Reserve</b>                             |                        |           |                        |           |
| Balance as per last Balance Sheet                         |                        | 639.52    |                        | 639.52    |
| <b>Amalgamation Reserve</b>                               |                        |           |                        |           |
| Balance as per last Balance Sheet                         |                        | 75.76     |                        | 75.76     |
| <b>Capital Redemption Reserve</b>                         |                        |           |                        |           |
| Balance as per last Balance Sheet                         |                        | 1,400.00  |                        | 1,400.00  |
| <b>Statutory Reserve Fund*</b>                            |                        |           |                        |           |
| Balance as per last Balance Sheet                         | 4,286.00               |           | 3,936.00               |           |
| Add: Transferred from Profit and Loss Account             | 485.00                 |           | 350.00                 |           |
| *Pursuant to Reserve Bank of India (Amendment) Act, 1947. |                        | 4,771.00  |                        | 4,286.00  |
| <b>General Reserve</b>                                    |                        |           |                        |           |
| Balance as per last Balance Sheet                         | 1,440.00               |           | 1,265.00               |           |
| Add: Transferred from Profit and Loss Account             | 250.00                 |           | 175.00                 |           |
| Balance at the end of the year                            |                        | 1,690.00  |                        | 1,440.00  |
| <b>Surplus in the statement of Profit &amp; Loss</b>      |                        |           |                        |           |
| Balance as per last Balance Sheet                         | 4,970.58               |           | 4,826.44               |           |
| Add: Profit for the year                                  | 2,403.65               |           | 1,730.98               |           |
|   | 7,374.23               |           | 6,557.42               |           |
| <b>Less: Appropriations</b>                               |                        |           |                        |           |
| Interim Dividend  | 1,061.85               |           | 530.92                 |           |
| Proposed dividend   | 955.66                 |           | 530.92                 |           |
| Transfer to Statutory Reserve Fund                        | 485.00                 |           | 350.00                 |           |
| Transfer to General Reserve                               | 250.00                 |           | 175.00                 |           |
| <b>Total Appropriations</b>                               | 2,752.51               |           | 1,586.84               |           |
| Balance at the end of the year                            |                        | 4,621.72  |                        | 4,970.58  |
| <b>Total</b>  |                        | 13,198.00 |                        | 12,811.86 |


**INOX LEASING AND FINANCE LIMITED**

|  | Amount (Rs. In lacs)             |                                  |
|--|----------------------------------|----------------------------------|
|  | As at 31st March, 2015<br>Rupees | As at 31st March, 2014<br>Rupees |
| <b>6. LONG TERM LIABILITIES</b>  |                                  |                                  |
| For lease hold land  | 50.89                            | 63.61                            |
| <b>Total</b>   | <b>50.89</b>                     | <b>63.61</b>                     |
| <b>7. LONG TERM PROVISIONS</b>   |                                  |                                  |
| Provision for employee benefits  |                                  |                                  |
| For Gratuity   | 9.74                             | 6.83                             |
| For Leave benefits   | 5.02                             | 3.89                             |
| <b>Total</b>   | <b>14.76</b>                     | <b>10.72</b>                     |
| <b>8. TRADE PAYABLES</b>   |                                  |                                  |
| <b>Dues to</b>   |                                  |                                  |
| Micro and Small Enterprises  | —                                | —                                |
| Others   | 2.56                             | 5.38                             |
| <b>Total</b>   | <b>2.56</b>                      | <b>5.38</b>                      |
| <b>9. OTHER CURRENT LIABILITIES</b>  |                                  |                                  |
| Unclaimed dividend (see note below)  | 79.20                            | 64.77                            |
| Other current liabilities  | 19.39                            | 25.88                            |
| Statutory dues and taxes   | 1.42                             | 1.03                             |
| <b>Total</b>   | <b>100.01</b>                    | <b>91.68</b>                     |
| In respect of unpaid dividends, the actual amount to be transferred to the Investor Protection Fund shall be determined on the due date. |                                  |                                  |
| <b>10. SHORT TERM PROVISIONS</b>   |                                  |                                  |
| Provision for employee benefits  |                                  |                                  |
| — Gratuity   | 9.46                             | 8.12                             |
| — Leave benefits   | 1.56                             | 1.38                             |
| Proposed Dividend  | 955.66                           | 530.92                           |
| <b>Total</b>   | <b>966.68</b>                    | <b>540.42</b>                    |

**11. TANGIBLE ASSETS**

| Sr. No. | Description of Asset | Amount (Rs. In lacs) |                          |                          |                |                |                          |                          |                |                |                |
|---------|----------------------|----------------------|--------------------------|--------------------------|----------------|----------------|--------------------------|--------------------------|----------------|----------------|----------------|
|         |                      | GROSS BLOCK          |                          |                          |                | DEPRECIATION   |                          |                          |                | NET BLOCK      |                |
|         |                      | As at 01.04.14       | Addition during the year | Deletion during the year | As at 31.03.15 | As at 01.04.14 | Addition during the year | Deletion during the year | As at 31.03.15 | As at 31.03.15 | As at 31.03.14 |
| 1       | BUILDINGS:           | 31.28                | —                        | —                        | 31.28          | 22.52          | 0.42                     | —                        | 22.93          | 8.35           | 8.76           |
| 2       | FURNITURE & FIXTURES | 46.20                | 5.57                     | —                        | 51.76          | 22.00          | 7.72                     | —                        | 29.73          | 22.04          | 24.19          |
| 3       | VEHICLES             | 109.78               | —                        | —                        | 109.78         | 98.57          | 5.27                     | —                        | 103.84         | 5.94           | 11.21          |
| 4       | OFFICE EQUIPMENTS    | 24.56                | —                        | —                        | 24.56          | 16.56          | 6.85                     | —                        | 23.40          | 1.16           | 8.01           |
|         | <b>TOTAL</b>         | <b>211.82</b>        | <b>5.57</b>              | <b>—</b>                 | <b>217.39</b>  | <b>159.65</b>  | <b>20.26</b>             | <b>—</b>                 | <b>179.90</b>  | <b>37.49</b>   | <b>52.17</b>   |
|         | PREVIOUS YEAR:       | 212.18               | —                        | 0.36                     | 211.82         | 148.86         | 11.08                    | 0.29                     | 159.65         | 52.17          | 63.32          |


**INOX LEASING AND FINANCE LIMITED**

| 12. NON CURRENT INVESTMENTS<br>(Long term, non-trade, at cost,<br>unless otherwise stated) | Face Value | As at 31st March, 2015 |                   | As at 31st March, 2014 |             |
|--|------------|------------------------|-------------------|------------------------|-------------|
|  |            | Nos.                   | Rs. in lacs       | Nos.                   | Rs. in lacs |
| <b>QUOTED</b>  |            |                        |                   |                        |             |
| <b>i) In Subsidiary Company</b>  |            |                        |                   |                        |             |
| Gujarat Fluorochemicals Limited<br>(face value of Rs. 1/- each fully paid up)              | 1          | <b>57,715,310</b>      | <b>1,921.18</b>   | 57,715,310             | 1,921.18    |
| Inox Leisure Limited<br>(subsidiary of Gujarat Fluorochemicals Limited)                    | 10         | <b>587,461</b>         | <b>257.20</b>     | 587,461                | 257.20      |
| <b>ii) In Other Companies</b>  |            |                        |                   |                        |             |
| Damania Capital Market Limited   | 10         | <b>124,200</b>         | <b>37.26</b>      | 124,200                | 37.26       |
| Eastern Mining Limited   | 10         | <b>10,300</b>          | <b>3.30</b>       | 10,300                 | 3.30        |
| Konar Organics Limited   | 10         | <b>41,100</b>          | <b>4.11</b>       | 41,100                 | 4.11        |
| Rajinder Pipes Limited   | 10         | <b>8,300</b>           | <b>3.32</b>       | 8,300                  | 3.32        |
| Unified Agro Industries (India) Limited  | 10         | <b>1,800</b>           | <b>0.45</b>       | 1,800                  | 0.45        |
| W S Telesystem Limited   | 10         | <b>8,300</b>           | <b>3.32</b>       | 8,300                  | 3.32        |
| Orient Fabritex Limited  | 10         | <b>140,000</b>         | <b>14.00</b>      | 140,000                | 14.00       |
| BOC India Limited  | 10         | <b>200</b>             | <b>0.21</b>       | 200                    | 0.21        |
| Ahmedabad Gases Limited  | 10         | <b>200</b>             | <b>0.02</b>       | 200                    | 0.02        |
| Bombay Oxygen Corpn. Limited   | 100        | <b>5</b>               | <b>0.06</b>       | 5                      | 0.06        |
|  |            |                        | <b>2,244.43</b>   |                        | 2,244.43    |
| Less: Provision for dimunition in value of investments                                     |            |                        | <b>60.99</b>      |                        | 60.99       |
|  |            |                        | <b>2,183.44</b>   |                        | 2,183.44    |
| <b>iii) Investments in Mutual Funds</b>  |            |                        |                   |                        |             |
| Birla Sunlife FTP Series HQ-Growth   | 10         | 1,000,000              | <b>100.00</b>     | —                      | —           |
| Birla Sunlife FTP Series HS-Growth   | 10         | 1,211,029              | <b>121.10</b>     | —                      | —           |
| Birla Sunlife FTP Series KG-Growth   | 10         | 2,263,469              | <b>226.35</b>     | —                      | —           |
| DSP BR FMP Series 105-12M-Growth   | 10         | 1,997,894.14           | <b>199.79</b>     | —                      | —           |
| IDFC FTP Series-24 366D-Growth   | 10         | 2,193,728.91           | <b>219.37</b>     | —                      | —           |
| TATA FMP Series 43 Plan A-Growth   | 10         | 2,000,000              | <b>200.00</b>     | —                      | —           |
| UTI FTIF Series XVII-XIII (369D)-Growth  | 10         | 2,181,540              | <b>218.15</b>     | —                      | —           |
|  |            |                        | <b>1,284.76</b>   |                        | —           |
| <b>UNQUOTED</b>  |            |                        |                   |                        |             |
| <b>i) In Equity shares</b>   |            |                        |                   |                        |             |
| Ideas & U Limited  | 10         | <b>500,000</b>         | <b>50.00</b>      | 500,000                | 50.00       |
|  |            |                        | <b>50.00</b>      |                        | 50.00       |
| Less: Provision for dimunition in value of investments                                     |            |                        | <b>50.00</b>      |                        | 50.00       |
| <b>ii) Investments in Bonds</b>  |            |                        |                   |                        |             |
| HUDCO 7.62% Tax Free Bond Oct'11   | 100,000    | 250                    | <b>250.00</b>     | 250                    | 250.00      |
| HUDCO 8.14% Tax Free Bond  | 1,000      | 20,000                 | <b>200.00</b>     | 20,000                 | 200.00      |
| IIFCL 8.01% Tax Free Bonds   | 1,000,000  | 20                     | <b>200.04</b>     | 20                     | 200.04      |
| IRFC 7.55% Tax Free Bond Oct'11  | 100,000    | 250                    | <b>250.00</b>     | 250                    | 250.00      |
| NHAI 8.27% Tax Free Bonds  | 1,000      | 20,000                 | <b>200.00</b>     | 20,000                 | 200.00      |
| PFC 8.20% Tax Free Bonds   | 1,000      | 8,544                  | <b>85.44</b>      | 8,544                  | 85.44       |
| REC 7.93% Tax Free Bond  | 1,000      | 12,248                 | <b>122.48</b>     | 12,248                 | 122.48      |
| PFC 7.19% Tax Free Bonds   | 1,000      | 10,000                 | <b>100.00</b>     | 10,000                 | 100.00      |
| REC 8.01% Tax Free Bond 2013   | 1,000      | 30,000                 | <b>300.00</b>     | 30,000                 | 300.00      |
|  |            |                        | <b>1,707.96</b>   |                        | 1,707.96    |
| Aggregate value of quoted investments  |            |                        | <b>3,529.20</b>   |                        | 2,178.66    |
| Market value of quoted investments   |            |                        | <b>409,793.16</b> |                        | 185,101.62  |
| Aggregate value of unquoted investments  |            |                        | <b>1,757.96</b>   |                        | 1,757.96    |
| Aggregate provision for dimunition in value of investments                                 |            |                        | <b>110.99</b>     |                        | 110.99      |
| <b>Total Investments</b>   |            |                        | <b>5176.16</b>    |                        | 3891.40     |


**(2) Investment in Property (Long term and Non-trade)**

(Amount Rs. in lacs)

| Particulars    | Gross Block (at cost) |                                |                                |                   | Depreciation/Amortization |                                |                                |                   | Net Block         |                   |
|----------------|-----------------------|--------------------------------|--------------------------------|-------------------|---------------------------|--------------------------------|--------------------------------|-------------------|-------------------|-------------------|
|                | As at<br>01.04.14     | Addition<br>during<br>the year | Deletion<br>during<br>the year | As at<br>31.03.15 | As at<br>01.04.14         | Addition<br>during<br>the year | Deletion<br>during<br>the year | As at<br>31.03.15 | As at<br>31.03.15 | As at<br>31.03.14 |
| Leasehold Land | 204.05                | 0                              | 0                              | 204.05            | 0.41                      | 0.20                           | 0                              | 0.61              | 203.44            | 203.64            |
| Buildings:     | 746.98                | 0                              | 0                              | 746.98            | 62.86                     | 33.28                          | 0                              | 96.14             | 650.84            | 684.12            |
| <b>TOTAL</b>   | <b>951.03</b>         | <b>0</b>                       | <b>0</b>                       | <b>951.03</b>     | <b>63.27</b>              | <b>33.48</b>                   | <b>0</b>                       | <b>96.75</b>      | <b>854.28</b>     | <b>887.76</b>     |
| PREVIOUS YEAR: | 951.03                | —                              | —                              | 951.03            | 27.05                     | 36.21                          | —                              | 63.26             | 887.77            |                   |

**Total Non Current Investments [1+2]**
**6030.44 4779.16**

|  | <b>As at 31st March, 2015</b> | Amount (Rs. In lacs)            |
|--|-------------------------------|---------------------------------|
|  | <b>Rupees</b>                 | As at 31st March, 2014<br>Rupee |
| <b>13. LONG TERM LOANS AND ADVANCES</b>          |                               |                                 |
| (Unsecured, considered good)                     |                               |                                 |
| Loans to employees                               | <b>1.51</b>                   | 2.79                            |
| Advances recoverable in cash or in kind          |                               |                                 |
| – Considered Good                                | <b>66.00</b>                  | 70.50                           |
| Inter corporate Deposits - to subsidiary company | <b>—</b>                      | 1,100.00                        |
| – others   | <b>1,500.00</b>               | —                               |
| <b>Total</b>                                     | <b>1,567.51</b>               | 1,173.29                        |
| <b>14. OTHER NON-CURRENT ASSETS</b>              |                               |                                 |
| MAT Credit entitlement                           | <b>137.78</b>                 | 222.92                          |
|  | <b>137.78</b>                 | 222.92                          |


**INOX LEASING AND FINANCE LIMITED**
**15. CURRENT INVESTMENTS**

|   | As at 31st March, 2015 |                    |                 | As at 31st March, 2014 |                 |
|---|------------------------|--------------------|-----------------|------------------------|-----------------|
|   | Face Value             | Nos.               | Rs. in lacs     | Nos.                   | Rs. in lacs     |
| <b>A Current Portion of Long Term Investment</b>      |                        |                    |                 |                        |                 |
| Investment in Mutual Funds                            |                        |                    |                 |                        |                 |
| ICICI PRU INT Fund Annual Int Plan 1-Growth           | 10                     |                    | —               | 2768899.000            | 327.09          |
| IDFC YS INT Fund Series III-Growth                    | 10                     |                    | —               | 2002192.170            | 200.22          |
| Birla Sunlife FTP Series HQ-Growth                    | 10                     |                    | —               | 1000000.000            | 100.00          |
| Birla Sunlife FTP Series HS-Growth                    | 10                     |                    | —               | 1211029.000            | 121.10          |
| BIRLA Sunlife FTP Series JU 369D-Growth               | 10                     |                    | —               | 1250000.000            | 125.00          |
| Birla Sunlife FTP Series KG-Growth                    | 10                     |                    | —               | 2263469.000            | 226.35          |
| Birla Sunlife INT Income Fund Annual Plan VIII-Growth | 10                     |                    | —               | 2184261.000            | 218.43          |
| BSL INT Income Fund Annual Plan IX-Growth             | 10                     | <b>2248303.000</b> | <b>224.83</b>   | 2248303.000            | 224.83          |
| DSP BR FMP Series 105-12M-Growth                      | 10                     |                    | —               | 1997894.136            | 199.79          |
| DSP BR Short Term Fund Growth                         | 10                     | <b>1014223.064</b> | <b>240.60</b>   |                        | —               |
| DSP BR FMP Series 104-12M-Growth                      | 10                     |                    | —               | 4000000.000            | 400.00          |
| DSP BR FMP Series 149-12M-Growth                      | 10                     |                    | —               | 2188040.000            | 218.80          |
| DSP BR Income Oppurtunities Fund-Growth               | 10                     | <b>1447860.314</b> | <b>274.59</b>   | 1447860.314            | 274.59          |
| HDFC FMP 370D JAN'14(1) Growth                        | 10                     |                    | —               | 2775266.000            | 277.53          |
| ICICI PRU FMP Series 72-366D Plan C-Growth            | 10                     |                    | —               | 1680476.000            | 168.05          |
| ICICI PRU FMP Series 72-366D Plan I-Growth            | 10                     |                    | —               | 4093046.000            | 409.30          |
| ICICI PRU Short Term Plan Growth                      |                        | <b>648497.141</b>  | <b>183.32</b>   |                        | —               |
| ICICI PRU INT Fund Annual INT Plan 1-Growth           |                        | <b>2768899.000</b> | <b>327.09</b>   |                        | —               |
| ICICI PRU Regular Savings Fund Growth                 |                        | <b>1437224.104</b> | <b>210.00</b>   |                        | —               |
| IDFC FTP Series-24 366D-Growth                        | 10                     |                    | —               | 2193728.910            | 219.37          |
| IDFC FTP Series 65 Growth                             | 10                     |                    | —               | 1899199.000            | 189.92          |
| IDFC YS Interval Fund Series III-Growth               |                        | <b>2002192.170</b> | <b>200.22</b>   |                        | —               |
| TATA FMP Series 42 Scheme G 419D-Growth               | 10                     |                    | —               | 7092.100               | 200.00          |
| TATA FMP Series 43 Plan A-Growth                      | 10                     |                    | —               | 2000000.000            | 200.00          |
| TATA FMP Series 46 Scheme I Plan A Growth             | 10                     |                    | —               | 2837278.578            | 283.73          |
| TATA FMP Series 46 Scheme P Plan A Growth             | 10                     |                    | —               | 1094080.000            | 109.41          |
| TATA FMP Series 47 Scheme E(371D) Growth              |                        | <b>2207540.000</b> | <b>220.75</b>   |                        | —               |
| TATA Short Term Bond Fund-Growth                      | 10                     | <b>462941.493</b>  | <b>120.06</b>   |                        | —               |
| Templeton India Short Term Income Plan-Growth         | 1,000                  | <b>28141.789</b>   | <b>741.40</b>   | 14108.781              | 341.40          |
| UTI FTIF Series XVII-XIII (369D)-Growth               | 10                     |                    | —               | 2181540.000            | 218.15          |
| UTI FTIF Series XVII-XVI -Growth                      | 10                     |                    | —               | 2187220.000            | 218.72          |
| UTI FTIF Series XV-IX 366 Days Growth                 | 10                     |                    | —               | 4206359.793            | 420.64          |
| UTI Short Term Income Fund Growth                     | 10                     | <b>1431342.788</b> | <b>239.48</b>   |                        | —               |
| <b>Total</b>  |                        |                    | <b>2,982.34</b> |                        | <b>5,892.41</b> |


**INOX LEASING AND FINANCE LIMITED**

|   | Amount (Rs. In lacs)             |                                  |
|---|----------------------------------|----------------------------------|
|   | As at 31st March, 2015<br>Rupees | As at 31st March, 2014<br>Rupees |
| <b>16. TRADE RECEIVABLES</b>  |                                  |                                  |
| (Unsecured, considered good, unless otherwise stated)                         |                                  |                                  |
| Outstanding for a period exceeding six months                                 | —                                | —                                |
| Others  | 4.73                             | 9.33                             |
| <b>Total</b>  | <b>4.73</b>                      | <b>9.33</b>                      |
| <b>17. CASH AND CASH EQUIVALENTS</b>  |                                  |                                  |
| Balances with banks in current accounts                                       | 54.45                            | 28.29                            |
| Cash on hand  | 7.63                             | 5.30                             |
| In Liquid fund of Mutual Funds  | 1,437.61                         | 91.30                            |
|   | <b>1,499.69</b>                  | <b>124.89</b>                    |
| <b>Other bank balances</b>  |                                  |                                  |
| Unpaid dividend account   | 79.20                            | 64.77                            |
| Deposits with original maturity of more than 3 months but less than 12 months | 1,050.00                         | 300.00                           |
|   | <b>1,129.20</b>                  | <b>364.77</b>                    |
| <b>Total</b>  | <b>2,628.89</b>                  | <b>489.66</b>                    |
| <b>18. SHORT TERM LOANS AND ADVANCES</b>                                      |                                  |                                  |
| (Unsecured, considered good, unless otherwise stated)                         |                                  |                                  |
| Prepaid Expenses  | 2.67                             | 1.35                             |
| Loans to employees  | 1.82                             | 1.63                             |
| Security Deposits   | 61.40                            | 61.40                            |
| Other Advances  | —                                | 5.00                             |
| Advance Income tax (net of provision)   | 28.80                            | 21.09                            |
| <b>Total</b>  | <b>94.68</b>                     | <b>90.47</b>                     |
| <b>19. OTHER CURRENT ASSETS</b>   |                                  |                                  |
| Interest accrued on Bank deposits   | 43.77                            | 13.10                            |
| Interest accrued on Tax Free Bonds  | 53.52                            | 53.57                            |
| <b>Total</b>  | <b>97.29</b>                     | <b>66.67</b>                     |
|   | <b>2014-15</b>                   | <b>2013-14</b>                   |
| <b>20. REVENUE FROM OPERATIONS</b>  |                                  |                                  |
| Brokerage received  | 43.64                            | 59.16                            |
| Dividend Income   |                                  |                                  |
| - on long term investments  |                                  |                                  |
| i) from subsidiary company  | 2,020.03                         | 1,154.31                         |
| ii) from others   | 0.16                             | 0.09                             |
| Interest income   |                                  |                                  |
| - on inter corporate deposits   | 127.57                           | 121.00                           |
| - on bank deposits  | 63.92                            | 14.55                            |
| - on tax free bonds   | 134.70                           | 96.74                            |
| <b>Total</b>  | <b>2,390.02</b>                  | <b>1,445.85</b>                  |

**INOX LEASING AND FINANCE LIMITED**

|   | Amount (Rs. In lacs) |         |
|---|----------------------|---------|
|   | 2014-15              | 2013-14 |
| <b>21. OTHER INCOME</b>                           |                      |         |
| Profit on sale of investments                     |                      |         |
| — on long term investments                        | <b>20.75</b>         | 429.59  |
| — on current investments                          | <b>343.95</b>        | 91.91   |
| Rent received                                     | <b>64.50</b>         | 60.00   |
| Misc. Income                                      | <b>—</b>             | 0.04    |
| <b>Total</b>                                      | <b>429.20</b>        | 581.54  |
| <b>22. EMPLOYEE BENEFIT EXPENSES</b>              |                      |         |
| Salaries and wages                                | <b>57.91</b>         | 69.32   |
| Contribution to Provident fund and other fund     | <b>3.75</b>          | 3.52    |
| Gratuity  | <b>4.25</b>          | 2.45    |
| Staff Welfare expenses                            | <b>1.21</b>          | 0.38    |
| <b>Total</b>                                      | <b>67.12</b>         | 75.67   |
| <b>23. DEPRECIATION AND AMORTIZATION EXPENSES</b> |                      |         |
| Depreciation on Tangible assets                   | <b>20.26</b>         | 11.08   |
| Depreciation on Investment property               | <b>33.28</b>         | 36.01   |
| Amortization of Investment property               | <b>0.20</b>          | 0.20    |
| <b>Total</b>                                      | <b>53.74</b>         | 47.29   |
| <b>24. OTHER EXPENSES</b>                         |                      |         |
| Rates & Taxes                                     | <b>1.70</b>          | 4.73    |
| Legal & Professional Expenses                     | <b>9.10</b>          | 11.24   |
| Rent paid   | <b>12.00</b>         | 12.00   |
| Insurance   | <b>0.98</b>          | 0.81    |
| General Repairs                                   | <b>30.88</b>         | 1.92    |
| Repairs & Maint Building                          | <b>—</b>             | 5.00    |
| Miscellaneous Expenses                            | <b>61.74</b>         | 37.28   |
| <b>Total</b>                                      | <b>116.40</b>        | 72.98   |

**Notes to the standalone financial statements for the year ended 31st March 2015****25. Change in the estimate of useful life of fixed assets**

Company has adopted the useful lives of various fixed assets as specified in Schedule II of the Companies Act, 2013, with effect from April 1, 2014. Further, the carrying amount of fixed assets as at 1st April 2014 is being depreciated over the revised remaining useful life of the assets. Consequently, depreciation charge for the year is higher by Rs. 9.97 Lacs.

**26. Commitments**

The Company has agreed to provide Equity Shares of Gujarat Fluorochemicals Limited held by it, for an amount equal to Rs. 107.50 crores (previous year Rs. 140 crores) to Standard Chartered Private Equity (Mauritius) II Limited (SC) in terms of an Amendment Agreement dated 19th December, 2013 executed between Inox India Ltd. (IIL), Promoters of IIL, the Company and (SC), in case IIL fails to fulfil its obligations under the referred Agreement.

**27. Contingent Liabilities**

Corporative guarantee given to Bank in respect of loan taken by a Company – USD 18.50 million (previous year NIL)

**28. The major components of the net deferred tax liability are as under:**

Amount (Rs. In lacs)

|  | 2014-15      | 2013-14      |
|--|--------------|--------------|
| Particulars  |              |              |
| <b>Deferred Tax Liability -</b>  | —            | —            |
| <b>Deferred Tax Assets:</b>  |              |              |
| Provision for retirement benefits  | 8.53         | 6.56         |
| Depreciation (on account of difference between tax depreciation and depreciation charged in the books) | 8.97         | 6.31         |
| Expenses allowable on payment basis  | 1.92         | 2.38         |
| <b>Total assets</b>  | <b>19.42</b> | <b>15.25</b> |

**29. Payments to the firm of auditors:**

|                    |             |             |
|--------------------|-------------|-------------|
| Particulars        |             |             |
| Audit Fees         | 1.20        | 1.15        |
| Tax Audit Fees     | 0.70        | 0.65        |
| For Other services | 1.18        | 1.10        |
| Service Tax        | 0.38        | 0.36        |
| <b>Total</b>       | <b>3.46</b> | <b>3.26</b> |

**30. Basic and diluted Earning per share:**

Basic and Diluted Earnings have been calculated as follows:

|   |            |            |
|---|------------|------------|
| Profit after taxation (Rs)  | 2,403.65   | 1,730.98   |
| No. of equity shares outstanding at the beginning and end of the year | 10,618,467 | 10,618,467 |
| Nominal value of each share (Rs).                                     | 10         | 10         |
| Basic and diluted Earnings per Share (Rs)                             | 22.64      | 16.30      |

**31. Earnings and Expenditure in foreign currency:**

|              |          |          |
|--------------|----------|----------|
| Particulars  | —        | —        |
| <b>Total</b> | <b>—</b> | <b>—</b> |

**INOX LEASING AND FINANCE LIMITED**

Amount (Rs. In lacs)

**2014-15**

2013-14

**32. The Particulars of dues to Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006.**

The above information has been determined to the extent such parties have been identified on the basis of the information available with the company.

**33. Segment Reporting**

The company is engaged primarily in the business of investments and accordingly there are no separate reportable segments as prescribed under AS-17 of Companies (Accounting Standards) Rules, 2006.

**34. Disclosure as required by Accounting Standard - AS 19 on "Leases"**

(a) In respect of Assets given on Operating Lease:

|   |              |        |
|---|--------------|--------|
| (i) Gross carrying amount of asset given on operating lease included in Buildings of Fixed Assets                             | <b>14.86</b> | 14.86  |
| (ii) Accumulated Depreciation as at the end of the year   | <b>11.66</b> | 11.49  |
| (iii) Depreciation for the year   | <b>0.17</b>  | 0.18   |
| (iv) Future minimum lease payments  |              |        |
| (a) Not later than one year   | <b>69.00</b> | 64.50  |
| (b) Later than one year and not later than five years   | <b>34.50</b> | 103.50 |
| Later than five years   | —            | —      |
| (v) General description   |              |        |
| Asset given on operating lease is Office Premises.  |              |        |
| The non-cancellable initial tenure is for five years, which can be further extended at the mutual option of both the parties. |              |        |

(b) In respect of assets taken on operating lease:

|  |              |       |
|--|--------------|-------|
| Payable in future  |              |       |
| (i) Not later than one year  | <b>12.00</b> | 12.00 |
| (ii) Later than one year and not later than five years   | —            | —     |
| (iii) Later than five years  | —            | —     |
| (iv) The company's significant leasing arrangements are in respect of operating leases for premises taken on lease. Generally, these lease arrangements are non-cancellable for a period of 11 months and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease expenses are charged as expenses in the statement of Profit and Loss. |              |       |

**35. Related party disclosures as required by Accounting Standard (AS18) are as under:**

(i) Names of Related Parties:

**A) Where control exists:**

Subsidiary Company:

Gujarat Fluorochemicals Limited

Subsidiary Company of Gujarat Fluorochemicals Limited:

Inox Leisure Limited

Key Management Personnel

Mr. Deepak Asher (Whole time Director)\*

\*Resigned with effect from 31st March, 2014

**(B) Other related parties with whom there are transactions during the year:**

Enterprises over which key management personnel or his relative has significant influence

— Rajni Farms Private Limited

— Inox India Limited


**INOX LEASING AND FINANCE LIMITED**

## (ii) Particulars of Transactions:

Amount Rs. In lacs

| Particulars   | Subsidiary Company<br>and sub-subsidiary<br>company | Enterprises<br>over which<br>KMP has<br>significant<br>influence | Key<br>Management<br>Personnel | Total                         |
|---|---|--|--------------------------------|-------------------------------|
|   | (Rs.)   | (Rs.)  | (Rs.)                          | (Rs.)                         |
| <b>(A) Transactions during the year</b>                                 |   |  |                                |                               |
| i) Rent received<br>Gujarat Fluorochemicals Ltd                         | <b>64.50</b><br>(60.00)                             |  |                                | <b>64.50</b><br>(60.00)       |
| ii) Dividend received<br>Gujarat Fluorochemicals Ltd                    | <b>2,020.04</b><br>(1,154.31)                       |  |                                | <b>2,020.04</b><br>(1,154.31) |
| iii) Reimbursement of expenses (paid)<br>Gujarat Fluorochemicals Ltd    | <b>0.05</b><br>(0.58)                               |  |                                | <b>0.05</b><br>(0.58)         |
| iv) Reimbursement of expenses (received)<br>Gujarat Fluorochemicals Ltd | <b>0.37</b><br>(4.11)                               |  |                                | <b>0.37</b><br>(4.11)         |
| v) Rent paid<br>Rajni Farms Pvt Ltd.                                    |   | <b>12.00</b><br>(12.00)  |                                | <b>12.00</b><br>(12.00)       |
| vi) Inter-Corporate Deposit paid<br>Inox India Limited                  |   | <b>1,500.00</b><br>(—)   |                                | <b>1,500.00</b><br>(—)        |
| vii) Interest received<br>Inox India Limited                            |   | <b>18.99</b><br>(—)  |                                | <b>18.99</b><br>(—)           |
| viii) Inter-Corporate Deposit received back<br>Inox Leisure Limited     | <b>1,100.00</b><br>(—)                              |  |                                | <b>1,100.00</b><br>(—)        |
| ix) Interest received<br>Inox Leisure Limited                           | <b>108.58</b><br>(121.00)                           |  |                                | <b>108.58</b><br>(121.00)     |
| x) Remuneration paid<br>Shri Deepak Asher                               |   |  | —<br>(21.79)                   | —<br>(21.79)                  |
| <b>(B) Amounts outstanding</b>  |   |  |                                |                               |
| i) <b>Deposit paid</b><br>Rajni Farms Pvt Ltd.                          |   | <b>60.00</b><br>(60.00)  |                                | <b>60.00</b><br>(60.00)       |
| ii) <b>Inter-corporate Deposit paid</b><br>Inox India Limited           |   | <b>1,500.00</b><br>(—)   |                                | <b>1,500.00</b><br>(—)        |
| <b>(C) Amounts payable</b>  |   |  |                                |                               |
| i) Reimbursement of expenses<br>Gujarat Fluorochemicals Ltd             | —<br>(0.14)   |  |                                | —<br>(0.14)                   |
| ii) Remuneration<br>Shri Deepak Asher                                   |   |  | —<br>(1.85)                    | —<br>(1.85)                   |



## INOX LEASING AND FINANCE LIMITED

### 35. Employee Benefits

- a) Defined Contribution Plans: Contribution to Provident Fund of Rs. 3.75 lacs (Previous year Rs. 3.19 lacs is recognised as an expense and included in Contribution to Provident and Other Funds in the Profit and Loss.
- b) Defined Benefit Plans: The amounts recognized in respect of Gratuity and Leave Encashment - as per Actuarial Valuation as on 31st March, 2015.

(Amount Rs. In lacs)

| Particulars  | Gratuity                               |                     | Leave Encashment    |                     |
|--|--|---------------------|---------------------|---------------------|
|  | As at<br>31.03.2015                    | As at<br>31.03.2014 | As at<br>31.03.2015 | As at<br>31.03.2014 |
| Change in Benefit Obligation                       |  |                     |                     |                     |
| Liability at the beginning of the year             | 14.95                                  | 15.17               | 3.84                | 5.20                |
| Interest Cost                                      | 1.37                                   | 1.11                | 0.35                | 0.36                |
| Current Service Cost                               | 3.26                                   | 2.62                | 1.84                | 1.53                |
| Benefit paid                                       | —                                      | (2.67)              | —                   | (1.54)              |
| Actuarial (Gain)/Loss                              | (0.38)                                 | (1.29)              | (1.15)              | (1.71)              |
| Liability at the end of the year                   | 19.20                                  | 14.95               | 4.88                | 3.84                |
| Expenses recognized in the Profit and Loss Account |  |                     |                     |                     |
| Current Service Cost                               | 3.26                                   | 2.62                | 1.84                | 1.53                |
| Interest Cost                                      | 1.37                                   | 1.11                | 0.35                | 0.36                |
| Actuarial (Gain)/Loss                              | (0.38)                                 | (1.29)              | (1.15)              | (1.71)              |
| Expenses recognized in the Profit and Loss Account | 4.25                                   | 2.45                | 1.04                | 0.18                |
| Actuarial Assumptions                              |  |                     |                     |                     |
| Discount Rate                                      | 9.19%                                  | 9.19%               | 9.19%               | 9.19%               |
| Salary Escalation Rate                             | 10%                                    | 10%                 | 10%                 | 10%                 |
| Retirement Age                                     | 58 years                               |                     | 58 years            |                     |
| Mortality – Previous year                          | LIC (1994-96) published table of rates |                     |                     |                     |
| – Current year                                     | IALM (2006-08) Ult                     |                     |                     |                     |

The above defined benefit plans are unfunded. The estimate of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

As per our report of even date attached

On behalf of the Board of Directors

for **S.C. BANDI & CO.**  
Chartered Accountants

**S.C.BANDI**  
Proprietor  
**Membership No. 16932**

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015

**VIJAY SAXENA**  
Company Secretary

**B.D. MAHESHWARI**  
Chief Financial Officer

**D. K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director





**INOX LEASING AND FINANCE LIMITED**

| Assets Side   | Amount<br>outstanding | Amount<br>outstanding |
|---|-----------------------|-----------------------|
| (4) Break -up of Investments: (net of provision for dimunition)<br>(as per AS 13) |                       |                       |
| <b><u>Current Investmenmts</u></b>  |                       |                       |
| 1. Quoted:  |                       |                       |
| (I) Shares :  |                       |                       |
| (a) Equity  | —                     | —                     |
| (b) Preference  | —                     | —                     |
| (ii) Debentures and Bonds   | —                     | —                     |
| (iii) Units of Mutual Funds*  | 2982.34               | 5892.41               |
| (iv) Government Securities  | —                     | —                     |
| (v) Others (Please specify)   | —                     | —                     |
| * Current portion of long term investments  |                       |                       |
| 2. Unquoted:  |                       |                       |
| (I) Shares :  |                       |                       |
| (a) Equity  | —                     | —                     |
| (b) Preference  | —                     | —                     |
| (ii) Debentures and Bonds   | —                     | —                     |
| (iii) Units of Mutual Funds   | —                     | —                     |
| (iv) Government Securities  | —                     | —                     |
| (v) Others (Please specity)   | —                     | —                     |
| <b><u>Long Term investments:-</u></b>   |                       |                       |
| 1. Quoted:  |                       |                       |
| (I) Shares  |                       |                       |
| (a) Equity  | 2178.66               | 2178.66               |
| (b) Preference  | —                     | —                     |
| (ii) Debentures and Bonds   | —                     | —                     |
| (iii) Units of mutual funds   | 1284.77               | —                     |
| (iv) Government Securities  | —                     | —                     |
| (v) Others (please specify)   | —                     | —                     |
| 2. Unquoted:  |                       |                       |
| (I) Shares  |                       |                       |
| (a) Equity  | —                     | —                     |
| (b) Preference  | —                     | —                     |
| (ii) Debentures and Bonds   | —                     | —                     |
| (iii) Units of mutual funds   | —                     | —                     |
| (iv) Government Securities  | —                     | —                     |
| (v) Others - Tax free Bonds   | 1707.96               | 1707.96               |
| <b>TOTAL</b>  | <u>9791.85</u>        | <u>11052.12</u>       |



## (5) Borrower group-wise classification of assets financed as in (2) and (3) above.

(Rs. in Lacs)

| Category                         | Amount net of provisions |           |         | Previous year |           |         |
|----------------------------------|--------------------------|-----------|---------|---------------|-----------|---------|
|                                  | Secured                  | Unsecured | Total   | Secured       | Unsecured | Total   |
| 1. Related Parties               |                          |           |         |               |           |         |
| a) Subsidiaries*                 | —                        | —         | —       | —             | 1100.00   | 1100.00 |
| b) Companies in the same group** | —                        | 1560.00   | 1560.00 | —             | 60.00     | 60.00   |
| c) Other related parties         | —                        | —         | —       | —             | —         | —       |
| 2. Other than related parties    | —                        | 78.12     | 78.12   | —             | 113.09    | 113.09  |
| <b>Total</b>                     |                          | 1638.12   | 1638.12 |               | 1273.09   | 1273.09 |

\*Inter corporate deposit to sub-subsidiary company

\*\*Inter corporate deposit and Security deposit paid for lease of property.

## (6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

(Rs. in Lacs)

| Category                                       |  |                                      | Previous year  |                                      |
|--|--|--------------------------------------|--|--------------------------------------|
|  | Market value/<br>Break up or<br>fair value<br>or NAV | Book Value<br>(Net of<br>Provisions) | Market value/<br>Break up or<br>fair value<br>or NAV | Book Value<br>(Net of<br>Provisions) |
| 1. Related Parties                             |  |                                      |  |                                      |
| a) Subsidiaries (including their subsidiaries) | 408316.55  | 2178.38                              | 185101.74  | 2178.38                              |
| b) Other related parties                       | —  | —                                    | —  | —                                    |
| 2. Other than related parties                  | 6,477.82   | 5,975.35                             | 7,704.68   | 7,600.65                             |
| <b>Total</b>                                   | 414,794.37   | 8,153.73                             | 192,806.42   | 9,779.03                             |

\*\* Break up or fair value of investments in unquoted equity shares has been taken at Book Value.

## (7) Other information

Current year

Previous year

| Particulars                                   | Amount | Amount |
|---|--------|--------|
| (i) Gross Non -Performing Assets              |        |        |
| (a) Related Parties                           | —      | —      |
| (b) Other than related parties                | —      | —      |
| (ii) Net Non -Performing Assets               |        |        |
| (a) Related Parties                           | —      | —      |
| (b) Other than related parties                | —      | —      |
| (iii) Assets acquired in satisfaction of debt | —      | —      |

On behalf of the Board of Directors

**B.D. MAHESHWARI**  
Chief Financial Officer**D.K. JAIN**  
Chairman**VIJAY SAXENA**  
Company Secretary**P.K. JAIN**  
Managing DirectorPlace : Mumbai  
Date : 13<sup>th</sup> August, 2015



INOX LEASING AND FINANCE LIMITED

# **INOX LEASING AND FINANCE LIMITED**

## **CONSOLIDATED ANNUAL ACCOUNTS**

**2014-2015**



# Independent Auditor's Report on the Consolidated Financial Statements

To the Members of Inox Leasing and Finance Limited

## Report on the Consolidated Financial Statements

I have audited the accompanying consolidated financial statements of **Inox Leasing and Finance Limited** (the Holding Company), its subsidiaries, joint ventures and associates (collectively referred to as "the Group"), which comprise the consolidated Balance Sheet as at 31st March, 2015, the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

## Management's responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group and its associate and jointly controlled 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. The respective Board of Directors of the companies included in the Group and of its associate and jointly controlled companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its associate and jointly controlled companies 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, 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

My responsibility is to express an opinion on these financial statements based on my audit. I 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.

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

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

I believe that the audit evidence obtained by me and the audit evidence by the other auditor in terms of their report referred in the 'Other Matter' paragraph below is sufficient and appropriate to provide a basis for my audit opinion on the consolidated financial statements.

## Opinion

In my opinion and to the best of my information and according to the explanations given to me, and based on the consideration of the report of the other auditors on the financial statements of the subsidiaries and associates as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Group, its associate and jointly controlled companies as at 31<sup>st</sup> March, 2015, its consolidated profit and its consolidated cash flows for the year ended on that date.

## Other Matters

I have not audited the financial statements of the subsidiaries, its associates and jointly controlled companies whose financial statements reflect the Group's share of total assets of Rs. 938587.59 lacs, as at 31<sup>st</sup> March, 2015, total revenues of Rs. 539061.97 lacs and net cash inflows of Rs. 105293.06 lacs. These financial statements and other financial information have been audited by other auditors, whose reports have been furnished to me, by the Management and my opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled companies and associate, and my report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, associate and jointly controlled companies is based solely on the reports of the other auditors. My opinion on the consolidated financial statements, and my report on Other Legal and Regulatory Requirements



## INOX LEASING AND FINANCE LIMITED

below, is not modified in respect of the above matters with respect to my reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors Report) Order, 2015 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on the comments in the auditor's report of the Holding Company, subsidiary companies, associate company and jointly controlled companies incorporated in India, I give in the Annexure a statement on the matters specified in paragraph 3 and 4 of the said Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, based on audit and on the consideration of the report of the other auditor on separate financial statements, I report, to the extent applicable, that:
  - (a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit of the aforesaid consolidated financial statements.
  - (b) In my opinion, proper books of account as required by law relating to preparation of the consolidated financial statements have been kept so far as it appears from my examination of those books and the report of the other auditor.
  - (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 my 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, 2015 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, associate company and jointly controlled companies incorporated in India, none of the directors of any companies is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
  - (f) 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 my opinion and to the best of my information and according to the explanations given to me:
    - i. The consolidated financial statements disclose the impact of pending litigations on its financial position of the Group, associate company and its jointly controlled companies – Refer Note 12 and 42 to the consolidated financial statements;
    - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts including derivative contracts; and
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by two subsidiary companies and there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, other subsidiary companies, associate company and jointly controlled companies.

**For S.C. BANDI & CO.**  
Chartered Accountants  
Firm Registration No. 130850W

**S.C. BANDI**  
Proprietor  
M. No: 16932

Place : Mumbai  
Date : 13<sup>th</sup> August, 2015



**Annexure to Independent Auditor's Report to the members of Inox Leasing and Finance Limited on the consolidated financial statements for the year ended 31<sup>st</sup> March 2015 – referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of my report of even date.**

I have considered the auditor's report issued in terms of the Companies (Auditors Report) Order, 2015 (the "Order") by the auditors of the subsidiary companies, associate and jointly controlled companies incorporated in India, to which the Order is applicable. As stated in the paragraph under the heading "Other Matters", my report in respect of the companies not audited by me is based solely on the report of other auditors. On this basis, in terms of the Order, to the extent applicable, I report that:

1. The Holding Company, subsidiary companies, associate and a jointly controlled company have maintained proper records showing full particulars including quantitative details and situation of fixed assets. The fixed assets have been physically verified by the management of the respective entities at reasonable intervals and no material discrepancies have been noticed on such verification.
2. The inventories were physically verified by the management of the Holding Company and subsidiary companies at reasonable intervals during the year. The procedures of physical verification followed by them are reasonable and adequate in relation to the size of the respective companies and their nature of business. The Holding Company and subsidiary companies have maintained proper records of its inventories and no material discrepancies were noticed on physical verification of inventories as compared to book records.
3. The Holding Company, subsidiary companies, associate and jointly controlled companies have not granted any loans, secured or unsecured, to companies, firms or other parties outside the Group and covered in the register maintained under section 189 of the Companies Act.
4. The Holding Company, subsidiary companies, associate and jointly controlled companies have an adequate internal control procedures commensurate with the size of the respective entities and nature of their business for purchase of inventory and fixed assets and for the sale of goods and services, as applicable, and no major weakness has been noticed in the internal control systems in respect of these areas.
5. The Holding Company, subsidiary companies, associate and jointly controlled companies has not accepted any deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and the Rules framed thereunder.
6. The statutory auditors of the subsidiary companies have broadly reviewed the books of account maintained by each company pursuant to the Rules made by the Central Government for maintenance of cost records under section 148(1) of the Companies Act, 2013 for activities of the respective companies to which the said Rules are made applicable, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. In case of holding company, four subsidiary companies, associate and jointly controlled companies, the Central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013 for their activities.
7. The Holding Company, subsidiary companies, associate and jointly controlled companies are generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income-tax, sales tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax, cess, entertainment tax and other material statutory dues applicable to it, except that in case of a subsidiary company, there have been delays in initial months of the financial year in respect of provident fund, employee's state insurance, income-tax, service tax, value added tax, entertainment tax, show tax, advertisement tax, labour cess and professional tax. There are no undisputed amounts payable in respect of such statutory dues which were in arrears as at 31<sup>st</sup> March 2015 for a period of more than six months from the date they become payable.



**INOX LEASING AND FINANCE LIMITED**

Particulars of dues of income-tax, service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of disputes are as under:

| Name of the Statute  | Nature of dues and the period to which the amount relates   | Amount (Rs. in Lakh) | Forum where dispute is pending  |
|--|---|----------------------|---|
| <b>In the case of Gujarat Fluorochemicals Limited – Subsidiary Company</b> |   |                      |   |
| Service-tax (Finance Act, 1994)  | Penalty on delay payment of Service tax on Banking & Financial services in respect of External Commercial Borrowings - 10.09.2004 to 30.06.2007 | 6.85                 | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| Central Excise Act, 1944   | Excise Duty on freight recovered from customers. - April 2007 to November 2007  | 363.34               | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| Central Excise Act, 1944   | Cenvat Credit availed on Capital goods. - April 2006 to August 2011   | 51.59                | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| Central Excise Act, 1944   | Excise Duty on freight recovered from customers. - April 2012 to December 2012  | 154.88               | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| Central Excise Act, 1944   | Excise Duty on freight recovered from customers. - January 2013 to August 2013  | 57.72                | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| Customs Act, 1962  | Differential duty on Import of Coal on high seas. - April 2012 to May 2012  | 113.04               | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad                 |
| Customs Act, 1962  | Differential duty on Import of Coal on high seas. - 17 <sup>th</sup> March 2012 to 28 <sup>th</sup> March 2013.                                 | 860.53               | Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad.                |
| <b>In the case of Inox Wind Limited – step down subsidiary company</b>     |   |                      |   |
| Himachal Pradesh Value Added Tax   | Penalty for delayed payment of tax during the year 2013-14  | 70.04                | Ap Appeal is being filed before Tax Tribunal, Dharmshalla.                    |
|  | Penalty for delayed payment of tax during the year 2012-13  | 19.48                | De Deputy Excise and Taxation Commissioner cum Appellate Authority, Palampur. |
| <b>In the case of Inox Leisure Limited – step down subsidiary company</b>  |   |                      |   |
| Service-tax (Finance Act, 1994)  | Levy of service tax on certain income for period 2002-03 to 2007-08   | 90.13                | Customs, Excise & Service Tax Appellate Tribunal, Mumbai                      |
| Service-tax (Finance Act, 1994)  | Service tax on renting of immovable properties for the period August 2008 to September 2011   | 1042.44              | Supreme Court of India  |
| Service-tax (Finance Act, 1994)  | Service tax on renting of film distributors payments for the period July 2012 to September 2013   | 2651.92              | Commissioner of Service Tax   |



| Name of the Statute  | Nature of dues and the period to which the amount relates    | Amount (Rs. in Lakh)     | Forum where dispute is pending  |
|--|--|--------------------------|---|
| Customs Act, 1962  | Cucustom duty  | amount not ascertainable | Commissioner Appeal, Central Board of Excise and Customs                        |
| Customs Act, 1962  | Custom duty for the period 2005-06                           | 4.36                     | Asst. Commissioner of Customs, Jawaharlal Nehru Custom House, JNPT, Nhava Sheva |
| Maharashtra Value Added Tax Act, 2002  | Levy of MVAT on Copy Right for the period 2006-07 to 2007-08 | 39.38                    | Commissioner of Sales Tax   |
| Maharashtra Value Added Tax Act, 2002  | As assessment dues for the year 2008-09                      | 237.06                   | Deputy Commissioner of Sales Tax  |
| Income Tax Act, 1961   | Pe Penalty u/s 271(1)(c) for the year 2009-10                | 19.48                    | Commission of Income-tax (Appeals) - Vadodara                                   |
| In the case of Swanston Multiplex Cinemas Private Limited – jointly controlled company |  |                          |   |
| Maharashtra Value Added Tax Act, 2002  | Value Added Tax for the year 2005-06                         | 73.12                    | The Deputy Commissioner of Sales Tax (Appeals), Mazgaon, Mumbai                 |
| Maharashtra Value Added Tax Act, 2002  | Value Added Tax for the year 2008-09                         | 56.49                    | The Deputy Commissioner of Sales Tax (Appeals), Mazgaon, Mumbai                 |
| Income-tax Act, 1961   | As assessment dues for assessment year 2005-06               | 11.20                    | Inclncome-tax Appellate Tribunal, Mumbai  |

There are no dues of sales tax, wealth tax or cess, which have not been deposited on account of disputes.

The amount required to be transferred to Investor Education & Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 and rules made thereunder has been transferred to such fund within time by the subsidiary company and a step down subsidiary company. There are no dues in respect of Investor Education & Protection Fund by Holding company, other subsidiary companies, associate and jointly controlled companies.

8. The Holding Company, subsidiary companies, associate and jointly controlled companies do not have accumulated losses on standalone basis, except in case of one jointly controlled company where the accumulated losses at the end of the financial year are more than fifty per cent of its net worth on standalone basis. The Holding Company, subsidiary companies, associate and jointly controlled companies have not incurred cash losses during the current year on standalone basis, except in case of one of the subsidiary company which has incurred cash losses during the current year on standalone basis. The Holding Company, subsidiary companies, associate and jointly controlled companies have not incurred cash losses in the immediately preceding financial year on standalone basis, except in case of one of the subsidiary company and a jointly controlled company which have incurred cash losses in the immediately preceding financial year on standalone basis. Three subsidiary companies and a jointly controlled company have been registered for less than five years and hence the provisions of clause 3(viii) of the Order in respect of losses are not applicable to these companies. On a consolidated basis, the Holding Company and its subsidiary companies, associate and jointly controlled companies do not have accumulated losses and have not incurred cash losses during the current year and in the immediately preceding financial year.



## **INOX LEASING AND FINANCE LIMITED**

9. The Holding Company, subsidiary companies and associate company have not defaulted in repayment of dues to banks and financial institutions. The Holding Company, subsidiary companies, associate and jointly controlled companies did not have any borrowings by way of debentures.
10. The Holding Company, subsidiary companies, associate and jointly controlled companies have not given any guarantee for loans taken from banks or financial institutions by other parties outside the Group.
11. The term loans availed during the year by the subsidiary company, step down subsidiary companies and associate were applied for the purpose for which they were raised except in the case of one subsidiary company where the amount pending utilization is temporarily used for general business purposes.
12. No fraud on or by the Holding Company, subsidiary companies, associate and jointly controlled companies has been noticed or reported during the year. However, after the end of the year one subsidiary company has detected a fraud perpetrated by an employee of the said company in respect of travelling expenses, as detailed in note no. 50 to the consolidated financial statements. Further, as explained in the said note, pending completion of the investigation of the matter, the amount involved is not yet ascertained.

**For S.C. BANDI & CO.**  
Chartered Accountants  
Firm Registration No. 130850W

**S.C. BANDI**  
Proprietor  
M. No: 16932

Place : Mumbai  
Date : 13<sup>th</sup> August, 2015



## Consolidated Balance Sheet of Inox Leasing and Finance Limited and its Subsidiary Companies as at 31 st March, 2015

|                                    |          | Amount (Rs. in Lacs)   |                        |
|------------------------------------|----------|------------------------|------------------------|
|                                    | Note No. | As at 31st March, 2015 | As at 31st March, 2014 |
| <b>I. EQUITY AND LIABILITIES</b>   |          |                        |                        |
| <b>(1) Shareholders' funds</b>     |          |                        |                        |
| (a)                                | 4        | 1061.85                | 1061.85                |
| (b)                                | 5        | 233082.35              | 186203.78              |
|                                    |          | <b>234144.20</b>       | 187265.63              |
| <b>(2) Minority interest</b>       |          |                        |                        |
|                                    |          | <b>288408.09</b>       | 182309.05              |
| <b>(3) Non-current liabilities</b> |          |                        |                        |
| (a)                                | 6        | 113676.32              | 123624.96              |
| (b)                                | 47(1)    | 31522.35               | 25237.38               |
| (c)                                | 7        | 3541.86                | 5389.14                |
| (d)                                | 8        | 1809.92                | 1314.41                |
|                                    |          | <b>150550.45</b>       | 155565.89              |
| <b>(4) Current liabilities</b>     |          |                        |                        |
| (a)                                | 9        | 122017.19              | 81221.29               |
| (b)                                | 10       | 92146.55               | 62949.71               |
| (c)                                | 11       | 53483.51               | 45761.38               |
| (d)                                | 12       | 11053.98               | 6028.23                |
|                                    |          | <b>278701.23</b>       | 195960.61              |
| <b>TOTAL</b>                       |          | <b>951803.97</b>       | 721101.18              |
| <b>II. ASSETS</b>                  |          |                        |                        |
| <b>(1) Non-current assets</b>      |          |                        |                        |
| (a)                                | 1(C)     | 16508.24               | 5738.76                |
| (b)                                |          |                        |                        |
| (i)                                | 13       | 396707.01              | 360360.51              |
| (ii)                               | 14       | 9896.85                | 6810.77                |
| (iii)                              |          | 42130.21               | 78055.13               |
| (c)                                | 47(2)    | 2258.26                | 1641.81                |
| (d)                                | 15       | 17503.47               | 10528.27               |
| (e)                                | 16       | 55804.14               | 39646.22               |
| (f)                                | 17       | 863.14                 | 1247.53                |
|                                    |          | <b>541671.32</b>       | 504029.00              |
| <b>(2) Current assets</b>          |          |                        |                        |
| (a)                                | 18       | 5250.77                | 34911.78               |
| (b)                                | 19       | 87039.88               | 62947.55               |
| (c)                                | 20       | 186356.50              | 94977.1                |
| (d)                                | 21       | 114356.92              | 5763.44                |
| (e)                                | 22       | 15423.99               | 14675.04               |
| (f)                                | 23       | 1704.59                | 3797.28                |
|                                    |          | <b>410132.65</b>       | 217072.19              |
| <b>TOTAL</b>                       |          | <b>951803.97</b>       | 721101.19              |

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

As per our report of even date attached for **S.C. BANDI & CO.**  
Chartered Accountants

**S.C.BANDI**  
Proprietor  
Membership No. 16932

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015

On behalf of the Board of Directors

**VIJAY SAXENA**  
Company Secretary

**B.D. MAHESHWARI**  
Chief Financial Officer

**D. K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director



INOX LEASING AND FINANCE LIMITED

## Consolidated Statement of Profit and Loss of Inox Leasing and Finance Limited and its Subsidiary Companies for the year ended 31 st March, 2015

|   |          | Amount (Rs. in Lacs) |             |
|---|----------|----------------------|-------------|
|   | Note No. | 2014-2015            | 2013-2014   |
| <b>I. Revenue from operations</b>   | 24       | <b>543411.85</b>     | 353254.83   |
| Less: Excise Duty   |          | <b>9,069.40</b>      | 7,930.40    |
|   |          | <b>534342.45</b>     | 345324.43   |
| <b>II. Other income</b>   | 25       | <b>5345.62</b>       | 5062.59     |
| <b>III. Total Revenue (I + II)</b>  |          | <b>539688.08</b>     | 350387.02   |
| <b>IV. Expenses:</b>  |          |                      |             |
| Cost of materials consumed  | 26       | <b>241261.67</b>     | 146699.18   |
| Purchases of Stock-in-Trade   | 27       | <b>171.18</b>        | 65.32       |
| Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 28       | <b>(23183.40)</b>    | (9,444.50)  |
| Employee benefits expense   | 29       | <b>22607.64</b>      | 17048.79    |
| Finance costs   | 30       | <b>21768.44</b>      | 17770.96    |
| Depreciation and amortization expense   | 31/35(a) | <b>28528.34</b>      | 20091.63    |
| Other expenses  | 32       | <b>189840.68</b>     | 150705.27   |
| <b>Total expenses</b>   |          | <b>480994.55</b>     | 342936.65   |
| <b>V. Less: Expenditure capitalized</b>                                       |          | <b>—</b>             | (19,647.08) |
| <b>VI. Net Expenditure</b>  |          | <b>480994.55</b>     | 323289.57   |
| <b>VII. Profit before exceptional items and tax</b>                           |          | <b>58,131.60</b>     | 0           |
| <b>VIII. Exceptional items</b>  | 37       | <b>(24,432.50)</b>   | 0           |
| <b>IX. Profit before tax (VII-VIII)</b>                                       |          | <b>83126.03</b>      | 27097.45    |
| <b>(X) Tax expense:</b>   |          |                      |             |
| (1) Current tax   |          | <b>21,417.14</b>     | 5866.16     |
| (2) MAT credit entitlement  |          | <b>(9,600.27)</b>    | (3752.24)   |
| (3) Deferred tax  |          | <b>5,251.45</b>      | 1766.94     |
| (4) Taxation pertaining to earlier years                                      |          | <b>(1,037.96)</b>    | (16.30)     |
|   |          | <b>16030.36</b>      | 3864.56     |
| <b>XI. Profit for the year (IX-X)</b>   |          | <b>67095.66</b>      | 23232.89    |
| <b>XII. Less : Share of minority interest in profit /(loss)</b>               |          | <b>(35,974.45)</b>   | (15,232.23) |
| <b>XIII. Add: Share in profit of associates</b>                               | 38b      | <b>—</b>             | 411.03      |
| <b>XIV. Net Profit (XI+XII+XIII)</b>  |          | <b>31121.21</b>      | 8411.69     |
| <b>XV. Basic and diluted Earnings per share of Rs.10 each (in Rs)</b>         | 57       | <b>293.08</b>        | 79.22       |

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

As per our report of even date attached for **S.C. BANDI & CO.**  
Chartered Accountants

On behalf of the Board of Directors

**S.C.BANDI**  
Proprietor  
Membership No. 16932

**VIJAY SAXENA**  
Company Secretary

**D. K. JAIN**  
Chairman

**B.D. MAHESHWARI**  
Chief Financial Officer

**P.K. JAIN**  
Managing Director

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015



## Consolidated Cash Flow Statement of Inox Leasing and Finance Limited and its Subsidiary Companies for the year ended 31 st March, 2015

Amount (Rs. in Lacs)

|   | 2013-2015          | 2012-2014         |
|---|--------------------|-------------------|
| <b>A Cash flow from operating activities</b>  |                    |                   |
| Profit before tax   | 83,017.44          | 26,976.44         |
| Adjustments for :   |                    |                   |
| Depreciation and Amortisation   | 28,528.34          | 20,091.63         |
| Loss on retirement/disposal of fixed assets (Net)   | 1,802.94           | 110.05            |
| Provision for diminution in value of assets held for sale   | 17.03              | 41.60             |
| Provision for diminution in value of investments  | —                  | 393.72            |
| Provision for doubtful trade receivables (Net)  | 32.47              | 21.70             |
| Provision for doubtful deposits   | 311.88             |                   |
| Provision for doubtful advances   | 3.05               | 20.05             |
| Bad debts and remissions  | 5.57               | 75.13             |
| Liabilities and provisions written back   | (492.19)           | (837.27)          |
| Deposits and advances written off   | 40.57              | —                 |
| Amounts written-off   | 452.12             | 27.91             |
| Amortization of value of Stock Options  | 1.36               | 14.33             |
| Reversal of MTM loss on derivative  | (72.56)            | —                 |
| MTM loss on derivative  | —                  | 346.49            |
| Unrealised Foreign exchange Loss (Net)  | (2,027.00)         | 390.03            |
| Profit for the period of temporary cessation of control over subsidiary and treated as 'associate'. | —                  | 1,317.34          |
| Income in respect of investing activities (Net)   | (30,877.80)        | (3,352.25)        |
| Finance Costs   | 21,985.37          | 18,003.10         |
|   | <b>19,711.15</b>   | <b>36,663.57</b>  |
| Operative profit before working capital changes   | <b>102,728.59</b>  | <b>63,640.01</b>  |
| Adjustments for :   |                    |                   |
| Other Long term liabilities   | 341.26             | (1,529.12)        |
| Long-term provisions  | 316.60             | 92.15             |
| Trade payables  | 33,141.89          | 28,134.34         |
| Other current liabilities   | 8,282.50           | 4,830.97          |
| Short-term provisions   | 472.02             | (403.44)          |
| Long-term loans and advances  | (3,398.59)         | (386.32)          |
| Inventories   | (24,011.50)        | (10,841.55)       |
| Trade receivables   | (85,533.95)        | (20,947.83)       |
| Other non current assets  | (52.16)            | (9.55)            |
| Other current assets  | 2,329.04           | (1,644.88)        |
| Short-term loans and advances   | (2,680.68)         | 1,093.70          |
|   | <b>(70,793.57)</b> | <b>(1,611.53)</b> |
| Cash generated from operations  | <b>31,935.02</b>   | <b>62,028.47</b>  |
| Income-tax paid (Net)   | <b>17,198.31</b>   | <b>(6,917.68)</b> |
| <b>Net cash from operating activities</b>   | <b>14,736.71</b>   | <b>55,110.79</b>  |



**INOX LEASING AND FINANCE LIMITED**

## **Consolidated Cash Flow Statement of Inox Leasing and Finance Limited and its Subsidiary Companies for the year ended 31 st March, 2015**

Amount (Rs. in Lacs)

|  | 2014-2015          | 2013-2014    |
|--|--------------------|--------------|
| <b>B Cash flow from investing activities</b>   |                    |              |
| Purchase of fixed assets (including change in capital work in progress and capital advances)                     | <b>(42,877.86)</b> | (42,387.98)  |
| Sale of fixed assets   | <b>957.41</b>      | 201.68       |
| Purchase of shares of subsidiary company   | —                  | (3,122.71)   |
| Purchase of other investments  | <b>(97,826.78)</b> | (103,613.04) |
| Redemption/Sale of Investments   | <b>154,906.87</b>  | 101,328.14   |
| Proceeds from sale of shares through trust   | <b>27,033.18</b>   | 2,921.22     |
| Inter-corporate and other loans given (Net)  | <b>(500.00)</b>    | (2,300.00)   |
| Inter-corporate deposit received back  | <b>350.00</b>      | 425.00       |
| Investment in subsidiary company   | <b>(18,390.38)</b> | —            |
| Purchase/redemption of other non-current investments   | <b>1.91</b>        | —            |
| Interest and Dividend received ( Net of expenses)  | <b>5,238.06</b>    | 1,265.14     |
| Movement in bank fixed deposits with original maturity of more than three months and margin money deposits (Net) | <b>(663.56)</b>    | (2,146.49)   |
| <b>Net cash used in investment activities</b>  | <b>28,228.85</b>   | (47,429.04)  |
| <b>C Cash flow from financing activities</b>   |                    |              |
| Shares issued under ESOP   | <b>2.49</b>        | —            |
| Proceeds from issue of share capital   | <b>70,000.00</b>   | 236.31       |
| Share issue expenses   | <b>(769.88)</b>    | (724.04)     |
| Proceeds from long term loans  | <b>9,280.50</b>    | 7,036.13     |
| Repayment of long term loans   | <b>(25,101.83)</b> | (7,579.66)   |
| Proceeds from short term loans (net)   | <b>41,874.73</b>   | 12,934.01    |
| Proceeds from Cash Credit/Overdraft(Net)   | <b>(309.20)</b>    | (2,322.54)   |
| Inter-corporate deposits paid  | <b>(1,100.00)</b>  | —            |
| Inter-corporate deposits received  | —                  | 2.50         |
| Finance costs  | <b>(23,508.91)</b> | (16,358.59)  |
| Dividend paid (Including Tax on Dividend)  | <b>(6,515.68)</b>  | (3,632.23)   |
| <b>Net cash from /(used in) financing activities</b>   | <b>63,852.22</b>   | (10,408.11)  |
| <b>D Adjustment on accounts of Foreign Currency Translation Reserve</b>  | <b>614.52</b>      | 458.42       |
| <b>Net increase/(decrease) in cash and cash equivalent</b>   | <b>107,432.30</b>  | (2,267.94)   |
| Cash and cash equivalents as at the beginning of the year  | <b>3,298.59</b>    | 5,565.04     |
| Add: Cash received on account of subsidiary acquired during the year   | <b>321.64</b>      | 1.49         |
| Cash and cash equivalents as at the end of the year  | <b>111,052.53</b>  | 3,298.59     |

As per our report of even date attached  
for **S.C. BANDI & CO.**  
Chartered Accountants

**S.C.BANDI**  
Proprietor  
**Membership No. 16932**

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015

On behalf of the Board of Directors

**VIJAY SAXENA**  
Company Secretary

**B.D. MAHESHWARI**  
Chief Financial Officer

**D. K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015****1. CORPORATE INFORMATION:-**

Inox Leasing and Finance Limited ("ILFL" or the "Company" or "Parent Company") is a public company engaged in the business of financial services, investment in shares, bonds and units of mutual funds and earns 'brokerage income on investments in mutual funds etc.

The company is the holding company of Gujarat Fluorochemicals Limited. (GFL) .

The Consolidated Financial Statements ("CFS") relate to ILFL, its subsidiaries, joint ventures of its subsidiaries and an associate of a subsidiary company (collectively referred to as the "Group").

**(A)** The subsidiary companies, joint ventures and associate considered in CFS are:

**(a) Subsidiary of the Company:-**

| Name of the Company                          | Country of incorporation | Proportion of ownership interest  |                                   |
|--|--------------------------|-----------------------------------|-----------------------------------|
|  |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Gujarat Fluorochemicals Limited (GFL)        | India                    | 52.54%                            | 52.54%                            |
| Inox Leisure Limited (ILL) subsidiary of GFL | India                    | 0.61%                             | 0.61%                             |

Gujarat Fluorochemicals Limited ("GFL" or the "subsidiary company") is a public company engaged in the business of manufacturing and trading of Refrigeration Gases, Anhydrous Hydrochloric Acid, Caustic Soda, Chlorine, Chloromethane, Polytetrafluoroethylene (PTFE) and Post-treated Polytetrafluoroethylene (PTPTFE). The Company caters to both domestic and international markets. The shares of the Company are listed on Bombay Stock Exchange and National Stock Exchange of India.

Inox Leisure Ltd. is engaged in the business of operating and managing multiplexes and cinema theatres in India. Inox Infrastructure Ltd. is engaged in the business of real estate and property development. Inox Wind Ltd. is engaged in the business of manufacture and sale of wind turbine generators (WTGs) and providing Erection, Procurement and Commissioning (EPC) services for WTGs. GFL Americas is engaged in the business of manufacture, trading and sale of Post Treated Polytetrafluoroethylene (PT-PTFE) Compounds. Inox Renewables Ltd. is engaged in the business of generation and sale of wind energy and providing services for erection & commissioning of wind farms. Gujarat Fluorochemicals Singapore is engaged in investment activities. Gujarat Fluorochemicals GMBH is engaged in the business of trading of polymer compounds especially, Polytetrafluoroethylene (PT-PTFE).

**(b) Subsidiaries of Gujarat Fluorochemicals Limited**

| Name of the Company  | Country of incorporation | Proportion of ownership interest  |                                   |
|--|--------------------------|-----------------------------------|-----------------------------------|
|  |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Inox Leisure Limited (ILL)   | India                    | 48.09% <sup>(*)</sup>             | 48.09% <sup>(*)</sup>             |
| Inox Infrastructure Limited (IIL)  | India                    | 100%                              | 100%                              |
| Inox Wind Limited (IWL)  | India                    | 63.09%                            | 75.00%                            |
| Gujarat Fluorochemicals Americas, LLC (GFL Americas)                                       | USA                      | 100%                              | 100%                              |
| Inox Renewables Limited (IRL)  | India                    | 99.98%                            | 99.98%                            |
| Gujarat Fluorochemicals Singapore Pte. Limited   | Singapore                | 100%                              | 100%                              |
| Gujarat Fluorochemicals GmbH, Germany many (Incorporated on 6th September, 2013)(GFL GmbH) | Germany                  | 100%                              | 100%                              |

(\*) Proportion of ownership interest in Inox Leisure Limited is computed on the total paid-up capital of ILL viz. including Treasury shares held by ILL through Inox Benefit Trust. Also see note no. 38.

**(c) Subsidiary of GFL Singapore Pte Limited**

| Name of the Company | Country of incorporation | Proportion of ownership interest  |                                   |
|---------------------|--------------------------|-----------------------------------|-----------------------------------|
|                     |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| GFL GM Fluorspar SA | Morocco                  | 74%                               | 74%                               |

GFL GM Fluorspar SA is engaged in the business of exploration of fluorspar mines.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015****(d) Subsidiary of Inox Wind Limited:-**

| Name of the Company                       | Country of incorporation | Proportion of ownership interest  |                                   |
|---|--------------------------|-----------------------------------|-----------------------------------|
|   |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Inox Wind Infrastructure Services Limited | India                    | 100%                              | 100%                              |

Inox Wind Infrastructure Services Limited is engaged in the business of providing Erection, Procurement & Commissioning (EPC), Operation & Maintenance (O&M) services and Common Infrastructure facilities for Wind Turbine Generators.

**(e) Subsidiary of Inox Wind Infrastructure Services Limited (IWISL):-**

| Name of the Company  | Country of incorporation | Proportion of ownership interest  |                                   |
|--|--------------------------|-----------------------------------|-----------------------------------|
|  |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Marut Shakti Energy India Limited (MSEIL) acquired by IWISL on 13 <sup>th</sup> September, 2013) | India                    | 100%                              | 100%                              |

MSEIL is engaged in the business of development of Wind Farm sites.

**(f) Subsidiary of Inox Renewables Limited:-**

| Name of the Company                 | Country of incorporation | Proportion of ownership interest  |                                   |
|-------------------------------------|--------------------------|-----------------------------------|-----------------------------------|
|                                     |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Inox Renewables (Jaisalmer) Limited | India                    | 100%                              | 100%                              |

Inox Renewables (Jaisalmer) Limited is engaged in the business of generation of wind energy.

**(g) Subsidiaries of Inox Leisure Limited:-**

| Name of the Company  | Country of incorporation | Proportion of ownership interest  |                                   |
|--|--------------------------|-----------------------------------|-----------------------------------|
|  |                          | As at 31 <sup>st</sup> March 2015 | As at 31 <sup>st</sup> March 2014 |
| Satyam Cineplexes Limited - see note B(i)(a) below         | India                    | 100%                              | N.A.                              |
| Shouri Properties Private Limited - see note B(i)(b) below | India                    | 93.75%                            | N.A.                              |

Satyam Cineplexes Limited is engaged in the business of operating & managing multiplexes in India. Shouri Properties Private Limited holds a license to operate a multiplex cinema theatre which is operated by Inox Leisure Limited.

**(b) Joint Ventures of the Company:-**

- (i) GFL has a Joint Venture interest of 33.77% in Xuancheng Hengyuan Chemical Technology Company Ltd., a company incorporated in the People's Republic of China. As at 31<sup>st</sup> March 2015, the company has invested a sum of Rs.1263.89 Lakh in the share capital of this Joint Venture. The Joint Venture Company is engaged in the business of manufacture of anhydrous hydrogen fluoride and allied activities. The financial statements of this joint venture are drawn up to 31<sup>st</sup> December 2014.
- (ii) GFL has a Joint Venture interest of 25% in Swarnim Gujarat Fluorspar Private Limited, a company incorporated in India. As at 31<sup>st</sup> March, 2015 the Company has invested a sum of Rs.108.25 Lakh in the share capital of this Joint Venture. The Joint Venture Company is proposed to be engaged in the business of manufacture of Acid Grade Fluorspar and allied activities.

**(c) Joint Venture of Inox Leisure Limited (ILL):-**

ILL has a Joint Venture interest of 50% in Swanston Multiplex Cinemas Private Limited ('SMCPL'), a company incorporated in India. As at 31<sup>st</sup> March, 2015 the Company has invested a sum of Rs.279.52 Lakh in the share capital of SMCPL. SMCPL was engaged in the business of operating a multiplex.

**(d) Associate of Inox Infrastructure Limited (IIL):-**

IIL holds 50% of the total equity capital of Megnasolace City Private Limited (Megnasolace). Megnasolace is an 'Associate Company' and the investment is accounted under the equity method in accordance with AS 23 - 'Accounting for Investments



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

in Associates'. The Group's share of the post acquisition profits is included in the carrying cost of the investment as under:-

(Rs. in Lakh)

| S. No. | Particulars                             | 2014-15 | 2013-14 |
|--------|---|---------|---------|
| 1      | Book value of Investment on acquisition | 3200.00 | 3200.00 |
| 2      | Share of Profit – Up to Previous Year   | 1.47    | 1.47    |
| 3      | Share of (Loss)/Profit – Current Year   | 0.00    | 0.00    |
| 4      | Carrying amount                         | 3201.47 | 3201.47 |

Capital commitment towards partly paid shares of Megnasolace is Rs. 16800 Lakh (Previous year Rs. 16800 Lakh).

### (B) Acquisitions and disinvestment during the year

- i) Acquisitions by Company's subsidiary Inox Leisure Limited ('ILL')
  - a) During the year, the ILL has acquired 100% of the equity shares in Satyam Cineplexes Limited ('SCL') and consequently SCL has become a wholly owned subsidiary of the ILL with effect from 8 August 2014.  
At the Meeting of Board of Directors of the ILL held on 25 September 2014, the Board has approved the Scheme of Amalgamation (Scheme) under Section 391 to 394 of the Companies Act, 1956 and relevant Sections of the Companies Act 2013, to the extent applicable, for amalgamation of SCL with ILL, subject to the approval of the Scheme by Stock Exchanges, Shareholders and Creditors of the respective companies, Hon'ble High Courts of Judicature at Delhi and Gujarat, and subject to approval of any other statutory authorities as may be required. Once sanctioned, the Scheme will be effective from the appointed date i.e. 8<sup>th</sup> August 2014. Presently, the petition for approval of the Scheme is pending before the Hon'ble High Court of Judicature at Delhi. The effect to the said Scheme will be given after obtaining the necessary approvals.
  - b) During the year, ILL has acquired 93.75% of the equity shares in Shouri Properties Private Limited ('SPPL') and consequently SPPL has become a subsidiary of ILL with effect from 24 November 2014.
- ii) See note no. 34 for sale of shares in Inox Wind Limited pursuant to its Initial Public Offer.

### (C) Breakup of goodwill and capital reserve on consolidation:

(Rs. in lakh)

| Particulars                      | 2014-2015 | 2013-2014 |
|----------------------------------|-----------|-----------|
| Goodwill on consolidation        | 16685.60  | 5738.76   |
| Capital reserve on consolidation | (177.36)  | Nil       |
| Net goodwill on consolidation    | 16508.24  | 5738.76   |

### (D) Additional Information as required under Schedule III to the Companies Act, 2013:

| Name of the entity                               | Net Assets, i.e., total assets minus total liabilities |           | Share in profit or loss     |           |
|--|--|-----------|-----------------------------|-----------|
|  | As % of consolidated net assets                        | Amount    | As % of consolidated profit | Amount    |
| <b>Parent - Inox Leasing and Finance Limited</b> | 2.73%  | 14259.85  | 7.72%                       | 2403.65   |
| <b>Indian Subsidiaries</b>                       |  |           |                             |           |
| Gujarat Fluorochemicals Limited                  | 54.65%   | 285558.89 | 122.86%                     | 38236.22  |
| Inox Infrastructure Limited                      | 1.04%  | 5428.39   | 0.34%                       | 105.06    |
| Inox Wind Limited                                | 27.50%   | 143696.52 | 106.54%                     | 33156.68  |
| Inox Wind Infrastructure Services Limited        | (-)0.87%   | (4529.27) | (-)11.39%                   | (3543.93) |
| Marut Shakti Energy India Limited                | 0.01%  | 55.54     | 0.10%                       | 30.06     |
| Inox Renewables Limited                          | 10.01%   | 52288.85  | (-)1.78%                    | (555.41)  |
| Inox Renewables Jaisalmer Limited                | 2.46%  | 12842.34  | 3.22%                       | 1,003.61  |
| Inox Leisure Limited                             | 13.03%   | 68091.05  | 7.96%                       | 2476.46   |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

| Name of the entity                                     | Net Assets, i.e., total assets minus total liabilities |                  | Share in profit or loss     |                 |
|--|--|------------------|-----------------------------|-----------------|
|  | As % of consolidated net assets                        | Amount           | As % of consolidated profit | Amount          |
| Satyam Cineplexes Limited                              | 0.36%  | 1868.40          | (-)1.46%                    | (453.06)        |
| Shouri Properties Private Limited                      | (-)0.01%   | (40.93)          | (-)0.05%                    | (14.08)         |
| <b>Foreign Subsidiaries</b>                            |  |                  |                             |                 |
| Gujarat Fluorochemicals GmbH                           | 0.11%  | 595.07           | (-)0.36%                    | (111.10)        |
| Gujarat Fluorochemicals Americas LLC                   | 0.22%  | 1132.67          | (-)0.46%                    | (141.99)        |
| Gujarat Fluorochemicals Singapore Pte. Ltd.            | 0.33%  | 1709.76          | 0.02%                       | 7.05            |
| GFL GM Fluorspar SA                                    | 0.06%  | 295.50           | (-)1.01%                    | (315.62)        |
| <b>Minority Interest in all subsidiaries</b>           | 55.28%   | 288841.05        | (-)128.08%                  | (33693.82)      |
| <b>Indian Associates</b>                               |  |                  |                             |                 |
| Megnasolace City Private Limited                       | See note below   | Nil              | Nil                         |                 |
| <b>Indian Joint Ventures</b>                           |  |                  |                             |                 |
| Swarnim Gujarat Fluorspar Private Limited              | 0.02%  | 97.74            | -0.01%                      | (2.36)          |
| Swanston Multiplex Cinemas Private Limited             | 0.00%  | (4.83)           | 0.01%                       | 3.96            |
| <b>Foreign Joint Venture</b>                           |  |                  |                             |                 |
| Xuancheng Hengyuan Chemical Technology Company Limited | 0.15%  | 809.56           | (-)2.22%                    | (692.02)        |
| <b>Sub total</b>                                       |  | <b>872996.15</b> |                             | <b>37814.36</b> |
| Intercompany eliminations / adjustments                | (-)64.20%  | (350443.86)      | (-)1.97%                    | (10663.00)      |
| <b>Total</b>   | 100.00%  | <b>522552.29</b> | 100.00%                     | <b>31121.21</b> |

Note: Investment in Megnasolace City Private Limited ('Megnasolace'), an associate of Inox Infrastructure Limited 'IIL' is accounted as per equity method.

## 2. Basis of Preparation and Principles of Consolidation :-

The CFS are prepared in accordance with Accounting Standard (AS) 21 'Consolidated Financial Statements', Accounting Standard (AS) 23 'Accounting for Investment in Associates in Consolidated Financial Statements' and Accounting Standard (AS) 27 'Financial Reporting of Interest in Joint Ventures' specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2014.

Figures of the previous year have been regrouped or reclassified, wherever necessary, to confirm to current period presentation.

The CFS are prepared on the following basis.

- The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. Inter-company balances, inter-company transactions and unrealised profits are fully eliminated. Unrealised losses resulting from inter-company transactions are eliminated unless cost cannot be recovered.
- Interest in joint ventures is reported using proportionate consolidation method.
- The share of profit/loss of associate company is accounted under the 'equity method' as per which the share of profit/loss of the associate company is adjusted to the cost of investment.
- Financial statements of foreign subsidiaries have been translated into Indian Rupees in accordance with the methodology prescribed for conversion of financial statements of a non-integral operation in the Accounting Standard (AS) 11 'Effects of Changes in Foreign Exchange Rates'.
- Goodwill on consolidation represents excess of the cost to the parent of its investment in a subsidiary over the parent's portion of equity of the subsidiary, at the date on which investment in the subsidiary is made, and is recognized as an asset in the consolidated financial statements. The Goodwill on consolidation is evaluated for impairment whenever there is any indication that its carrying amount may have been impaired. When the cost to the parent of its investment in a subsidiary



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

is less than that the parent's portion of equity of the subsidiary, the difference is treated as capital reserve in the consolidated financial statements.

- vi. The CFS are prepared using uniform accounting policies for the like transactions and other events in similar circumstances, except where it is not practicable to do so. The CFS are presented, to the extent possible, in the same manner as the Parent Company's separate financial statements.
- vii. The Minority interest in the net assets of consolidated subsidiaries consist of the amount of equity attributable to minority at the date on which investment in subsidiary is made and the minority's share of movement in equity since the date the parent subsidiary relationship comes into existence. The losses applicable to the minority, to the extent they exceed the minority interest in the equity of the subsidiary, are adjusted against the majority interest, until the minority's share of losses so absorbed by the majority has been recovered.

### 3. Significant Accounting Policies

#### a) Revenue Recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed on to the customers in terms of the respective contracts, which is generally at the point of dispatch of goods. Gross revenue from operations includes excise duty but is exclusive of sales tax. Revenue from Carbon Credits is recognised on delivery thereof or sale of rights therein, as the case may be, in terms of the contract with the respective buyer. Income from sale of Renewable Energy Certificate (REC) is recognised on delivery thereof or sale of rights therein, as the case may be, in terms of the contract with the respective buyer.

Revenue from generation and sale of electricity is recognised on the basis of actual units generated and transmitted to the purchaser (net of reactive energy consumed) in accordance with the terms of the power purchase agreements entered with the respective customers.

Revenue from EPC, Common Infrastructure Facilities and Site Development Services is recognized on completion of the services, in terms of the respective contracts, and is net of taxes. Revenue from Operations & Maintenance contracts is recognized pro-rata over the period of the contract, as per the terms of the contract, and is net of taxes. Revenue from project development services is recognized as per the bills raised according to the nature, terms and conditions of the respective assignments.

Income from Box Office is recognized as and when the movie is exhibited. Income from Sale of Food & Beverages is accounted at the point of sale. Income is net of refunds and complimentary. Conducting fees are in respect of charges received from parties to conduct business from the multiplexes and the revenue is recognized as per the contractual arrangements. Advertisement income is recognized on exhibition of the advertisement or over the period of contract, as applicable.

Interest on deposits, loans and interest bearing securities is recognised on a time proportion basis, except in cases where interest is doubtful of recovery. Dividend income is recognised when the unconditional right to receive the dividend is established.

#### b) Fixed Assets and Intangible Assets

Fixed assets and intangible assets, other than revalued assets, are stated at historical cost, less accumulated depreciation/amortisation and impairment, except freehold land which is carried at cost. Intangible assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortization.

In case of revaluation of tangible assets, any revaluation surplus is credited to the revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognized in the Statement of Profit and Loss, in which case the increase is recognized in the Statement of Profit and Loss. A revaluation deficit is recognized in the Statement of Profit and Loss, except to the extent that it offsets an existing surplus on the same asset recognized in the asset revaluation reserve.

The cost of leasehold land comprises of lease premium and expenses on acquisition thereof as reduced by accumulated depreciation. The cost of other fixed assets comprises of purchase price or cost of construction and includes expenses attributable to bringing the asset to its working condition for its intended use, and is net of credit for duties and taxes. Project pre-operative expenses and expenditure incurred during construction period of multiplexes are capitalized to various eligible assets in respective multiplexes. Borrowing costs directly attributable to acquisition or construction of qualifying fixed assets are capitalised. In respect of accounting period commencing on or after 1<sup>st</sup> April 2011, consequent to the amendment of para 46 of AS 11, 'The Effects of Changes in Foreign Exchange Rates', the cost of depreciable capital assets includes foreign exchange differences arising on translation of long term foreign currency monetary items.

#### c) Depreciation and Amortization

Consequent to Schedule II of the Companies Act, 2013 becoming effective from 1st April 2014, depreciation/amortization is provided as under:



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

- i) On tangible fixed assets: Cost of leasehold land is amortised over the period of the lease. Depreciation on other fixed assets, excluding freehold land, is provided on straight line method at the rates and in the manner specified in Schedule II of the Companies Act, 2013. On leasehold improvements, electrical installations & air conditioners in leased premises, depreciation is provided over the period of useful life on the basis of the respective agreements or the useful life as per Schedule II part C of the Companies Act, 2013, whichever is shorter.
- ii) On intangible fixed assets: Cost of technical know-how is amortized equally over a period of ten years. Cost of product development is amortised equally over a period of five years. Cost of software is amortized over a period of three years in case of operating software and six years in case of other software. Cost of movie script acquired and cost of web-site developed is amortized over a period of five years.

Upto 31st March 2014, depreciation/amortization was provided as under:

- i) On tangible fixed assets: Cost of leasehold land was amortised over the period of the lease. Depreciation on other Fixed Assets, excluding Freehold Land, was provided on straight line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956. Fixed Assets costing Rs.5,000 or less were fully depreciated in the year of acquisition. Based on technical opinion, Windmill was considered as a continuous process plant and depreciation was provided at the rate applicable thereto. On leasehold improvements, electrical installations & air conditioners in leased premises, depreciation was provided over the period of useful life on the basis of the respective agreements or the useful life as per Schedule XIV of the Companies Act, 1956, whichever is shorter.
- ii) On intangible fixed assets: Cost of technical know-how was amortized equally over a period of ten years and cost of software was amortized @ 16.21% p.a. on straight line method.

Cost of film distribution rights and negative rights was amortized in proportion to the management's estimate of gross revenue expected to be realized over a period. Cost of movie script acquired was amortized over a period of five year from the date of agreement. Cost of software was amortized on straight line basis @ 16.21% p.a.

In respect of foreign subsidiaries:

Depreciation on all fixed assets (except land) is provided under Straight Line Method. The rates of depreciation prescribed in Schedule II of the Companies Act, 2013 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. The value of mining exploitation permit/licence is amortised over the period of the permit/licence on a straight line basis.

Upto 31st March 2014, depreciation/amortization was provided as under:

Depreciation on all fixed assets (except land) is provided under Straight Line Method. The rates of depreciation prescribed in Schedule XIV to the Companies Act, 1956 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life.

### d) Impairment of Assets

Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's assets and impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount.

### e) Investments

#### i) In Securities

Long term investments are carried at cost. Provision for diminution is made to recognise the decline, other than temporary, in the values of these investments. Current investments are carried at lower of cost and fair value.

#### ii) In Investment Property

Leasehold Land is carried at cost, comprising of lease premium and expenses on acquisition thereof, as reduced by accumulated amortization. Building is carried at cost of acquisition, less accumulated depreciation.

Cost of leasehold land is amortized over the period of lease. Depreciation on building is provided on straight line method at the rates and in the manner specified in Schedule II to the Companies Act, 2013.

### f) Inventories

Inventories and project development work-in-progress are valued at lower of cost and net realisable value. Cost is determined using Weighted Average Method, except for multiplex inventories where cost is determined using FIFO method, and is

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

inclusive of appropriate overheads. Closing stock of finished goods and imported materials include excise duty and customs duty payable thereon, wherever applicable. Obsolete, defective and unserviceable stocks are duly provided for.

**g) Employee Benefits**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss in the year in which the related service is rendered. Company's contributions towards provident and pension funds viz. Defined Contribution Plan paid/payable during the year are charged to the Statement of Profit and Loss. Post-employment benefits in the form of Gratuity and Leave Encashment are recognized as an expense in the Statement of Profit and Loss at the present value of the amounts payable determined on the basis of actuarial valuation techniques, using the projected unit credit method. Actuarial gains and losses are recognized in the Statement of Profit and Loss

**h) Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of cost of such asset. Other borrowing costs are charged to the Statement of Profit and Loss.

**i) Taxes on Income**

Income tax expense comprises of current tax & deferred tax charge. Deferred tax is recognised on timing differences, subject to consideration of prudence, being the differences between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods. The deferred tax in respect of timing differences which reverse during the tax holiday period is not recognised to the extent the gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of losses is recognized as an asset if there is virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized. Minimum Alternate Tax (MAT) paid on the book profits, which gives rise to future economic benefits in the form of tax credit against future income-tax liability, is recognized as an asset in the Balance Sheet if there is convincing evidence that normal tax will be payable within the period prescribed for utilization of such credit.

**j) Foreign Currency Transactions and Forward Contracts**

- (i) Transactions in foreign currency are recorded in rupees by applying the exchange rate at the date of the transaction. At the Balance Sheet date, monetary assets and liabilities in foreign currency are restated by applying the closing rate. Gains or losses on settlement of the transactions and restatement of monetary assets and liabilities are recognised in the Statement of Profit and Loss, except as mentioned in para (ii) below. In respect of forward exchange contracts entered, the difference between the forward rate and the exchange rate at the date of the transaction is recognised as income or expense over the life of such contract. Currency and interest rate swaps are accounted in accordance with the respective contracts. All other derivatives, which are not covered by AS 11 'The Effects of Changes in Foreign Exchange Rates', are measured using the mark-to-market principles and the net loss after considering the offsetting effect on the underlying hedge items is charged to the Statement of Profit and Loss. Net gains on the mark-to-market basis are not recognised.
- (ii) The Central Government has, vide its Notification no. G.S.R. 914(E) dated 29 December 2011, amended AS 11, to the extent it relates to the recognition of losses or gains arising on restatement of long-term foreign currency monetary items in respect of accounting periods commencing on or after 1<sup>st</sup> April 2011.
- (iii) As stipulated in the Notification, the Group has exercised the option to adopt the following policy irrevocably for accounting periods commencing from 1st April 2011:

Long term foreign currency monetary items are translated at the exchange rate prevailing on the balance sheet date and the net exchange gain / loss on such conversion and on settlement of the liability, is adjusted to the cost of the asset, where the long-term foreign currency monetary items relate to the acquisition of a depreciable capital asset (whether purchased within or outside India), and depreciated over the balance life of the assets.

**k) Accounting For Hedges and Derivatives**

The Group uses various forms of derivative instruments such as options and interest rate swaps to hedge its exposure on account of movements in foreign exchange and interest rates. The use of derivatives is governed by the Group's risk management strategy and the Group's risk management policies for use of such financial derivatives. The Group does not use derivative financial instruments for speculative purposes. The derivatives are entered only where the counterparty is a bank.

In terms of the Notification by the Institute of Chartered Accountants of India on status of AS

30 'Financial Instruments: Recognitions and Measurement', the Group during the current year has adopted the rules for hedge accounting specified in AS 30. Accordingly, derivatives such as option contracts and interest rate swaps to hedge highly probable forecasted transactions which are outside the scope of AS 11 'The Effects of Changes in Foreign Exchange Rates' may be designated as a hedging instrument in a permitted hedging relationship if the conditions for hedge accounting are met including high hedge effectiveness at the inception and throughout the period of the hedge.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

Derivatives covered by AS 11, or those that do not qualify for hedge accounting, or those not designated as an effective hedge in a permitted hedging relationship continue to be accounted for using the principle of prudence under AS 1 'Disclosure of Accounting Policies', and the mark-to-market losses if any are recognized fully in the Statement of Profit and Loss at each reporting date.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in 'Hedging Reserve Account'. The gain or loss relating to the ineffective portion is recognized immediately in Statement of Profit and Loss. Amounts previously recognized in 'Hedging Reserve Account' and are reclassified to Statement of Profit and Loss in the same periods when the hedged item affects profit and loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that had been deferred in equity will be recognised immediately in the Statement of Profit and Loss.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. The hedged item is recorded at fair value and any gain or loss is recorded in the Statement of Profit and Loss and is offset by the gain or loss from the change in the fair value of the derivative.

Hedge accounting is discontinued on a prospective basis when the hedge no longer meets the hedge accounting criteria, when the hedging instrument expires or is sold, terminated, or exercised, or it no longer qualifies for hedge accounting, or when the Group revokes the hedging relationship.

### **l) Leases**

#### **(i) Assets taken on operating lease:**

Lease rentals in respect of assets acquired on operating lease are charged to the Statement of Profit and Loss as per the terms of the respective lease agreements.

#### **(ii) Assets given on operating lease:**

Assets given under operating lease are capitalised and included in the fixed assets. Lease income arising there from is recognised as income in the Statement of Profit and Loss as per the terms of the respective lease agreements.

### **m) Government Grants**

Government Grants are accounted for when it is reasonably certain that the ultimate collection will be made. The grants in the nature of promoters' contribution are credited to Capital Reserve.

### **n) Preliminary Expenses**

Expenditure on survey and investigation of the mines are charged to expenses in the year in which they are incurred.

### **o) Treasury Shares**

Pursuant to the Scheme of Amalgamation of Fame India Ltd ('Fame') and its subsidiaries with Inox Leisure Limited ('ILL'), equity shares of ILL have been issued to Inox Benefit Trust (the Trust) against the equity shares of Fame held by ILL. These shares are recognised as Interest in Inox Benefit Trust at the amount of consideration paid by ILL to acquire the shares of erstwhile Fame. These shares of ILL held by Inox Benefit Trust are considered as 'Treasury Shares' by ILL. Difference between the cost and the amount received at the time sale of shares by the Trust, is recorded separately as 'Reserve on Sale of Treasury Shares' under Reserves and surplus.

### **p) Provisions and Contingent Liabilities**

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is possible obligation or a present obligation in respect of which the likelihood of outflow of resource is remote, no provision or disclosure is made.

### **q) Use of Estimates**

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



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

Amount Rs. in Lacs

|  | As at 31st March, 2015 | As at 31st March, 2014 |
|--|------------------------|------------------------|
| <b>4 SHARE CAPITAL</b>   |                        |                        |
| <b>Authorised capital</b>  |                        |                        |
| 11,000,000 Equity Shares of Rs.10/- Each                           | <b>1,100.00</b>        | 1,100.00               |
| 1,500,000 Redeemable Cumulative Preference Shares of Rs.100/- each | <b>1,500.00</b>        | 1,500.00               |
| <b>Total</b>   | <b>2,600.00</b>        | 2,600.00               |
| <b>4.1 Issued, Subscribed and fully paid up capital</b>            |                        |                        |
| 10,618,467 Equity Shares of Rs.10/- Each                           |                        |                        |
| <b>Total</b>   | <b>1,061.85</b>        | 1,061.85               |

**4.2 Terms/rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rupees 10 per share.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts, if any.

During the financial year company has paid an interim dividend of Rs. 10/- per equity share (previous year Rs. 5/- per equity share). Further, dividend of Rs. 9/- per equity share (previous year Rs. 5/- per equity share) is proposed to be distributed to the equity shareholders. The total distribution of dividend to the equity shareholders is Rs. 19/- per equity share (previous year Rs. 10/- per equity share).

**4.3 Details of shareholders holding more than 5% shares in the company**

|                      | As at 31st March, 2015 |              | As at 31st March, 2014 |           |
|----------------------|------------------------|--------------|------------------------|-----------|
|                      | Number                 | % holding    | Number                 | % holding |
| Mr. Pavan Kumar Jain | <b>1,279,878</b>       | <b>12.05</b> | 1,276,378              | 12.02     |
| Mr. Vivek Kumar Jain | <b>1,379,505</b>       | <b>12.99</b> | 1,379,305              | 12.99     |
| Mr. Devansh Jain     | <b>2,303,218</b>       | <b>21.69</b> | 2,303,218              | 21.69     |
| Mrs. Nayantara Jain  | <b>1,172,832</b>       | <b>11.05</b> | 1,172,832              | 11.05     |
| Mrs. Nandita Jain    | <b>1,031,644</b>       | <b>9.72</b>  | 1,031,644              | 9.72      |
| Mr. Siddharth Jain   | <b>2,666,113</b>       | <b>25.11</b> | 2,218,292              | 20.89     |

**5 Reserves and surplus**

|  |                 |          |
|--|-----------------|----------|
| Capital Reserves                                     |                 |          |
| As per last Balance Sheet                            | <b>6,655.46</b> | 6,655.46 |
| Additions during the year (see note below)           | <b>(1.88)</b>   | —        |
|  | <b>6,653.58</b> | 6,655.46 |
| Reconstruction Reserve                               |                 |          |
| As per last Balance Sheet                            | <b>639.52</b>   | 639.52   |
| Amalgamation Reserve                                 |                 |          |
| As per last Balance Sheet                            | <b>195.33</b>   | 195.33   |
| Less : Increase in Minority interest during the year | <b>(40.78)</b>  | —        |
|  | <b>154.55</b>   | 195.33   |
| Capital Redemption Reserve                           |                 |          |
| As per last Balance Sheet                            | <b>1,459.30</b> | 1,459.30 |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| Securities Premium Account  |                        |                        |
| As per last Balance Sheet   | 3,898.94               | 3,889.56               |
| Premuim received during the year (net of IPO expenses)  | 21,464.07              | —                      |
| Less : Increase in Minority interest during the year  | (1,399.82)             | —                      |
| Add/(Less): Adjustment on account of FCCB premium and grant of stock options to employees in subsidiaries etc.        | (7.75)                 | 9.38                   |
|   | <b>23,955.44</b>       | <b>3,898.94</b>        |
| Revaluation Reserve   |                        |                        |
| As per last Balance Sheet   | 2,925.74               | 3,098.09               |
| Add: Addition during the year   | 0.37                   |                        |
| Less: Transfer to statement of profit and loss a/c  | —                      | (172.35)               |
|   | <b>2,926.11</b>        | <b>2,925.74</b>        |
| Statutory Reserve Fund*   |                        |                        |
| As per last Balance Sheet   | 4,286.00               | 3,936.00               |
| Add: Transfer from Profit and Loss Account  | 485.00                 | 350.00                 |
|   | <b>4,771.00</b>        | <b>4,286.00</b>        |
| Consolidation Reserve   |                        |                        |
| As per last Balance Sheet   | 24,555.76              | 24,555.76              |
| General Reserve   |                        |                        |
| As per last Balance Sheet   | 135,941.91             | 132,766.91             |
| Less : Increase in Minority interest during the year  | (293.36)               | —                      |
| Adjustment on account of carrying amount of fixed assets as at 1st April 2014, net of deferred tax (see note no. 35a) | (298.19)               | —                      |
| Add: Transfer from Profit and Loss Account  | 17,747.48              | 3,175.00               |
|   | <b>153,097.84</b>      | <b>135,941.91</b>      |
| Reserve on sale of treasury shares  |                        |                        |
| As per last Balance Sheet   | (279.04)               | —                      |
| Addition during the year  | 4,044.75               | -279.04                |
|   | <b>3,765.71</b>        | <b>-279.04</b>         |
| Hedging Reserve   |                        |                        |
| As per last Balance Sheet   | (275.56)               | —                      |
| Addition during the year  | (380.15)               | (275.56)               |
|   | <b>(655.71)</b>        | <b>(275.56)</b>        |
| Foreign currency translation reserve  |                        |                        |
| As per last Balance Sheet   | 1,415.08               | 921.60                 |
| Add: Movements during the year  | (391.20)               | 493.48                 |
|   | <b>1,023.88</b>        | <b>1,415.08</b>        |
| Surplus in the Statement of Profit & Loss   |                        |                        |
| As per last Balance Sheet   | 4,744.57               | 3,299.82               |
| Add: Profit for the year  | 31,121.21              | 8,411.69               |
| Less : Increase in Minority interest during the year  | (2,262.63)             | —                      |
| Add : Recoupment of loss of earlier year from Minority Interest   | —                      | 98.05                  |
| Less : Appropriations   | 33,603.15              | 11,809.56              |
| Interim Dividend  | 1,061.85               | 530.92                 |
| Proposed Dividend   | 2,780.38               | 2,355.64               |
| Tax on Dividend   | 782.70                 | 653.42                 |
| Statutory reserve fund  | 485.00                 | 350.00                 |
| General Reserve   | 17,747.48              | 3,175.00               |
|   | <b>10,745.75</b>       | <b>4,744.58</b>        |
| <b>Group Share in Joint Ventures</b>  | <b>(10.39)</b>         | <b>(19.24)</b>         |
| <b>Total</b>  | <b>233,082.35</b>      | <b>186,143.78</b>      |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|  | As at 31st March, 2015 | As at 31st March, 2014 |
|--|------------------------|------------------------|
| <b>6 Long-term borrowings</b>  |                        |                        |
| <b>Term Loans</b>  |                        |                        |
| Secured Loans  |                        |                        |
| From Banks   |                        |                        |
| - Rupee Loans  | 30225.12               | 27,230.67              |
| - Foreign Currency Loans   | 76131.98               | 85,350.73              |
|  | <b>106,357.10</b>      | 112,581.40             |
| From Other Parties   |                        |                        |
| - Rupee Loans  | 28168.12               | 10,500.00              |
| - Foreign Currency Loans   | —                      | 24,828.12              |
|  | <b>28168.12</b>        | 35,328.12              |
|  | <b>134525.22</b>       | 149,009.52             |
| Less: current maturities of long term borrowings                                       | <b>20,848.90</b>       | 24,284.56              |
|  | <b>113,676.32</b>      | 123,624.96             |
| <b>6.1</b> For nature of securities and terms of repayment please refer to note no. 33 |                        |                        |
| <b>7 Other Long-term liabilities</b>   |                        |                        |
| Security Deposits  | 558.42                 | 495.06                 |
| Retention Money  | 45.70                  | 43.73                  |
| Sundry creditors for capital expenditure   | 2,627.33               | 2,446.26               |
| Advances from customers  | 257.56                 | 2,338.11               |
| For leasehold land   | 52.85                  | 63.61                  |
| Statutory dues and taxes payable   | —                      | 2.37                   |
| <b>Total</b>   | <b>3,541.86</b>        | 5,389.14               |
| <b>8 Long-term provisions</b>  |                        |                        |
| Provision for employee benefits  |                        |                        |
| - For Gratuity   | 1,283.38               | 958.51                 |
| - For Leave benefits   | 526.54                 | 355.90                 |
| <b>Total</b>   | <b>1,809.92</b>        | 1,314.41               |
| <b>9 Short-term borrowings</b>   |                        |                        |
| <b>9.1 (i) Secured Loans</b>   |                        |                        |
| From Banks   |                        |                        |
| - Cash Credit/Overdraft  | 3208.14                | 7729.71                |
| - Short Term Working Capital Demand Loans  | 12116.78               | 0.00                   |
| - Rupee Loans  | 6000.00                | 9200.00                |
| - Foreign Currency Loans   | 52833.17               | 35732.78               |
|  | <b>74158.09</b>        | 52662.49               |
| From Other Parties   |                        |                        |
| - Short Term Working Capital Demand Loans  | 5000.00                | —                      |
| <b>9.2 (ii) Unsecured Loans</b>  |                        |                        |
| From Banks   |                        |                        |
| - Rupee Loan   | 4900.00                | 17500.00               |
| - Foreign Currency Loans   | 20075.69               | 8467.49                |
|  | <b>24975.69</b>        | 25967.49               |
| From Other Parties   |                        |                        |
| - Commercial papers  | 15814.84               | —                      |
| - Inter-corporate deposit  | 59.85                  | —                      |
|  | <b>15,874.69</b>       | —                      |
|  | <b>120,008.47</b>      | 78,629.98              |
| <b>Group Share in Joint Ventures</b>   | <b>2,008.72</b>        | 2,591.31               |
| <b>Total</b>   | <b>122017.19</b>       | 81221.29               |
| <b>9.3</b> For nature of securities and terms of repayment please refer to note no. 33 |                        |                        |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>10 Trade Payables</b>                                |                        |                        |
| Trade Payables  |                        |                        |
| - dues to Micro and Small Enterprises (see note no. 49) | 4.18                   | 6.80                   |
| - others  | 91,142.71              | 61,126.06              |
|   | <b>91,144.33</b>       | 61,127.48              |
| <b>Group Share in Joint Ventures</b>                    | <b>999.66</b>          | 1,816.85               |
|   | <b>92,146.55</b>       | 62,949.71              |

**11 Other Current Liabilities**

**Bonds/Debentures**

**Foreign currency convertible bonds (refer Note XX )**

8,000 (31 March 2011: 8,000) Zero-coupon series A foreign currency convertible bonds of US \$ 1,000 per bond

4,000 (31 March 2011: 4,000) 0.5% per annum series B foreign currency convertible bonds of US \$ 1,000 per bond

**Others Liabilities**

Current maturities of long-term debt  
Interest accrued but not due on borrowings  
Interest accrued and due on borrowings  
Creditors for capital expenditure  
Security deposits  
Income received in advance  
Advances from customers  
Unpaid dividends (see note below)  
Retention money  
Statutory dues and taxes payable  
Derivative financial liabilities  
Payable towards purchase of shares of a subsidiary  
Other Payables

|                                      |                 |           |
|--------------------------------------|-----------------|-----------|
|                                      | 20,848.90       | 24,284.56 |
|                                      | 2,140.54        | 2307.8    |
|                                      | 227.07          | 129.75    |
|                                      | 7,600.95        | 8317.96   |
|                                      | 550.80          | 592.81    |
|                                      | 2,408.82        | 1292.71   |
|                                      | 12,043.84       | 2525.59   |
|                                      | 288.19          | 280.26    |
|                                      | 264.97          | 326.80    |
|                                      | 3405.27         | 3731.85   |
|                                      | 1,522.09        | 622.05    |
|                                      | 425.22          | 0.00      |
|                                      | 742.21          | 954.39    |
|                                      | <b>52468.88</b> | 45366.53  |
| <b>Group Share in Joint Ventures</b> | <b>1014.63</b>  | 394.85    |
| <b>Total</b>                         | <b>53483.51</b> | 45761.38  |

In respect of unclaimed dividends, the actual amount to be transferred to the Investor Education and Protection Fund shall be determined on the due date.

**12 Short-term provisions**

Provision for employee benefits

- For Gratuity  
- For Leave benefits

Other provisions

for Municipal tax - (see note no 49a)  
for Service tax - (see note no 49d)  
for MVAT/sales tax - (see note no 49c)  
for IPO expenses  
Provision for Proposed Dividend  
Tax on Proposed Dividend  
Provision for taxation(net of taxes paid)

|                                      |                  |          |
|--------------------------------------|------------------|----------|
|                                      | 314.24           | 197.54   |
|                                      | 487.59           | 508.78   |
|                                      | <b>801.83</b>    | 706.32   |
|                                      | 183.00           | 200.20   |
|                                      | 1,042.44         | 1,042.44 |
|                                      | 69.81            | 39.61    |
|                                      | 3,178.54         | 0.00     |
|                                      | 2,780.38         | 2,355.64 |
|                                      | 782.70           | 653.42   |
|                                      | 2,164.23         | 1,030.60 |
|                                      | <b>11,002.94</b> | 6,028.23 |
| <b>Group Share in Joint Ventures</b> | <b>51.04</b>     | —        |
| <b>Total</b>                         | <b>11,053.98</b> | 6,028.23 |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

## 13 TANGIBLE ASSETS

Amount Rs. in Lacs

| Particulars                  | Gross Block      |                        |                              |                 |                |                      |                 | Depreciation/Amortization |                  |                        |                              |                 |                 |                | Net Block        |                  |                  |
|------------------------------|------------------|------------------------|------------------------------|-----------------|----------------|----------------------|-----------------|---------------------------|------------------|------------------------|------------------------------|-----------------|-----------------|----------------|------------------|------------------|------------------|
|                              | As at 01.04.2014 | Translation Difference | Acquisition (see note below) | Additions       | Deductions     | Exchange differences | Borrowing Costs | As at 31.03.2015          | As at 01.04.2014 | Translation Difference | Acquisition (see note below) | Adjustment      | For the year    | Deductions     | As at 31.03.2015 | As at 31.03.2015 | As at 31.03.2014 |
| Land                         |                  |                        |                              |                 |                |                      |                 |                           |                  |                        |                              |                 |                 |                |                  |                  |                  |
| - Freehold Land              | 3695.68          | 3.96                   | 0.00                         | 74.82           | 0.00           | 0.00                 | 0.00            | 3774.46                   |                  |                        |                              |                 |                 |                |                  | 3774.46          | 3695.68          |
| - Leasehold Land             | 5683.54          | 0.00                   | 0.00                         | 164.14          | 0.00           | 0.00                 | 0.00            | 5847.68                   | 361.88           | 0.00                   |                              |                 | 73.93           | 0.00           | 435.81           | 5411.87          | 5321.66          |
| Buildings                    | 44052.96         | 32.46                  | 2291.68                      | 2880.37         | 59.07          | 0.00                 | 0.00            | 49198.40                  | 5771.38          | 1.95                   | 307.81                       | 34.00           | 1614.27         | 16.38          | 7713.03          | 41485.37         | 38281.58         |
| Lease hold improvements      | 24274.63         | 2.35                   | 0.00                         | 1395.67         | 39.26          | 0.00                 | 39.57           | 25672.96                  | 9199.45          | 0.34                   | 0.00                         |                 | 1749.15         | 32.68          | 10916.26         | 14756.70         | 15075.18         |
| Plant and Equipments         | 351675.37        | 24.97                  | 2381.19                      | 52833.06        | 4596.84        | 2609.61              | 317.35          | 405244.71                 | 65429.57         | 10.31                  | 1034.93                      | 516.66          | 20487.97        | 1917.82        | 85561.62         | 319683.09        | 286245.80        |
| Furniture and Fixtures       | 9361.96          | 6.55                   | 876.61                       | 1054.12         | 34.37          | 0.00                 | 16.98           | 11281.85                  | 3805.73          | 0.50                   | 349.24                       | 74.59           | 1508.50         | 29.00          | 5709.56          | 5572.29          | 5556.23          |
| Vehicles                     | 845.50           | 1.38                   | 18.67                        | 34.61           | 47.86          | 0.00                 | 0.00            | 852.30                    | 418.34           | 0.43                   | 5.37                         | 4.92            | 143.42          | 23.48          | 549.00           | 303.30           | 427.16           |
| Office Equipment             | 6467.19          | 0.20                   | 1746.57                      | 830.40          | 14.92          | 29.76                | 0.00            | 9059.20                   | 2734.09          | 0.29                   | 509.66                       | 584.77          | 1354.98         | 12.77          | 5171.02          | 3888.18          | 3733.10          |
| <b>Total (a)</b>             | <b>446056.83</b> | <b>71.87</b>           | <b>7314.72</b>               | <b>59267.19</b> | <b>4792.32</b> | <b>2639.37</b>       | <b>373.90</b>   | <b>510931.56</b>          | <b>87720.44</b>  | <b>13.82</b>           | <b>2207.01</b>               | <b>1214.94</b>  | <b>26932.22</b> | <b>2032.13</b> | <b>116056.30</b> | <b>394875.26</b> | <b>358336.39</b> |
| (b) Share in Joint Venture * | 3570.90          | (45.60)                | 0.00                         | 146.35          | 0.81           | 0.00                 | 0.00            | 3670.84                   | 1548.68          | (19.75)                | —                            |                 | 312.58          | 0.51           | 1841.00          | 1831.84          | 2022.22          |
| <b>Grand Total (a + b)</b>   | <b>449627.73</b> | <b>26.27</b>           | <b>7314.72</b>               | <b>59413.54</b> | <b>4793.13</b> | <b>2639.37</b>       | <b>373.90</b>   | <b>514602.30</b>          | <b>89269.12</b>  | <b>(5.93)</b>          | <b>2,207.01</b>              | <b>1,214.94</b> | <b>27244.80</b> | <b>2032.64</b> | <b>117897.30</b> | <b>396707.10</b> | <b>360360.61</b> |
| Previous year                | 418876.29        | 590.24                 | 30.71                        | 22919.92        | 633.53         | 7285.78              | 346.40          | 449415.81                 | 69098.44         | 193.78                 | 0.00                         | 0.00            | 19982.2         | 167.47         | 89106.97         |                  |                  |

## 14 INTANGIBLE ASSETS

Amount Rs. in Lacs

| Particulars                            | Gross Block      |                        |                              |                |             |                      |                 | Depreciation/Amortization |                  |                        |                              |              |                |             | Net Block        |                  |                  |
|--|------------------|------------------------|------------------------------|----------------|-------------|----------------------|-----------------|---------------------------|------------------|------------------------|------------------------------|--------------|----------------|-------------|------------------|------------------|------------------|
|  | As at 01.04.2014 | Translation Difference | Acquisition (see note below) | Additions      | Deductions  | Exchange differences | Borrowing Costs | As at 31.03.2015          | As at 01.04.2014 | Translation Difference | Acquisition (see note below) | Adjustment   | For the year   | Deductions  | As at 31.03.2015 | As at 31.03.2015 | As at 31.03.2014 |
| <b>(b) Intangible Assets</b>           |                  |                        |                              |                |             |                      |                 |                           |                  |                        |                              |              |                |             |                  |                  |                  |
| Technical Know How                     | 6878.61          | 0.00                   | 0.00                         | 3504.55        | 0.00        | 0.00                 | 0.00            | 10383.16                  | 2074.05          | 0.00                   |                              |              | 832.94         | 0.00        | 2906.99          | 7476.17          | 4804.56          |
| Software                               | 1175.42          | 0.18                   | 118.94                       | 183.17         | 0.00        | 0.00                 | 0.00            | 1477.71                   | 780.77           | 0.00                   | 46.44                        | 32.63        | 208.36         | 0.00        | 1068.20          | 409.51           | 394.65           |
| Film Distribution Rights & Prints Cost | 0.00             | 0.00                   | 0.00                         | 0.00           | 0.00        | 0.00                 | 0.00            | 0.00                      | 0.00             | 0.00                   |                              |              | 0.00           |             | 0.00             | 0.00             | 0.00             |
| Mining Rights                          | 1340.44          | (195.40)               | 0.00                         | 47.70          | 0.00        | 0.00                 | 0.00            | 1192.74                   | 167.54           | (24.42)                |                              |              | 73.26          | 0.00        | 216.38           | 976.36           | 1172.90          |
| Negative rights                        | 0.00             | 0.00                   | 0.00                         | 0.00           | 0.00        | 0.00                 | 0.00            | 0.00                      | 0.00             | 0.00                   |                              |              | 0.00           | 0.00        | 0.00             | 0.00             | 0.00             |
| Product Development                    |                  |                        |                              | 734.19         |             |                      |                 | 734.19                    | 0.00             |                        |                              |              | 38.38          |             | 38.38            | 695.81           | 0.00             |
| Movie Production                       | 155.50           | 0.00                   | 0.00                         | 0.00           | 0.00        | 0.00                 | 0.00            | 155.50                    | 68.66            | 0.00                   |                              |              | 32.41          | 0.00        | 101.07           | 54.43            | 86.84            |
| <b>Total (b)</b>                       | <b>9549.97</b>   | <b>(195.22)</b>        | <b>118.94</b>                | <b>4469.61</b> | <b>0.00</b> | <b>0.00</b>          | <b>0.00</b>     | <b>13943.30</b>           | <b>3091.02</b>   | <b>(24.42)</b>         | <b>46.44</b>                 | <b>32.63</b> | <b>1185.35</b> | <b>0.00</b> | <b>4331.02</b>   | <b>9612.28</b>   | <b>6458.95</b>   |
| (b) Share in Joint Venture             | 562.87           | (7.19)                 | 0.00                         | 0.00           | 0.00        | 0.00                 | 0.00            | 555.68                    | 96.27            | 15.60                  |                              |              | 99.18          | 0.00        | 211.05           | 284.57           | 351.82           |
| <b>Grand Total (a + b)</b>             | <b>10112.84</b>  | <b>(202.41)</b>        | <b>118.94</b>                | <b>4469.61</b> | <b>0.00</b> | <b>0.00</b>          | <b>0.00</b>     | <b>14498.98</b>           | <b>3187.29</b>   | <b>-8.82</b>           | <b>46.44</b>                 | <b>32.63</b> | <b>1284.53</b> | <b>0.00</b> | <b>4542.07</b>   | <b>9896.85</b>   | <b>6810.77</b>   |
| Previous year                          | 7646.97          | 274.34                 | 0.00                         | 2062.55        | 24.71       | 153.69               | 0.00            | 10112.84                  | 2297.26          | 27.84                  |                              |              | 1001.68        | 24.71       | 3302.07          |                  |                  |





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

|   | Face Value<br>Rs. | Nos. As at<br>31st March,<br>2015 | Nos. As at<br>31st March,<br>2014 | As at<br>31st March,<br>2015<br>Amount (Rs. in Lacs) |         | As at<br>31st March,<br>2014<br>Amount (Rs. in Lacs) |         |
|---|-------------------|-----------------------------------|-----------------------------------|--|---------|--|---------|
| <b>15 NON CURRENT INVESTMENTS</b><br>(Long term, non-trade, at cost, unless otherwise stated)   |                   |                                   |                                   |  |         |  |         |
| <b>[1] INVESTMENTS IN SECURITIES</b>  |                   |                                   |                                   |  |         |  |         |
| <b>A] UNQUOTED</b>  |                   |                                   |                                   |  |         |  |         |
| <b>i) Investment in Equity instrument</b>   |                   |                                   |                                   |  |         |  |         |
| <b>In Associate companies</b>   |                   |                                   |                                   |  |         |  |         |
| Megnasolace City Private Limited<br>- Equity shares of Rs.10/- each<br>- paid up Rs. 1.60 per share<br>(previous year Rs. 1.60 per share) |                   |                                   | 5000000                           | 5000000  | 3201.47 |  | 3201.47 |
| <b>In Other companies</b>   |                   |                                   |                                   |  |         |  |         |
| Kaleidoscope Entertainment Private Limited  | 1                 | 562500                            | 562500                            | 60.75  |         | 60.75  |         |
| Ideas & U Limited   | 10                | 500000                            | 500000                            | 50.00  |         | 50.00  |         |
|   |                   |                                   |                                   |  | 3312.22 |  | 3312.22 |
| Less: Provision for diminution in value of Investment   |                   |                                   |                                   |  | 110.75  |  | 110.75  |
|   |                   |                                   |                                   |  | 3201.47 |  | 3201.47 |
| <b>ii) Investment in Government or Trust Securities</b>   |                   |                                   |                                   |  |         |  |         |
| National Saving Certificate<br>(Held in the name of Directors & pledged with<br>Government Authorities)                                   |                   |                                   |                                   | 110.31   |         | 110.99   |         |
| Less : Current portion of Long Term Investments<br>(Disclosed under note no. 18 : Current Investments)                                    |                   |                                   |                                   | 39.48  |         | 18.04  |         |
|   |                   |                                   |                                   |  | 70.83   |  | 92.95   |
| <b>iii) Investment in Mutual Funds</b>  |                   |                                   |                                   |  |         |  |         |
| UTI Fixed Term Income Plan Sr. XV-II(367 Days)-Growth Plan  | 10                | 0                                 | 20000000                          | 0.00   |         | 2000.00  |         |
| Birla Sun life FTP-Sr.GV(368 Days)-Growth   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| HDFC FMP 370D May 2013(1) Sr.26-Growth  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| LIC Nomura FMP Sr.63-386 Days-Growth  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| HDFC FMP 366D May2013(1)Sr.26 Re  | 10                | 0                                 | 5000000                           | 0.00   |         | 500.00   |         |
| HDFC FMP 366D May2013(2)Sr.26 Re  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| Religare Invesco FMP Sr.XIX PL-A3   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| Birla Sun Life Fixed Term Plan-Sr.GY(366 Days)-Growth   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| UTI Fixed term Income Plan Sr. XV-III(366 Day)-Growth   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| SBI Debt Fund Sr.366 Days-29 Regular  | 10                | 0                                 | 20000000                          | 0.00   |         | 2000.00  |         |
| JP Morgan India FMP Sr.21-Regular   | 10                | 0                                 | 15000000                          | 0.00   |         | 1500.00  |         |
| Kotak FMP Series 104-Growth   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| IDFC Fixed Term Plan Sr.20 Regular  | 10                | 0                                 | 15000000                          | 0.00   |         | 1500.00  |         |
| LIC Nomura MF FMP Sr.66-371 Days-Growth Plan  | 10                | 0                                 | 15000000                          | 0.00   |         | 1500.00  |         |
| Tata FMP Series 42-Scheme I-Plan  | 10                | 0                                 | 20000000                          | 0.00   |         | 2000.00  |         |
| DSP BlackRock FMPs104-12Month-Regular-Growth-Dt.28.   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| Religare Invesco FMP Series 23P(370 Days)-Growth  | 10                | 10000000                          | 0                                 | 1000.00  |         | 0.00   |         |
| Reliance Yearly Interval Series 8 Direct Plan-Growth  | 10                | 9211751                           | 0                                 | 1000.00  |         | 0.00   |         |
| HDFC FMP 370 Days June 2014(2) Series 31 Regular - Growth   | 10                | 10000000                          | 0                                 | 1000.00  |         | 0.00   |         |
| SBI Debt Fund SR A35-369Days -Direct - Growth   | 10                | 10000000                          | 0                                 | 1000.00  |         | 0.00   |         |
| DWS Interval Annual Plan Series 1-DP Growth   | 10                | 9205730                           | 0                                 | 1000.00  |         | 0.00   |         |
| Reliance Fixed Horizon Fund-XXVI Series 33 - Direct Plan -Growth Plan   | 10                | 10000000                          | 0                                 | 1000.00  |         | 0.00   |         |
| HDFC FMP 370D May 2013 (1) Series 26 - Regular Growth   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| Religare Invesco FMP - Series XIX - Plan A (367 Days) - Growth  | 10                | 0                                 | 5000000                           | 0.00   |         | 500.00   |         |
| HDFC FMP 371D June 2014(2)Sr.31-Gr  | 10                | 6250000                           | 0                                 | 625.00   |         | 0.00   |         |
| ICICI Prudential FMP Series 74-369 Days K Reg. Growth   | 10                | 10000000                          | 0                                 | 1000.00  |         | 0.00   |         |
| Birla Sun Life Interval Income Fund - Annual Plan VIII - Gr - REGULAR   | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| ICICI Prudential Interval Fund Series VI Annual Interval Plan F - Regular Plan  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| ICICI Prudential FMP Series 68 - 368 Days Plan G Regular Plan Cumulative  | 10                | 0                                 | 5000000                           | 0.00   |         | 500.00   |         |
| HDFC FMP 371D July 2013 (1) Series 26 - Regular - Growth  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| UTI Fixed Term Income Fund Series XV - IX (366 DAYS) - Growth Plan  | 10                | 0                                 | 10000000                          | 0.00   |         | 1000.00  |         |
| Birla Sunlife FTP Series HQ-Growth  | 10                | 1000000                           | 0                                 | 100.00   |         | 0.00   |         |
| Birla Sunlife FTP Series HS-Growth  | 10                | 1211029                           | 0                                 | 121.10   |         | 0.00   |         |
| Birla Sunlife FTP Series KG-Growth  | 10                | 2263469                           | 0                                 | 226.35   |         | 0.00   |         |
| DSP BR FMP Series 105-12M-Growth  | 10                | 1997894                           | 0                                 | 199.79   |         | 0.00   |         |
| IDFC FTP Series-24 366D-Growth  | 10                | 2193729                           | 0                                 | 219.37   |         | 0.00   |         |
| TATA FMP Series 43 Plan A-Growth  | 10                | 2000000                           | 0                                 | 200.00   |         | 0.00   |         |
| UTI FTIF Series XVII-XIII (369D)-Growth   | 10                | 2181540                           | 0                                 | 218.15   |         | 0.00   |         |
|   |                   |                                   |                                   | 8909.77  |         | 26000  |         |
| Less : Current portion of Long Term Investments<br>(Disclosed under note no. 18 : Current Investments)                                    |                   |                                   |                                   | 0.00   |         | 26000  |         |
|   |                   |                                   |                                   |  | 8909.77 |  | 0.00    |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

|  | Face Value<br>Rs. | Nos. As at<br>31st March,<br>2015 | Nos. As at<br>31st March,<br>2014 | As at<br>31st March,<br>2015<br>Amount (Rs. in Lacs) |          | As at<br>31st March,<br>2014<br>Amount (Rs. in Lacs) |          |
|--|-------------------|-----------------------------------|-----------------------------------|--|----------|--|----------|
| <b>15 NON CURRENT INVESTMENTS (Contd....)</b>  |                   |                                   |                                   |  |          |  |          |
| <b>iv) Investment in Venture Capital Fund</b>  |                   |                                   |                                   |  |          |  |          |
| Indiareit Fund Scheme III  | 100000            | 423                               | 643                               | 422.63   |          | 642.85   |          |
| Kshitij Venture Capital Fund   | 338               | 250000                            | 250000                            | 843.75   |          | 962.50   |          |
|  | (385)             |                                   |                                   | 1266.38  |          | 1605.35  |          |
| Less : Current portion of Long Term Investments<br>(Disclosed under note no. 18 : Current Investments) |                   |                                   |                                   | 1266.38  |          | 962.50   |          |
|  |                   |                                   |                                   |  | 0.00     |  | 642.85   |
| <b>v) Investments in Bonds</b>   |                   |                                   |                                   |  |          |  |          |
| HUDCO 7.62% Tax Free Bond Oct'11   | 100,000           | 250                               | 250                               | 250.00   |          | 250.00   |          |
| HUDCO 8.14% Tax Free Bond  |                   | 1,000                             | 20,000                            | 20.00  | 200.00   |  | 200.00   |
| IIFCL 8.01% Tax Free Bonds   | 1,000,000         | 20                                | 20                                | 200.04   |          | 200.04   |          |
| IRFC 7.55% Tax Free Bond Oct'11  | 100,000           | 250                               | 250                               | 250.00   |          | 250.00   |          |
| NHAI 8.27% Tax Free Bonds  | 1,000             | 20,000                            | 20,000                            | 200.00   |          | 200.00   |          |
| PFC 8.20% Tax Free Bonds   | 1,000             | 8,544                             | 8,544                             | 85.44  |          | 85.44  |          |
| REC 7.93% Tax Free Bond  | 1,000             | 12,248                            | 12,248                            | 122.48   |          | 122.48   |          |
| PFC 7.19% Tax Free Bonds   | 1,000             | 10,000                            | 10,000                            | 100.00   |          | 100.00   |          |
| REC 8.01% Tax Free Bond 2013   | 1,000             | 30,000                            | 30,000                            | 300.00   |          | 300.00   |          |
|  |                   |                                   |                                   |  | 1707.96  |  | 1707.96  |
| <b>Total Unquoted Investments</b>  |                   |                                   |                                   |  | 13890.03 |  | 5645.23  |
| <b>B] QUOTED</b>   |                   |                                   |                                   |  |          |  |          |
| <b>Investment in Equity instrument</b>   |                   |                                   |                                   |  |          |  |          |
| Advanta India Limited  | 2                 | 215979                            | 215979                            | 0.00   |          | 539.17   |          |
| ElH Limited  | 2                 | 183527                            | 183527                            | 0.00   |          | 401.94   |          |
| Garware Wall Ropes Limited   | 10                | 28669                             | 28669                             | 0.00   |          | 69.69  |          |
| HEG Limited  | 10                | 64386                             | 64386                             | 0.00   |          | 276.64   |          |
| K S Oil Limited  | 1                 | 192093                            | 192093                            | 0.00   |          | 215.74   |          |
| Mount Everest Mineral Water Limited  | 10                | 2174592                           | 2174592                           | 2489.35  |          | 2489.35  |          |
| Praj Industries Limited  | 2                 | 497630                            | 497630                            | 0.00   |          | 1235.22  |          |
| Taneja Aerospace & Aviation Limited  | 5                 | 360159                            | 360159                            | 0.00   |          | 728.71   |          |
| Tantia Construction Limited  | 10                | 209895                            | 209895                            | 0.00   |          | 313.03   |          |
| Damania Capital Market Limited   | 10                | 124,200                           | 124,200                           | 37.26  |          | 37.26  |          |
| Eastern Mining Limited   | 10                | 10,300                            | 10,300                            | 3.30   |          | 3.30   |          |
| Konar Organics Limited   | 10                | 41,100                            | 41,100                            | 4.11   |          | 4.11   |          |
| Rajinder Pipes Limited   | 10                | 8,300                             | 8,300                             | 3.32   |          | 3.32   |          |
| Unified Agro Industries (India) Limited  | 10                | 1,800                             | 1,800                             | 0.45   |          | 0.45   |          |
| W S Telesystem Limited   | 10                | 8,300                             | 8,300                             | 3.32   |          | 3.32   |          |
| Orient Fabritex Limited  | 10                | 140,000                           | 140,000                           | 14.00  |          | 14.00  |          |
| BOC India Limited  | 10                | 200                               | 200                               | 0.21   |          | 0.21   |          |
| Ahmedabad Gases Limited  | 10                | 200                               | 200                               | 0.02   |          | 0.02   |          |
| Bombay Oxygen Corpn. Limited   | 100               | 5                                 | 5                                 | 0.06   |          | 0.06   |          |
|  |                   |                                   |                                   |  | 2555.40  |  | 6335.54  |
| Less: Provision for diminution in value of Investment  |                   |                                   |                                   |  | 60.99    |  | 2606.96  |
| <b>Net Quoted Investment</b>   |                   |                                   |                                   |  | 2494.41  |  | 3728.58  |
| <b>Total Investments</b>   |                   |                                   |                                   |  | 16384.44 |  | 9373.81  |
| Aggregate amount of quoted investments   |                   |                                   |                                   |  | 2555.40  |  | 6335.54  |
| Market value of quoted investments   |                   |                                   |                                   |  | 2392.05  |  | 0.00     |
| Aggregate amount of unquoted investments   |                   |                                   |                                   |  | 13598.68 |  | 31028.56 |
| Aggregate provision for diminution in value of investments   |                   |                                   |                                   |  | 171.74   |  | 2717.71  |

**[2] Investment Property (Long term and Non-trade)**

| Particulars    | Gross Block (at cost) |           |                   | Depreciation/Amortization |                 |                   | Net Block         |                   |
|----------------|-----------------------|-----------|-------------------|---------------------------|-----------------|-------------------|-------------------|-------------------|
|                | As at<br>01.04.14     | Additions | As at<br>31.03.15 | As at<br>01.04.14         | For the<br>year | As at<br>31.03.15 | As at<br>31.03.15 | As at<br>31.03.14 |
| Leasehold Land | 373.43                | —         | 373.43            | 1.17                      | 0.37            | 1.54              | 371.88            | 372.26            |
| Building       | 852.62                | —         | 852.62            | 70.42                     | 35.05           | 105.47            | 747.15            | 782.20            |
| Total          | 1,226.05              | —         | 1,226.05          | 71.59                     | 35.42           | 107.01            | 1,119.03          | 1,154.46          |
| Previous Year  | 1,226.05              | —         | 1,226.05          | 33.48                     | 38.10           | 71.58             |                   |                   |

**Total Non Current Investments [1+2]**

17503.47      15,210.90



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>16 Long-term loans and advances</b><br>(Unsecured, considered good, unless otherwise stated) |                        |                        |
| Capital Advances  | 5,749.74               | 3,196.47               |
| Security Deposits   |                        |                        |
| — Considered Good   | 11,738.99              | 9,496.20               |
| — Considered Doubtful   | 311.88                 | —                      |
|   | <u>12,050.87</u>       | <u>9,496.20</u>        |
| Less: Provision for doubtful deposits   | 311.88                 | —                      |
|   | <u>11,738.99</u>       | 9,496.20               |
| Loans to Employees  | 1.51                   | 2.79                   |
| Advances recoverable in cash or in kind   |                        |                        |
| — Considered Good   | 795.08                 | 425.09                 |
| Inter corporate Deposits  | 1,500.00               | 100.00                 |
| Prepaid expenses  | 24.50                  | 148.44                 |
| Electricity Charges refund claimed  | 389.83                 | 389.83                 |
| Balances in Excise, Service Tax and VAT Accounts  | 95.71                  | 668.40                 |
| Entertainment Tax Refund Claimed  | 2,998.37               | 1,453.83               |
| Income tax paid (Net of provisions)   | 10,990.57              | 11,528.55              |
| MAT Credit Entitlement  | 21,503.49              | 12,168.21              |
|   | <u>55,787.79</u>       | <u>39,577.81</u>       |
| Group Share in Joint Ventures   | 16.35                  | 68.41                  |
| <b>Total</b>  | <u>55,804.14</u>       | <u>39,646.22</u>       |
| <b>17 Other non-current assets</b>  |                        |                        |
| Initial public offer (IPO) expenses   | —                      | 695.32                 |
| Non-current bank balances (bank balances with original maturity of more than 12 months)         | 652.91                 | 378.77                 |
| Interest accrued  |                        |                        |
| — on Investment   | 12.70                  | 19.33                  |
| — on bank fixed deposit   | 40.37                  | 15.19                  |
| — others  | 157.16                 | 138.92                 |
| <b>Total</b>  | <u>863.14</u>          | <u>1,247.53</u>        |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

|  | Face Value Rs. | Nos. As at 31st March, 2015 | Nos. As at 31st March, 2014 | As at 31st March, 2015 Amount (Rs. in Lacs) | As at 31st March, 2014 Amount (Rs. in Lacs) |
|--|----------------|-----------------------------|-----------------------------|---|---|
| <b>18 CURRENT INVESTMENTS</b>  |                |                             |                             |   |   |
| (Non-trade, at cost, unless otherwise stated)                                  |                |                             |                             |   |   |
| <b>A1 CURRENT PORTION OF LONG TERM INVESTMENTS</b>                             |                |                             |                             |   |   |
| <b>i) Investment in Mutual Funds</b>   |                |                             |                             |   |   |
| UTI Fixed Term Income Plan Sr. XV-II(367 Days)-Growth Plan                     | 10             | 0                           | 20000000                    | 0   | 2000.00                                     |
| Birla Sun life FTP-Sr.GV(368 Days)-Growth                                      | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| HDFC FMP 370D May 2013(1) Sr.26-Growth   | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| LIC Nomura FMP Sr.63-386 Days-Growth   | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| HDFC FMP 366D May2013(1)Sr.26 Re   | 10             | 0                           | 5000000                     | 0   | 500.00                                      |
| HDFC FMP 366D May2013(2)Sr.26 Re   | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| Religare Invesco FMP Sr.XIX PL-A3  | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| Birla Sun Life Fixed Term Plan-Sr.GY(366 Days)-Growth                          | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| UTI Fixed term Income Plan Sr. XV-III(366 Day)-Growth                          | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| SBI Debt Fund Sr.366 Days-29 Regular   | 10             | 0                           | 20000000                    | 0   | 2000.00                                     |
| JP Morgan India FMP Sr.21-Regular  | 10             | 0                           | 15000000                    | 0   | 1500.00                                     |
| Kotak FMP Series 104-Growth  | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| IDFC Fixed Term Plan Sr.20 Regular   | 10             | 0                           | 15000000                    | 0   | 1500.00                                     |
| LIC Nomura MF FMP Sr.66-371 Days-Growth Plan                                   | 10             | 0                           | 15000000                    | 0   | 1500.00                                     |
| Tata FMP Series 42-Scheme I-Plan   | 10             | 0                           | 20000000                    | 0   | 2000.00                                     |
| DSP BlackRock FMP S104-12Month-Regular-Growth-Dt.28.                           | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| HDFC FMP 370D May 2013 (1) Series 26 - Regular Growth                          | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| Religare Invesco FMP - Series XIX - Plan A (367 Days) - Growth                 | 10             | 0                           | 5000000                     | 0   | 500.00                                      |
| Birla Sun Life Interval Income Fund - Annual Plan VIII - Gr - REGULAR          | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| ICICI Prudential Interval Fund Series VI Annual Interval Plan F - Regular Plan | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| ICICI Prudential FMP Series 68 - 368 Days Plan G Regular Plan Cumulative       | 10             | 0                           | 5000000                     | 0   | 500.00                                      |
| HDFC FMP 371D July 2013 (1) Series 26 - Regular - Growth                       | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| UTI Fixed Term Income Fund Series XV - IX (366 DAYS) - Growth Plan             | 10             | 0                           | 10000000                    | 0   | 1000.00                                     |
| ICICI PRU INT Fund Annual Int Plan 1-Growth                                    | 10             | 0                           | 2768899                     | 0   | 327.09                                      |
| IDFC YS INT Fund Series III-Growth   | 10             | 0                           | 2002192                     | 0   | 200.22                                      |
| Birla Sunlife FTP Series HQ-Growth   | 10             | 0                           | 1000000                     | 0   | 100.00                                      |
| Birla Sunlife FTP Series HS-Growth   | 10             | 0                           | 1211029                     | 0   | 121.10                                      |
| BIRLA Sunlife FTP Series JU 369D-Growth  | 10             | 0                           | 1250000                     | 0   | 125.00                                      |
| Birla Sunlife FTP Series KG-Growth   | 10             | 0                           | 2263469                     | 0   | 226.35                                      |
| Birla Sunlife INT Income Fund Annual Plan VIII-Growth                          | 10             | 0                           | 2184261                     | 0   | 218.43                                      |
| DSP BR FMP Series 105-12M-Growth   | 10             | 0                           | 1997894                     | -   | 199.79                                      |
| DSP BR FMP Series 104-12M-Growth   | 10             | 0                           | 4000000                     | -   | 400.00                                      |
| DSP BR FMP Series 149-12M-Growth   | 10             | 0                           | 2188040                     | -   | 218.80                                      |
| HDFC FMP 370D JAN'14(1) Growth   | 10             | 0                           | 2775266                     | -   | 277.53                                      |
| ICICI PRU FMP Series 72-366D Plan C-Growth                                     | 10             | 0                           | 1680476                     | -   | 168.05                                      |
| ICICI PRU FMP Series 72-366D Plan I-Growth                                     | 10             | 0                           | 4093046                     | -   | 409.30                                      |
| IDFC FTP Series-24 366D-Growth   | 10             | 0                           | 2193729                     | -   | 219.37                                      |
| IDFC FTP Series 65 Growth  | 10             | 0                           | 1899199                     | -   | 189.92                                      |
| TATA FMP Series 42 Scheme G 419D-Growth  | 10             | 0                           | 7092                        | -   | 200.00                                      |
| TATA FMP Series 43 Plan A-Growth   | 10             | 0                           | 2000000                     | -   | 200.00                                      |
| TATA FMP Series 46 Scheme I Plan A Growth                                      | 10             | 0                           | 2837279                     | -   | 283.73                                      |
| TATA FMP Series 46 Scheme P Plan A Growth                                      | 10             | 0                           | 1094080                     | -   | 109.41                                      |
| UTI FTIF Series XVII-XIII (369D)-Growth  | 10             | 0                           | 2181540                     | -   | 218.15                                      |
| UTI FTIF Series XVII-XVI -Growth   | 10             | 0                           | 2187220                     | -   | 218.72                                      |
| UTI FTIF Series XV-IX 366 Days Growth  | 10             | 0                           | 4206360                     | -   | 420.64                                      |
| BSL INT Income Fund Annual Plan IX-Growth                                      | 10             | <b>2248303</b>              | 2248303                     | <b>224.83</b>                               | 224.83                                      |
| DSP BR Income Oppurtunities Fund-Growth  | 10             | <b>1447860</b>              | 1447860                     | <b>274.59</b>                               | 274.59                                      |
| Templeton India Short Term Income Plan-Growth                                  | 1,000          | <b>28142</b>                | 14109                       | <b>741.40</b>                               | 341.40                                      |
| UTI Short Term Income Fund Growth  | 10             | <b>1431343</b>              |                             | <b>239.48</b>                               | 0.00  |
| DSP BR Short Term Fund Growth  | 10             | <b>1014223</b>              |                             | <b>240.60</b>                               | 0.00  |
| ICICI PRU Short Term Plan Growth   | 10             | <b>648497</b>               |                             | <b>183.32</b>                               | 0.00  |
| ICICI PRU INT Fund Annual INT Plan 1-Growth                                    | 10             | <b>2768899</b>              |                             | <b>327.09</b>                               | 0.00  |
| ICICI PRU Regular Savings Fund Growth  | 10             | <b>1437224</b>              |                             | <b>210.00</b>                               | 0.00  |
| IDFC YS Interval Fund Series III-Growth  | 10             | <b>2002192</b>              |                             | <b>200.22</b>                               | 0.00  |
| TATA FMP Series 47 Scheme E(371D) Growth                                       | 10             | <b>2207540</b>              |                             | <b>220.75</b>                               | 0.00  |
| TATA Short Term Bond Fund-Growth   | 10             | <b>462941</b>               |                             | <b>120.06</b>                               | 0.00  |
|  |                |                             |                             | <b>2,982.34</b>                             | <b>31,892.41</b>                            |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

|   | Face Value Rs. | Nos. As at 31st March, 2015 | Nos. As at 31st March, 2014 | As at 31st March, 2015<br>Amount (Rs. in Lacs) |                | As at 31st March, 2014<br>Amount (Rs. in Lacs) |                 |
|---|----------------|-----------------------------|-----------------------------|--|----------------|--|-----------------|
| <b>18 CURRENT INVESTMENTS</b> (Contd.....)<br>(Non-trade, at cost, unless otherwise stated)             |                |                             |                             |  |                |  |                 |
| <b>ii) Investment in Venture Capital Fund</b>   |                |                             |                             |  |                |  |                 |
| Indiareit Fund Scheme III   | 100000         | 423                         | 0                           | 422.63   |                | 0.00   |                 |
| Kshitij Venture Capital Fund  | 338<br>(385)   | 250000                      | 250000                      | 843.75   | 1266.38        | 962.50   | 962.50          |
| <b>iii) Investment in Government or Trust Securities</b>  |                |                             |                             |  |                |  |                 |
| National Saving Certificate<br>(Held in the name of Directors & pledged with<br>Government Authorities) |                |                             |                             |  | 39.48          |  | 18.04           |
| <b>B] CURRENT INVESTMENT</b>  |                |                             |                             |  |                |  |                 |
| <b>i) Investment in Mutual Funds - Unquoted</b>   |                |                             |                             |  |                |  |                 |
| JP Morgan India Liquid Fund-Super Instl. Daily Dividend Plan  | 10             | 3603291                     | 3436570                     | 360.68   |                | 343.95   |                 |
| Religare Invesco Liquid Fund - Growth Plan  | 1000           | 0                           | 14796                       | 0.00   |                | 254.87   |                 |
| Taurus Liquid Fund -Growth Plan   | 10             | 39945                       | 0                           | 601.89   |                | 0.00   |                 |
| Franklin Templeton Mutual Fund  | 1000           | 0                           | 75404                       | 0.00   |                | 1440.00  |                 |
|   |                |                             |                             |  | 962.57         |  | 2038.82         |
| <b>Total current investments</b>  |                |                             |                             |  | <b>5250.77</b> |  | <b>34911.78</b> |

|  | Amount Rs. in Lacs     |                        |
|--|------------------------|------------------------|
|  | As at 31st March, 2015 | As at 31st March, 2014 |
| <b>19 Inventories</b><br>(at cost or net realizable value whichever is lower, for<br>basis valuation, please refer note no. 3) |                        |                        |
| Raw materials  | 16,634.46              | 17,587.39              |
| Work-in-progress   | 34,632.59              | 17,953.80              |
| Finished goods   | 23,752.22              | 15165.17               |
| Traded goods   | 107.04                 | 2190.05                |
| Stores and spares  | 5,140.64               | 4849.68                |
| Others   |                        |                        |
| - Fuel   | 1,220.89               | 309.73                 |
| - Packing Material   | 329.03                 | 269.71                 |
| - By products  | 375.12                 | 367.37                 |
| - Food and Beverages   | 503.63                 | 486.71                 |
| - Construction Materials   | 3,781.96               | 3,015.65               |
|  | <b>6,210.63</b>        | <b>4,449.17</b>        |
|  | <b>86,477.58</b>       | <b>62,195.26</b>       |
| <b>Group Share in Joint Ventures</b>   | <b>562.30</b>          | <b>752.29</b>          |
| <b>Total</b>   | <b>87,039.88</b>       | <b>62,947.55</b>       |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>20 Trade receivables</b>   |                        |                        |
| (Unsecured, considered good, unless otherwise stated)                           |                        |                        |
| Considered good   |                        |                        |
| Outstanding for a period exceeding 6 months                                     | 12794.88               | 7446.14                |
| Others  | 172044.83              | 85001.69               |
|   | <u>184,839.71</u>      | <u>92,447.83</u>       |
| Considered Doubtful   |                        |                        |
| Outstanding for a period exceeding 6 months                                     | 100.74                 | 200.12                 |
|   | <u>184,940.45</u>      | <u>92,647.95</u>       |
| Less: Provision for Doubtful Debts  | (100.74)               | (200.12)               |
|   | <u>184,839.71</u>      | <u>92,447.83</u>       |
| <b>Group Share in Joint Ventures</b>  | 1,516.79               | 2,529.27               |
| <b>Total</b>  | <u>186,356.50</u>      | <u>94,977.10</u>       |
| <b>21 Cash and bank balances</b>  |                        |                        |
| <b>21.1 Cash &amp; cash equivalents</b>   |                        |                        |
| In Liquid funds of Mutual Fund  | 1,437.61               | 91.30                  |
| Balances with banks in current accounts   | 5,866.52               | 2091.23                |
| Cheques on hand   | 29.72                  | —                      |
| - Bank deposits with original maturity upto 3 months                            | 156.47                 | 123.30                 |
| Public Issue accounts (see note below)  | 101,988.45             | —                      |
| Cash on hand  | 226.01                 | 442.98                 |
| <b>Group Share in Joint Ventures</b>  | 218.53                 | 185.00                 |
|   | <u>109,923.31</u>      | <u>2933.81</u>         |
| <b>21.2 Other Bank Balances</b>   |                        |                        |
| - Unpaid Dividend with banks  | 288.19                 | 280.26                 |
| - Margin Money with banks   | —                      | 547.24                 |
| - Deposit with original maturity for more than 3 months but less than 12 months | 3,829.85               | 2,273.53               |
| - Bank deposits with original maturity more than 12 months                      | 963.20                 | 472.14                 |
|   | <u>5,081.24</u>        | <u>3,208.40</u>        |
| Less: Amount disclosed under - Other non current assets                         | 652.91                 | 378.77                 |
|   | <u>4,428.33</u>        | <u>2,829.63</u>        |
|   | <u>114,351.64</u>      | <u>5,763.44</u>        |
| <b>Group Share in Joint Ventures</b>  | 5.28                   | —                      |
| <b>Total</b>  | <u>114,356.92</u>      | <u>5,763.44</u>        |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>22 Short-term loans and advances</b>               |                        |                        |
| (Unsecured, considered good, unless otherwise stated) |                        |                        |
| - Advances to suppliers                               | 7,339.26               | 5,747.31               |
| - Considered Good                                     | 20.05                  | 84.33                  |
| - Considered Doubtful                                 | <u>7,359.31</u>        | <u>5,831.64</u>        |
| Less: Provision for doubtful advances                 | 20.05                  | 84.33                  |
|   | <u>7339.26</u>         | <u>5,747.31</u>        |
| Others  |                        |                        |
| - Prepaid expenses                                    | 1,605.15               | 498.24                 |
| - Advances to employees                               | 1.82                   | 1.63                   |
| - Advances recoverable in cash or in kind             | 487.81                 | 632.45                 |
| - Other receivables                                   | 90.84                  | 1,028.47               |
| - Security deposits                                   | 2,272.82               | 2,706.11               |
| - Inter-corporate Deposits                            | 1436.95                | 1186.95                |
| - Income tax paid (Net of provisions)                 | 28.80                  | 615.93                 |
| - Balances in Excise, Service Tax and VAT Accounts    | <u>1,663.56</u>        | <u>1859.24</u>         |
|   | <u>14,927.00</u>       | <u>14276.33</u>        |
| <b>Group Share in Joint Ventures</b>                  | <u>496.99</u>          | <u>398.71</u>          |
| <b>Total</b>  | <u>15,423.99</u>       | <u>14675.04</u>        |
| <b>23 Other current assets</b>                        |                        |                        |
| Asset held for disposal                               | 131.14                 | 148.17                 |
| Insurance claim lodged                                | 755.57                 | 3,235.66               |
| Interest accrued                                      | 491.81                 | 148.14                 |
| Un amortised premium on forward contract              | 258.44                 | 211.71                 |
| Others  | <u>67.61</u>           | <u>53.57</u>           |
|   | <u>1,704.58</u>        | <u>3,797.25</u>        |
| <b>Group Share in Joint Ventures</b>                  | <u>0.01</u>            | <u>0.04</u>            |
| <b>Total</b>  | <u>1,704.59</u>        | <u>3797.29</u>         |
|   | <u>2014-15</u>         | <u>2013-14</u>         |
| <b>24 Revenue from operations</b>                     |                        |                        |
| Sale of products                                      | 431,141.31             | 261,473.12             |
| Sale of services                                      | 99,173.10              | 80,103.18              |
| Refund of entertainment tax                           | 616.74                 | 0.00                   |
| Other operating revenues                              | <u>6409.26</u>         | <u>6,347.13</u>        |
|   | <u>537,340.41</u>      | <u>347,923.43</u>      |
| Less: Excise duty                                     | 9,069.40               | 7,930.40               |
|   | <u>528,271.01</u>      | <u>339,993.03</u>      |
| Dividend Income                                       |                        |                        |
| - on long term investments                            | 0.16                   | 0.08                   |
| Interest Income                                       |                        |                        |
| - on bank deposits                                    | 63.92                  | 14.55                  |
| - on Inter corporate deposits                         | 18.99                  | 0.00                   |
| - on tax free bonds                                   | <u>134.70</u>          | <u>96.74</u>           |
| <b>Group Share in Joint Ventures</b>                  | <u>5,853.68</u>        | <u>5220.03</u>         |
| <b>Total</b>  | <u>534,342.45</u>      | <u>345,324.43</u>      |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>25 Other income</b>                                  |                        |                        |
| Interest Income   |                        |                        |
| - on bank deposits                                      | <b>316.87</b>          | 162.13                 |
| - on Inter corporate deposits                           | <b>164.47</b>          | 122.16                 |
| - on Income tax refund                                  | <b>31.70</b>           | 399.17                 |
| - on others   | <b>190.62</b>          | 389.18                 |
| - on long term investments                              | <b>10.87</b>           | 8.21                   |
|   | <b>714.53</b>          | 1,080.85               |
| Dividend Income   |                        |                        |
| - on long term investments                              | —                      | 46.20                  |
| - on current investments                                | <b>24.96</b>           | 38.25                  |
|   | <b>24.96</b>           | 84.45                  |
| Profit on sale of investments (Net)                     |                        | 0.00                   |
| - on long term investments                              | <b>1,837.50</b>        | 1,566.88               |
| - on current investments                                | <b>1,313.67</b>        | 384.75                 |
|   | <b>3,151.17</b>        | 1,951.63               |
| Provision for doubtful debts written back               | <b>0.07</b>            | 4.56                   |
| Liabilities written back                                | <b>481.42</b>          | 842.75                 |
| Provision for amalgamation expenses written back        | —                      | 227.44                 |
| Reversal of mark to market loss on derivative contracts | <b>72.56</b>           | 0.00                   |
| Gain on settlement of derivative                        | <b>47.68</b>           | 37.59                  |
| Rental income from operating leases                     | <b>662.99</b>          | 635.88                 |
| Bad debts recovered                                     | <b>8.43</b>            | 0.00                   |
| Miscellaneous income                                    | <b>135.29</b>          | 131.56                 |
|   | <b>5,300.10</b>        | 4,996.71               |
| <b>Group Share in Joint Ventures</b>                    | <b>46.52</b>           | 65.88                  |
| <b>Total</b>  | <b>5,345.62</b>        | 5062.59                |
| <b>26 Cost of materials consumed</b>                    |                        |                        |
| Raw Materials consumed                                  | <b>224,378.49</b>      | 133,535.18             |
| Packing Materials consumed                              | <b>6,186.30</b>        | 3,991.66               |
| Cost of food and Beverages                              | <b>4,954.91</b>        | 4,028.50               |
|   | <b>235,519.70</b>      | 141,555.34             |
| <b>Group Share in Joint Ventures</b>                    | <b>5,741.97</b>        | 5,143.84               |
| <b>Total</b>  | <b>241,261.67</b>      | 146,699.18             |
| <b>27 Purchases of Stock-in-Trade</b>                   |                        |                        |
| Purchases of Stock-in-Trade                             | <b>171.18</b>          | 65.32                  |
| <b>Total</b>  | <b>171.18</b>          | 65.32                  |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>28 Changes in inventories of finished goods, work-in-progress and stock-in-trade</b> |                        |                        |
| <b>Opening Stock</b>  |                        |                        |
| Finished Goods  | 17,206.39              | 19,838.36              |
| Stock-in-trade  | 148.83                 | 170.85                 |
| Material-in-process   | 6,202.73               | 5,275.59               |
| Erection and commissioning work in progress   | 11,751.07              | 576.69                 |
| By-products   | 367.37                 | 356.58                 |
| Carbon Credits  | —                      | 57.79                  |
|   | <b>35,676.39</b>       | <b>26,275.86</b>       |
| Add: On account of subsidiary acquired during the year                                  | <b>0</b>               | <b>692.61</b>          |
|   | <b>35,676.39</b>       | <b>26,968.47</b>       |
| <b>Less : Closing Stock</b>   |                        |                        |
| Finished Goods  | 23,752.22              | 17,206.39              |
| Stock-in-trade  | 107.04                 | 148.83                 |
| Material-in-process   | 8,678.12               | 6,202.73               |
| Erection and commissioning work in progress   | 25,954.47              | 11,751.07              |
| By-products   | 375.12                 | 367.37                 |
|   | <b>58,866.97</b>       | <b>35,676.39</b>       |
| Excise Duty on Stock of Finished Goods (Net)  | 7.18                   | (703.09)               |
| <b>( Increase ) / Decrease In Stock</b>   | <b>(23,183.40)</b>     | <b>(9,411.01)</b>      |
| <b>29 Employee benefits expense</b>   |                        |                        |
| Salaries and wages  | 19,981.97              | 15,265.76              |
| Contribution to provident and other funds   | 1,040.67               | 767.74                 |
| Expense on ESOP (net)   | 1.36                   | 9.94                   |
| Gratuity  | 533.19                 | 226.18                 |
| Staff welfare expenses  | 978.40                 | 711.21                 |
|   | <b>22,535.60</b>       | <b>16,980.83</b>       |
| <b>Group Share in Joint Ventures</b>  | <b>72.04</b>           | <b>67.96</b>           |
|   | <b>22,607.64</b>       | <b>17,048.79</b>       |
| <b>30 Finance costs</b>   |                        |                        |
| Interest expense  | 19,931.31              | 15,522.96              |
| Interest on income tax  | 182.54                 | 55.73                  |
| Interest on deferred credit   | 363.09                 | 247.75                 |
| Other borrowing costs   | 1,356.80               | 687.31                 |
| Loss on foreign currency transactions and translation                                   | 1,509.27               | 2,268.44               |
|   | <b>23,343.01</b>       | <b>18,782.19</b>       |
| Less: Capitalised   | 1,743.29               | 1,222.71               |
|   | <b>21,599.72</b>       | <b>17,559.48</b>       |
| <b>Group Share in Joint Ventures</b>  | <b>168.72</b>          | <b>211.48</b>          |
|   | <b>21,768.44</b>       | <b>17,770.96</b>       |
| <b>31 Depreciation and amortization expense</b>   |                        |                        |
| Depreciation and amortization on Tangible assets  | 26,932.22              | 19,085.34              |
| Amortization of Intangible assets   | 1,185.35               | 902.47                 |
| Depreciation on Investment property   | 35.05                  | 37.73                  |
| Amortization of Investment property   | 0.37                   | 0.37                   |
|   | <b>28,152.99</b>       | <b>20,025.91</b>       |
| Less: Amount transfer from Revaluation reserve  | 0.00                   | 328.04                 |
|   | <b>28,152.99</b>       | <b>19,697.87</b>       |
| <b>Group Share in Joint Ventures</b>  | <b>375.35</b>          | <b>393.76</b>          |
|   | <b>28,528.34</b>       | <b>20,091.63</b>       |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

Amount Rs. in Lacs

|   | As at 31st March, 2015 | As at 31st March, 2014 |
|---|------------------------|------------------------|
| <b>32 Other expenses</b>                                      |                        |                        |
| Stores and Spare parts Consumed                               | 5469.78                | 4557.55                |
| Power and Fuel  | 41874.41               | 35468.62               |
| Entertainment tax   | 12145.12               | 9127.07                |
| Erection, Procurement & Commissioning Cost                    | 37289.30               | 28035.01               |
| Exhibition cost   | 24932.44               | 19374.11               |
| Freight and Octroi  | 10645.94               | 6929.28                |
| Insurance   | 915.86                 | 800.42                 |
| Excise Duty, Custom Duty and Sales Tax                        | 977.52                 | 1085.53                |
| Production Labour Charges                                     | 1635.54                | 1161.68                |
| Processing Charges  | 5593.76                | 2095.18                |
| Outsourced Personnel Cost                                     | 2616.23                | 1784.3                 |
| Property Rent and Conducting Fees                             | 13426.91               | 9481.96                |
| Common Facility Charges                                       | 4,151.29               | 2601.22                |
| Factory Expenses  | 737.76                 | 737.92                 |
| Repairs to  |                        |                        |
| - Buildings   | 488.16                 | 440.70                 |
| - Machinery   | 3,660.93               | 2952.37                |
| - Others  | 796.03                 | 657.35                 |
|   | <u>4914.24</u>         | <u>4050.42</u>         |
| Directors' Sitting Fees                                       | 42.40                  | 17.29                  |
| Commission to Chairman  | 148.39                 | 96.92                  |
| Rent  | 423.76                 | 251.05                 |
| Rates and Taxes   | 1482.93                | 1122.89                |
| Service Tax   | 3,049.90               | 2024.21                |
| Travelling and Conveyance                                     | 2807.71                | 2652.2                 |
| Communication expenses  | 509.69                 | 409.00                 |
| Legal and Professional Fees and Expenses                      | 3220.51                | 2995.27                |
| Lease Rentals and Hire Charges                                | 727.07                 | 513.77                 |
| Loss on retirement /disposal of fixed assets (net)            | 15.55                  | 97.5                   |
| Net loss on foreign currency translation and transaction      | (3,468.99)             | 1472.66                |
| Amortisation of premium on forward contracts                  | 388.72                 | 130.29                 |
| MTM loss on derivative contracts                              | —                      | 346.49                 |
| Provision for trade receivables                               | 23.06                  | 23.94                  |
| Provision for doubtful advances                               | —                      | 20.05                  |
| Provision for doubtful deposits                               | 311.88                 | —                      |
| Provision for diminution in value of investments              | 17.03                  | 393.72                 |
| Provision for diminution in value of assets held for disposal | 14.89                  | 41.6                   |
| Expenditure on Sustainable Development Plan                   | 1222.09                | 75.13                  |
| Commission  | 2328.02                | 476.94                 |
| Royalty   | 45.31                  | 2889.5                 |
| Miscellaneous Expenses  | 8871.35                | 7088.36                |
|   | <u>189538.25</u>       | <u>150429.05</u>       |
| <b>Group Share in Joint Ventures</b>                          | <b>302.43</b>          | <b>242.73</b>          |
|   | <u>189840.68</u>       | <u>150671.78</u>       |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

### 33. Change in accounting policy

On 30 March 2012, the Company's subsidiary Inox Renewables Limited (IRL) had revalued its fixed assets of the wind energy business acquired as part of slump sale from GFL. Consequently Rs. 6232 Lakh was credited to the revaluation reserve with corresponding addition to gross block of respective fixed assets. Upto last year, the depreciation on the revalued portion was adjusted against the revaluation reserve. However from the current year, pursuant to Schedule II to the Companies Act 2013 becoming effective from 1 April 2014, which requires charging depreciation on the carrying amount of fixed asset, the depreciation on the revalued portion amounting to Rs. 278 Lakh is charged to Statement of Profit and Loss. Consequently, the profit for the year is lower by Rs. 278 Lakh.

### 34. Initial Public Offer by Subsidiary company

During the year, Inox Wind Limited ('IWL'), a subsidiary of the Company, has made an Initial Public Offer (IPO) for 3,19,18,226 equity shares of Rs. 10 each, comprising of 2,19,18,226 fresh issue of equity shares by IWL and 1,00,00,000 equity shares offered for sale by Company. The equity shares were issued at a price of Rs. 325 per share (including premium of Rs. 315 per share) subject to discount of Rs. 15 per share to the eligible employees of the Company and retail investors. The total proceeds from the IPO are Rs. 102,053.45 Lakh. The total expenses in connection with the IPO are shared between IWL and Company. After considering consolidation effect: (a) the gain of Rs. 26859.08 Lakh on sale of these shares by GFL, net of expenses, is included in Exceptional Items and (b) IWL's share in the IPO expenses is adjusted against the securities premium account.

### 35. Change in the estimate of useful life of fixed assets

- a. The Group has adopted the useful lives of various fixed assets as specified in Schedule II of the Companies Act, 2013, with effect from 1<sup>st</sup> April 2014, as against the useful lives adopted earlier as specified in Schedule XIV to the Companies Act, 1956. The carrying amount of fixed assets, where the remaining useful life as at 1st April 2014 as per Schedule II is Nil, aggregating to Rs. 567.54 Lakh (net of deferred tax credit and effect of minority interest), is recognized in the opening balance of retained earnings. Further, the carrying amount of fixed assets as at 1st April 2014 is being depreciated over the revised remaining useful life of the assets. Consequently, depreciation charge for the year is higher by Rs. 1968 Lakh.
- b. In accordance with Accounting Standard (AS) 22: Taxes on Income, the deferred tax liability on account of timing difference in depreciation, to the extent reversing during the tax holiday period, is not recognized. Consequent to the above change in the estimated useful life of fixed assets, such timing difference reversing during the tax holiday period is recomputed. Consequently, there is increase in the deferred tax liability of Rs.1416 Lakh and the same is included in the amount of deferred tax charge in the Statement of Profit and Loss for the year ended 31st March 2015.

### 36. Securities and terms of loans taken:

#### In respect of loans taken by Gujarat Fluorochemicals Limited (GFL):

#### (a) Secured Loans:

Foreign currency term loan in form of ECB of Rs. 19574.81 Lakh (previous year Rs. 21897.93 Lakh) from Axis Bank Limited is secured by way of first charge on all movable and immovable assets of 36 MW Wind Power Project at Mahidad, Gujarat, and exclusive charge on movable fixed asset of DPTFE plant located at Plot No.12-A, GIDC Estate, Village – Dahej, Taluka - Vagra, District -Bharuch, Gujarat. Further, the Lender also has a charge/lien over the receivables, assignment of rights under the project agreements and escrow account relating to 36 MW Wind power Project at Mahidad. This term loan is repayable in 40 equal quarterly instalments starting from 15th June 2012 and carries interest @ 3 months LIBOR plus 4.25% p.a. Out of total sanctioned ECB of USD 49 million, ECB of USD 25 million was hedged at the rate of 11.26% p.a. w.e.f. 11th October 2012.

Foreign Currency Term Loan in form of ECB of Rs. 8024.54 Lakh (previous year Rs. 8877.81 Lakh) from ICICI Bank Limited is secured by way of an exclusive first ranking security interest/mortgage/hypothecation on movable and immovable fixed assets including cash flow receivables and escrow account of 14 MW Wind Power Project at Mahidad. Further the Lender has first & exclusive charge on movable fixed assets of AHF & HCFC Plant located at Survey No 16/3, 26 & 27, Village Ranjitnagar 389380, Taluka Ghoghamba, District Panchmahal, Gujarat. This term loan is repayable in 20 equal half yearly instalments starting from 20<sup>th</sup> September 2013 and carries interest @ 6 months LIBOR plus 4.14% p.a. Out of ECB of USD 16.47 million, ECB of USD 10 million was hedged at the rate of 10.55% p.a. w.e.f. 9th April 2014.

Foreign Currency Term Loan in form of ECB of Rs. 2258.25 Lakh (previous year Rs.4516.50 Lakh) from DBS Bank Limited is secured by first pari-passu charge over moveable fixed assets of the Company at Plot No.12-A, GIDC Estate, Village – Dahej, Taluka Vagra, District Bharuch except assets pertaining to 18 MW coal based captive power plant, DPTFE & PTPTFE plant. The term loan is repayable in 16 equal quarterly instalments starting from 14<sup>th</sup> April 2012 and carries interest @ 8.65% p.a.

Working Capital Demand Loan of Rs. Nil (previous year Rs. 2500.00 Lakh) was repayable in 180 days and carried interest @ 10% p.a. and over draft facility of Rs. 1798.08 Lakh (previous year Rs. 2107.28 Lakh) from HDFC Bank Limited carries interest @ 10.75% p.a. and is secured by first pari-passu charge in favour of the bank by way of hypothecation over the borrower's stock and receivables, both present and future, of the Company's unit located at Plot No.12-A, GIDC Estate, Village – Dahej, Taluka - Vagra, District Bharuch, Gujarat.

FCNR loan facility of Rs. Nil (previous year Rs. 3860.13 Lakh) was repayable in 214 days carried interest @ 3 month LIBOR plus 1.65% p.a. and working Capital Loans in the form of buyers credit of Rs. 4165.37 Lakh (previous year Rs. 767.28 Lakh) repayable in 240 days to 330 days carrying interest ranging @ 8 month LIBOR plus 0.95% p.a. to 12 month LIBOR plus 0.95%

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

p.a. from The Royal Bank of Scotland are secured by way of first pari-passu charge in favour of the bank by way of hypothecation over the borrower's stock and receivables, both present and future, of the Company's unit located at Plot No.12-A, GIDC Estate, Village – Dahej, Taluka - Vagra, District Bharuch, Gujarat.

**(b) Unsecured Loans:**

Unsecured Working Capital Loans from ICICI Bank Limited, in the form of buyers credit of Rs. Nil (previous year Rs 490.53 Lakh) carried interest ranging from 12 month LIBOR plus 0.70% p.a. to 12 month LIBOR plus 0.87% p.a. and was repayable in 297 days to 300 days.

Unsecured Working Capital Loans from ING Vysya Bank Limited, in the form of buyer's credit of Rs. 7618.17 Lakh (previous year Rs. 207.86 Lakh) carries interest ranging from 12 month LIBOR plus 0.51% p.a. to 12 month LIBOR plus 1.00% p.a. and is repayable in 269 days to 330 days.

Unsecured working capital Loan from BNP Paribas in form of Working capital demand loan of Rs. 4900.00 Lakh (previous year Rs. 6000.00 Lakh) carrying interest @ 9.35% pa is repayable in 29 days and foreign currency working capital loan in form of PCFC of Rs. 4694.97 Lakh (previous year Rs Nil) carrying interest @ 6 month EURIBOR plus 0.45% pa and 6 month EURIBOR plus 0.60% p.a. is repayable in 180 days, and Rupee PC of Rs. Nil (Previous year Rs. 4000 Lakh) carrying interest @ 9.75% p.a. was repayable in 180 days.

Unsecured foreign currency working capital loan from Citibank N.A. in form of FCNR of Rs. 2525.86 Lakh (previous year Rs. 2932.43 Lakh) carries interest @ 12 month LIBOR plus 2.00% p.a. and is repayable in 365 days.

Unsecured foreign currency working capital loan from IDBI Bank Limited, in form of PCFC of Rs. 1901.49 Lakh (previous year Rs. Nil) carries interest @ 6 month LIBOR plus 0.60% p.a. and is repayable in 180 days.

Unsecured foreign currency working capital loan from Yes Bank Limited, in form of Buyer's credit of Rs.3335.19 Lakh (previous year Rs. Nil) carries interest from 12 month LIBOR plus 0.59% p.a. to 12 month LIBOR plus 1.05% p.a. and is repayable in 268 days to 330 days.

Unsecured working capital demand loan of Rs. Nil (previous year Rs. 1500 Lakh) from HDFC Bank carried interest @ 10.05% p.a. was repayable in 180 days.

Commercial papers of Rs. 10893.49 Lakh (previous year Rs. Nil), net of unamortised interest of Rs.106.51 Lakh (previous year Rs. Nil) is repayable in 139 days and 171 days. Discount on commercial paper varies between 8.50% to 9.30% p.a. Maximum balance during the year is Rs.13500 Lakh (previous year Rs. 12500 Lakh).

Unsecured working capital demand loan from Societe Generale Bank, in form of WCDL of Rs. Nil (Previous year Rs. 1000 Lakh) carried interest @ 10% p.a. and was repayable in 180 days.

Unsecured foreign currency working capital loan from The Royal Bank of Scotland, in form of FCNR of Rs. Nil (previous year Rs. 2412.15 Lakh) carried interest @ 3 month EURIBOR plus 1.75% p.a. and was repayable in 181 days & 273 days and in form of Short term loan of Rs. Nil (Previous year Rs 1500 Lakh) carried interest @ 10% p.a. and was repayable in 7 days.

Unsecured working capital loan from Kotak Mahindra Bank Ltd, in form of Rupee PC of Rs. Nil (Previous year Rs. 3500.00 Lakh) carried interest @ 10% p.a. and was repayable in 128 days.

Unsecured foreign currency working capital loan from Indusind Bank Ltd, in form of PCFC of Rs Nil (previous year Rs. 2424.52 Lakh) carried interest @ 6 month EURIBOR plus 1% p.a. and was repayable in 177 days.

**In respect of loans taken by Inox Renewables Limited (IRL):**

Foreign currency term loan from ICICI bank (DIFC-Dubai) in 2 tranches:

- a) Rs.30042.58 Lakh (previous year Rs. 32453.89 Lakh) from ICICI Bank Limited carries interest @ 6 months Libor+4.14% per annum, is repayable in 20 equal half yearly instalments starting from 3<sup>rd</sup> August 2013 and the last instalment falls due on 3<sup>rd</sup> February, 2023 for 50 Megawatt Dangri.
- b) Rs.11781.80 Lakh (previous year Rs.12727.02 Lakh) from ICICI Bank Limited carries interest @ 6 months Libor+4.14% per annum, is repayable in 20 half yearly instalments starting from 20<sup>th</sup> September, 2013 and the last instalment falls due on 20<sup>th</sup> March , 2023 for 20 Megawatt Dangri.

Both the tranches are secured by way of:

- a. Exclusive charge over all the borrower's immovable assets, all present and future movable fixed assets identified under the project assets and Ossiya-1 i.e. 19.5 MW.
- b. Exclusive charge over the escrow account to be opened with ICICI Bank Limited, India (Escrow Bank) for project Dangri and Ossiya-1.
- c. Exclusive charge on all project documents, rights, titles, permits, approvals in respect of all the assets of the project including power purchase agreement and wheeling agreements and all project documents including all insurance policies relating to project, project book debts, operating cash flows, revenue of whatsoever nature including "Certified Emission Reduction" (CER) receivables.
- d. First pari-passu with ICICI Bank, Hong Kong over immovable assets and all present and future movable fixed assets identified at project of Gude Panchgani 23.1 megawatt.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

e. First pari-passu charge over the escrow account w.r.t Gude Panchgani 23.1 megawatt.

Foreign currency term loan from ICICI bank (Bahrain):

Foreign currency term loan of Rs. 3386.49 Lakh (previous year Rs. 4877.57 Lakh) from ICICI Bank Limited carries interest @ 5.86 % p.a. and is repayable in 38 equal quarterly instalments starting from 20<sup>th</sup> December, 2007 and the last instalment falls due in March 2017. This loan is secured by way of:

- First mortgage/charge/security interest on all of the company's present and future assets pertaining to the Gude Panchgani project including all movable properties.
- ICICI bank have a charge/lien over the escrow account (to be opened with ICICI), where the cash flows out of the project (sale proceeds from the power sold to Maharashtra State Electricity Board) are to be deposited by the company.

Rupee Term Loan from Yes Bank Limited:

Rupee term loan of Rs. 13200.00 Lakh (previous year Rs. 13750.00 Lakh) from Yes Bank Limited carries interest @ 12.35 % p.a. and is repayable in quarterly instalments starting from 31<sup>st</sup> December, 2014 and the last instalment falls due on 30<sup>th</sup> June 2028. This loan is secured by way of:

- First Charge on all the present and future tangible/intangible moveable assets, current assets including receivables, others reserves and bank accounts pertaining to project.
- First Charge on all the present and future immovable assets both freehold and leasehold pertaining to the project.
- First charge on all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in project agreements, clearances etc. pertaining to the project.

Rupee term loan from Aditya Birla Finance Limited

Rupee term loan of Rs. 4549.50 Lakh (previous year Rs. 4875.00 Lakh) from Aditya Birla Finance Limited carries interest @ 12.40 % p.a. and is repayable in quarterly instalments starting from 31<sup>st</sup> December, 2013 and the last instalment falls due on 30<sup>th</sup> June 2023.

This loan is secured by way of:

- First charge on all the present and future tangible/intangible movables assets, current assets including receivables (pertaining to 22.5 MW Rajasthan project (Sadiya & Ossiya II)).
- First charge on all the present and future immovable assets both freehold and leasehold pertaining to the 22.5 MW Rajasthan project (Sadiya and Ossiya II).
- First charge on all the projects bank accounts including but not limited to escrow account and any other reserves and other bank accounts of the borrower pertaining to the 22.5 MW Rajasthan project (Sadiya and Ossiya II).

In respect of loans taken by Inox Renewables (Jaisalmer) Limited (IRLJ):

Foreign currency term loan of Rs. 22261.50 Lakh (previous year Rs. 23518.62 Lakh) from International Finance Corporation is secured by hypothecation of all movable and immovable fixed assets including cash flow and receivables of project assets of its Dangri (64MW) wind farm. Further, the loan is secured by corporate guarantee of Inox Renewables Limited.

The term loan is repayable in 28 instalments starting from 14<sup>th</sup> October 2013 and carries interest @ six months LIBOR and relevant spread of 4.25 % i.e. 11.44% per annum for the current year.

In respect of loans taken by Inox Wind Limited (IWL):

(a) Secured Loans:

Term loan amounting to Rs. 5500 Lakh (previous year Rs. 7500 Lakh) carries interest @ 11.85% p.a. repayable in 20 quarterly instalments starting from 1<sup>st</sup> February 2013 and Term Loan amounting to Rs. 2125 Lakh (previous year Rs. Nil) carries interest @ 11.30% p.a. repayable in 20 quarterly instalments starting from 30<sup>th</sup> September 2014. These loans are secured by first exclusive charge on existing & future movable & immovable fixed assets of Una and Rohika Plants.

Term Loan amounting to Rs. 3000 Lakh (previous year Rs. Nil) secured by first Pari-Passu charges by way of hypothecation on the entire fixed assets of Madhya Pradesh Plant and carries interest @ 10.25% The loan is repayable in 18 quarterly instalments starting from 30<sup>th</sup> October 2015.

Term loan amounting to Rs. Nil (previous year Rs. 5625 Lakh) was secured by first pari-passu charge on entire current assets of the company, both present and future & carried interest @ 12.25% p.a. The loan was repayable in four quarterly instalments starting from 2<sup>nd</sup> March 2014.

Term Loan amounting to Rs. 100 Lakh (previous year Nil) is secured by first pari-passu charge on the current assets, receivables, moveable fixed assets of IWISL and carries interest @ 12.75% p.a. payable monthly. The loan is repayable in five years, starting from December 2015, with annual repayment of 12%, 20%, 32% & 36% respectively for each year, with quarterly rest, computed on the basis of sanctioned limit of Rs. 5000 Lakh.

WCDL of Rs. 2000 Lakh (previous year Rs. 2700 Lakh) carries interest rate in the range of 11.75% - 12% p.a. and WCDL of Rs. 4000 Lakh (previous year Rs. Nil) carries interest rate @ 11.65% p.a. These loans are secured by first pari-passu charge on the current assets of the Company.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

WCDC of Rs. Nil (previous year Rs. 4000 Lakh, was secured by hypothecation of investment of Rs. 4500 Lakh in Fixed maturity plan (FMP) & carried interest @ 12% p.a.

Cash credit facilities from banks amounting to Rs. 12116.78 Lakh (previous year Rs. 4734.74 Lakh) are secured by current assets of IWL and carry interest in the range of 11.50 to 13.35% p.a.

Foreign currency short term loans (buyer's credit) from banks amounting to Rs 48667.80 Lakh (previous Rs.31105.37 Lakh) are secured by current assets of IWL and carry interest rate of applicable LIBOR plus bank's spread which is generally in the range of 0.5% to 2% p.a.

Short Term Working Capital Demand loan of Rs. 5000 Lakh (previous year Rs Nil) and carries interest at the rate of 12.25 % p.a. and the loan is repayable on demand.

**(b) Unsecured loans:**

Commercial Papers from other parties of Rs.4921.35 Lakh, net of unamortised interest of Rs.78.65 Lakh (previous year Rs. Nil) and carries interest rate @ 10.10% p.a. and the loan is repayable on 29<sup>th</sup> May 2015. Maximum balance during the year - Rs. 4,921.35 Lakh (previous year Rs. Nil).

**In respect of loans taken by Inox Leisure Limited (ILL):**

- a) Term loans from Axis Bank amounting to Rs. 6400.11 Lakh (previous year Rs. 5980.67 Lakh) carries interest @ bank base rate + 1.25 % p.a. which presently is 11.40%. The loans are secured by mortgage of immovable property situated at Vadodara and Anand and first exclusive charge on all movable fixed assets and current assets of the new multiplexes/property financed by the said term loans and escrow of entire cash flows relating to such multiplexes. The repayment schedules are as under:

| Particulars | Outstanding Amount (in Rs. Lakh) | Repayment terms  |
|-------------|----------------------------------|--|
| Term Loan 1 | 2997.11                          | Repayable in 16 equal quarterly instalments of Rs.374.64 Lakh each beginning from 30th June 2013   |
| Term Loan 2 | 100.00                           | Repayable in 10 equal quarterly instalments of Rs.50.00 Lakh each beginning from 1st April 2013    |
| Term Loan 3 | 3303.00                          | Repayable in 16 equal quarterly instalments of Rs.250.00 Lakh each beginning from 1st October 2014 |

- b) Bank overdraft of Rs.1410.06 Lakh (previous year Rs. 887.69 Lakh) is secured against first charge on the entire current assets of the ILL, both present and future; and extension of first charge by way of mortgage of property at Vadodara and Anand, Gujarat.
- c) During the year, ILL had raised short term funds by issue of Commercial Papers (CP). Discount on CP varied between 9.30% to 10.25% and maximum balance outstanding during the year was Rs. 32000 Lakh (previous year Rs. Nil).
- d) Inter-corporate deposit of Rs. Nil (previous year Rs. 1100 Lakh) was repayable in 5 years from the date of the deposit and carried interest rate of 11%. Inter-corporate deposits of Rs. 59.85 Lakhs (previous year Rs. Nil) are repayable on demand and carry interest @ 12%.

**In respect of loan taken by GFL GM Fluorspar SA:**

Foreign Currency Term Loan is secured by way of exclusive charge on movable fixed assets of the proposed project upto value of USD 7.95 million, book debts, operating cashflows, receivables, commission, present & future revenues. The term loan is repayable in the 10 structured half yearly instalments commencing after a moratorium of 12 months from the date of Scheduled Commercial operations date and carries interest @ 6 months LIBOR plus 4% per annum

**37. Exceptional Items:**

(Rs. in Lakh)

| Particulars  | 2014-2015       | 2013-2014 |
|--|-----------------|-----------|
| <b>Income</b>  |                 |           |
| Profit from sale of Inox Wind Limited Shares         | <b>26859.08</b> | —         |
| Total  | <b>26859.08</b> | —         |
| <b>Expenses</b>                                      |                 |           |
| Donation to Electoral Trust                          | <b>200.00</b>   | —         |
| Donation to concerns affiliated to political parties | <b>10.00</b>    | —         |
| Project Abandonment expenses                         | <b>429.48</b>   | —         |
| Loss on Sale of Captive Gas based Power Plants       | <b>1787.10</b>  | —         |
| Total  | <b>2426.58</b>  | —         |
| <b>Net Exceptional items</b>                         | <b>24432.50</b> | —         |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

## 38. Treasury shares in case of Inox Leisure Limited (ILL):

- (a) Pursuant to the Composite Scheme of Amalgamation ("Scheme") of ILL's subsidiary Fame India Limited ("Fame") and subsidiaries of Fame with ILL, which was operative from 1st April 2012, ILL had allotted 3,45,62,206 equity shares to the shareholders of the transferor companies on 10<sup>th</sup> July 2013, including 2,44,31,570 equity shares to Inox Benefit Trust ("Trust") towards shares held by ILL in Fame. These shares ("Treasury Shares") are held by the Trust exclusively for the benefit of ILL.

In terms of AS 31 'Financial Instruments' (which is not yet mandatory), internationally generally accepted accounting practices and for more appropriate presentation of the financial statements, ILL's interest in the Trust (at cost), being akin to Treasury Shares, in accordance with their substance and economic reality, is deducted from Shareholders' Fund. Any profit or loss arising from sale of Treasury Shares by the Trust is being recorded separately as 'Reserve on sale of Treasury Shares' under Reserves and surplus, being transactions relating to the capital of ILL. Accordingly, the profit of Rs. 7698.42 Lakh, after excluding minority share, on sale of 1,55,81,478 Treasury Shares during the year ended 31<sup>st</sup> March 2015 is directly recognised in 'Reserve on sale of Treasury Shares' under Reserves and surplus.

- (b) On allotment of above 3,45,62,206 equity shares of the Company, Gujarat Fluorochemicals Limited (GFL) ceased to be the holding company on 10<sup>th</sup> July 2013. Subsequently, the shareholders of ILL have passed a resolution at the Annual General Meeting held on 23<sup>rd</sup> August 2013 amending the Articles of Association of ILL entitling GFL to appoint majority of directors on the Board of ILL if GFL holds not less than 40% of the paid-up equity capital of ILL. Accordingly, ILL has again become a subsidiary of GFL with effect from this date.

39. In March 2014 a fire broke out in the Inox Wind Limited (IWL)'s factory at Rohika, Gujarat. IWL had lodged a claim with the insurance company towards the loss on account of fire. The claim lodged with the insurance company includes, inter-alia, claim towards loss of materials and fixed assets, expenditure on carrying out repairs and loss of profit. During the year ended 31st March 2014, the cost of materials and written down value of fixed assets destroyed in fire was estimated at Rs. 2,023.01 Lakh by the management. Pending the settlement of claim, amount of Rs. 83.68 Lakh, being estimated amount of reduction in the claim, was charged to the Statement of Profit and Loss as "loss by fire" and the balance amount of Rs. 1,939.33 Lakh was carried as 'Insurance claims lodged' in Other current assets. During the current year, after considering the expenditure incurred on repairs of plant & equipment & buildings, net of realization from sale of scrap, the amount on account of fire loss stood at Rs. 3,021.76 Lakh. IWL has received final settlement claim amount of Rs. 2,987.09 Lakh, excluding the claim on account of loss of profit. The loss of Rs. 34.67 Lakh on final settlement of the claim is charged to the Statement of Profit and Loss.

## 40. Employees' Stock Option Plan by Inox Leisure Limited (ILL):

During the year ended 31<sup>st</sup> March 2006, ILL had issued 500,000 equity shares of Rs. 10 each at a premium of Rs. 5 per share to Inox Leisure Limited – Employees' Welfare Trust ("Trust") to be transferred to the employees of ILL under the scheme of ESOP framed by the ILL in this regard. ILL has provided finance of Rs. 75 Lakh to the Trust for subscription of these shares at the beginning of the plan.

As per the Guidance Note on Accounting for Employee Share-based Payments issued by the Institute of Chartered Accountants of India, shares allotted to the Trust but not transferred to employees is required to be reduced from Share Capital and Reserves. Out of the 500,000 equity shares allotted to the Trust, 188,420 shares have been transferred to employees up to 31<sup>st</sup> March 2014. Accordingly, for the balance number of shares, ILL has reduced the Share Capital by the amount of face value of equity shares and Share Premium Account by the amount of share premium on such shares.

Following equity settled stock options have been granted to the employees:

|   |                |
|---|----------------|
| On 29 <sup>th</sup> January 2007 (First Grant)  | 244,120 shares |
| On 27 <sup>th</sup> October 2009 (Second Grant) | 33,332 shares  |
| On 12 <sup>th</sup> August 2013 (Third Grant)   | 33,156 shares  |

The vesting period for options granted under 1<sup>st</sup> & 2<sup>nd</sup> lot was between one to four years from the date of the grant. Option granted under 3<sup>rd</sup> lot is as per the terms of the Scheme of Amalgamation (referred to in note no. 38a). As per the Scheme, the stock options granted by erstwhile Fame India Limited ("Fame") to its employees automatically stood cancelled. The ILL has issued stock options to the eligible employees of Fame under the existing ESOP Scheme of the ILL. These stock options were granted in the ratio of 5 options (each option being equal to one share) of ILL for every 8 options (each option being equal to one share) held under ESOP of Fame. All options were exercisable within one year from the date of vesting. The compensation costs of stock options granted to employees were accounted by the ILL using the intrinsic value method.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

The summary of stock options is as under:

|  |        |
|--|--------|
| Outstanding on 1 <sup>st</sup> April 2014            | 16,579 |
| Granted during the year                              | Nil    |
| Lapsed during the year                               | Nil    |
| Exercised during the year                            | 16,579 |
| Outstanding as on 31 <sup>st</sup> March 2015        | Nil    |
| Exercisable as on 31 <sup>st</sup> March 2014        | Nil    |
| Weighted average exercise price of all stock options | Rs. 15 |

All stock options are exercised during the year at the exercise price of Rs. 15 per option.

In respect of the options granted under the Employees' Stock Option Plan, in accordance with the Guidance Note on Accounting for Employee Share-based Payments issued by the Institute of Chartered Accountants of India, the accounting value of options is amortized over the vesting period. Consequently, 'Employee benefits expense' in note no 29 includes Rs. 1.36 Lakh (previous year Rs. 9.94 Lakh) being the amortization of employee compensation.

41. In respect of income-tax matters of Inox Leisure Limited (ILL):

a) ILL's contention that the amount of entertainment tax exemption availed for some of its multiplexes is a capital receipt has been accepted by various appellate authorities and also in the proceedings before the appellate authorities and Hon'ble High Court of Judicature at Gujarat. The matter is presently pending before the Hon'ble Supreme Court. Provision for current tax is made on this basis to the extent the entertainment tax exemption is held as capital receipt for such multiplexes.

b) In view of the appellate orders in respect of ILL's own cases and other judicial pronouncements received during the year, the tax liability for earlier years is recomputed and consequential reduction in tax liability and increase in MAT credit entitlement, aggregating to Rs. 852.51 Lakh, is recognized in the statement of Profit and Loss for the year ended 31<sup>st</sup> March 2015.

42. Contingent liabilities :-

(a) Claims against the company not acknowledged as debt – **Rs. 8679.95 Lakh** (previous year Rs. 7941.17). This includes:

i. In respect of Inox Leisure Limited:

a) The company has issued termination notice for one of its proposed multiplexes seeking refund of security deposit of Rs. 60.07 Lakh and reimbursement of the cost of fit-outs of Rs. 823.27 Lakh incurred by the company and carried forward as capital work-in-progress. The party has made a counter claim of Rs. 6943.44 Lakh towards rent for lock in period and other costs which is included in the amount above. At present the matter is pending before the Arbitrator.

b) In the arbitration proceedings in respect of termination notice of MOU for another proposed multiplex, the arbitrator has awarded the matter against the company and directed the company to pay Rs 116.36 Lakh towards rent for the lock in period, which is included in the amount above. Further, the arbitrator has also directed the company to pay the amount of difference between the rent payable by the company as per the MOU and the amount of actual rent received by the other party from their new tenant. The differential amount is presently not determinable. The company has challenged the arbitration award before the Hon'ble High Court of judicature at Delhi and the same is pending.

ii. In respect of Inox Renewables Limited

Claim of Rs 870.00 Lakh (previous year Rs 870.00 Lakh) in respect of losses suffered by Rajasthan Rajya Vidyut Prasaran Nigam Limited due to under injections of energy by Inox Renewables Limited

iii. Other claims are in respect of claims made by suppliers, contractors and by owners of the multiplex premises which are under negotiations with the respective parties. Advance paid against these matters is Rs. 52.26 Lakh (previous year Rs. Nil)

(b) In respect of Income tax matters - **Rs. 8118.41 Lakh** (previous year Rs. 8227.38 Lakh). This includes

i. In respect of Gujarat Fluorochemicals Limited

Demand of Rs. 8093.33 Lakh (previous year Rs. 8216.06 Lakh) for the Assessment Year 2008-09 and for the A.Y 2009-10 for which the Company has received CIT(A) order confirming the action of the Assessing Officer in respect of (a) treatment of investment in shares as a business activity and (b) re-computation of the amount of deduction u/s 80IA by applying the regulatory prices in respect of power generated at its captive power units.

The Company has not accepted the orders of the CIT(A) and has preferred appeal before ITAT, Ahmedabad. The said issues were decided in favour of the Company by CIT(A) in earlier years. Consequently, the amount of demands in respect of the above are included in the amount of contingent liabilities including for subsequent years where assessment orders are received. Amount of Rs.8093.33 Lakh (previous year Rs.8093.33 Lakh) has been paid in respect of above Income Tax demands and not charged to the Statement of Profit and Loss.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

- ii. Group's share in the contingent liability of Joint Venture – Rs 5.60 Lakh (previous year Rs 5.60 Lakh)
- (c) In respect of excise duty & service tax matters - **Rs. 10404.41 Lakh** (previous year Rs. 2664.53 Lakh). This includes
  - i. In respect of Gujarat Fluorochemicals Limited
    - a) Amount of Rs. 2189.12 Lakh (previous year Rs. 1716.90 Lakh) for which the Company has received various show cause notices regarding service tax input credit on certain items and inter-unit transfers. The Company has filed the replies or is in the process of filing replies.
    - b) Amount of Rs. 627.53 Lakh (previous year Rs. 569.81 Lakh) in respect of demand on account of cenvat credit availed on certain items and levy of excise duty on freight recovered from customers. The Company has filed appeal before CESAT and the matters are pending.
    - c) Amount of Rs. 410.83 Lakh (previous year Rs. 273.66 Lakh) for which the Company has received various show cause notices regarding levy of service tax on certain items. The Company has filed the replies or is in the process of filing replies.
  - ii. In respect of Inox Leisure Limited
    - a) Amount of Rs. 5577.97 Lakh (previous year Rs. Nil) for which the company has received notices from Commissionerate of Service tax regarding levy of service tax on film distributor's' share paid by the company. The company is in the process of filing replies to these show cause notices.
    - b) Amount of Rs. 1502.00 Lakh (previous year Rs. Nil) for which the company has received a show cause notice regarding levy of service tax on sale of food and beverages in multiplex premises. The company is in the process of filing replies to these show cause notices.
    - c) Amount of Rs. 90.13 Lakh (previous year Rs. 90.13 Lakh) in respect of service tax on payment of architect fee to foreign architects by the company and receipt of pouring and signing fee. Out of a total demand of 104.33 Lakh, the company has already paid a sum of 14.20 Lakh and stayed the recovery of the balance demand. The company has filed an appeal before Customs Excise and Service Tax Appellate Tribunal ("CESTAT") and the matter is pending.
- (d) In respect of customs duty **Rs 977.93 Lakh** (previous year Rs 991.87 Lakh). This includes:
  - i. In respect of Gujarat Fluorochemicals Limited
    - Custom duty demands of Rs. 973.57 Lakh (previous year Rs. 987.51 Lakh) on account of differential custom duty on imported material on high seas basis. The Company has filed appeal before CESAT and the matters are pending. Amount of Rs. 40.17 Lakh (previous year Rs. Nil) has been paid in respect of above Custom duty demand and not charged to the Statement of Profit and Loss.
- (e) In respect of VAT matters **Rs 320.96 Lakh** (previous year Rs. 135.66 Lakh). This includes
  - i. In respect of Inox Leisure Limited
    - Demand of Rs. 237.06 Lakh (previous year Rs. 135.66 Lakh) pursuant to reassessment order for the year 2008-09. The Company is in the process of filing an appeal against the said reassessment order.
  - ii. In respect of Inox Wind Limited
    - The company had received Himachal Pradesh VAT orders for the financial years 2012-13 and 2013-14 levying penalty for delayed payment of VAT aggregating to Rs. 112.87 Lakh. The company had filed appeals before the first appellate authority. During the current year, the company has received appellate order for the year 2013-14 confirming the levy of penalty and the company is in the process of filing further appeal against the said order. However, the company has estimated the amount of penalty which may be ultimately sustained at Rs. 53.78 and provision is made for the same.
- (f) In respect of electricity duty matters **Rs. Nil** (previous year Rs. 1204.86 Lakh)
  - Demand on account of electricity duty on cancellation of exemption certificate of Gujarat Fluorochemicals Limited. During the year, the Company has received favourable order on this matter.
- (g) In respect of property tax matters **Rs 596.72 Lakh** (previous year Rs 757.34 Lakh). This includes
  - i. In respect of Inox Leisure Limited
    - The company has disputed the quantum of property tax levied in case of one multiplex and the matter is pending before Court of Small Causes and Hon'ble High Court of judicature at Bombay. The company has received revised demands during the year which also is contested by the company. Estimated provision for the same is made by the company. The amount of demand not provided for is Rs. 569.72 Lakh (previous year Rs 757.34 Lakh).
- (h) In respect of Entertainment tax demands **Rs. 2448.10 Lakh** (previous year Rs. 1977.52 Lakh). This includes
  - i. In respect of Inox Leisure Limited
    - a) Demand of Rs. 1941.22 Lakh (previous year Rs. 1583.83 Lakh) in respect of some multiplexes pertaining to exemption period and the Company is contesting the matter by way of appeal before appropriate authorities.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

- b) Demand of Rs. 477.34 (previous year Rs. 391.47 Lakh) in respect of one multiplex where the eligibility for exemption from payment of entertainment tax is rejected and the company is contesting the matter by way of appeal before appropriate authorities.
- (i) In respect of stamp duty matters **Rs. 263.81 Lakh** (previous year Rs. 263.81 Lakh).
- i. In respect of Inox Leisure Limited  
Authority has raised the demand for non-payment of stamp duty in respect of Leave & License Agreement in respect of one multiplex holding the same as lease transaction. Stay has been granted and the matter is pending before the Board of Revenue.
- (j) Other matters:
- i) Inox Leisure Limited may be required to charge additional cost of Rs. 389.83 lakh (previous year Rs. 389.83 Lakh) towards electricity from 1<sup>st</sup> June 2007 to 31<sup>st</sup> March 2010 pursuant to the increase in the tariff in case the appeal made with Maharashtra Electricity Regulatory Commission 'MERC' by the Company through the Multiplex Association of India is rejected and the case filed in the Supreme Court by one of the electricity supplier against the order of the Appellate Tribunal for Electricity, dated 19 January 2009, for change in category, in favour of the appeal made by the Multiplex Association of India is passed in favour of the electricity supplier. ILL has paid the whole amount to the respective authorities under protest (which is included in 'long term loans and advances')
- ii) Claims in respect of labour matters in respect of Gujarat Fluorochemicals Limited amount is not ascertainable
- iii) Corporate guarantee given to bank by Inox Leasing and Finance Limited in respect of loan taken by a company – U.S.D. 18.50 million (previous year NIL)
- In respect of above matters, no provision is considered necessary as the Group expects favourable outcome. Further, it is not possible for the Group to estimate the timing of further cash outflows, if any, in respect of these matters.
43. During the previous year, the Income-tax authorities have carried out survey proceedings u/s 133A of the Income-tax Act, 1961 at the corporate office of the Parent Company and the corporate office and factory premises of one of the subsidiaries. Both companies have made detailed submissions on various issues raised during the course of survey proceedings and do not expect any material demand in this connection.
44. In respect of ILL, the arbitration award in the matter of disputed recoveries pertaining to one of the multiplex of the company has been received in favour of ILL and the arbitrator has further granted interest claimed on the unpaid amount at the rate of 15% p.a. The company has accordingly accounted interest of Rs. 18.24 Lakh (Previous Year Rs. 18.24 Lakh) Total amount of interest receivable upto 31st March, 2015 is Rs. 166.30 Lakh (Previous Year Rs. 148.06 Lakh). The said award has been challenged before the District Court and the matter is pending.
45. Commitments:
- (a) Estimated amount of contract remaining to be executed on capital account and not provided for, net of advances, is Rs. 32802.08 Lakh (previous year Rs. 32323.77 Lakh).
- (b) Amount of customs duty exemption availed by the Inox Wind Limited ('IWL') under EPCG Scheme for which export obligations are required to be fulfilled within stipulated period - Rs. 1997.83 Lakh (previous year Rs. 1212.64 Lakh).
- (c) The exemption from payment of Entertainment Tax in respect of multiplexes of Inox Leisure Limited, which are eligible for such exemption, is subject to fulfilment of the terms and conditions of the respective State Government policies issued in this regard. The amount of Entertainment Tax exemption availed so far, which is liable to be paid if the relevant multiplex ceases operations prior to completing the minimum period of operations in terms of the respective policies of the States – Rs. 15889.77 Lakh (previous year Rs. 17197.99 Lakh)
- (d) The Company has agreed to provide Equity Shares of Gujarat Fluorochemicals Limited held by it, for an amount equal to Rs. 107.50 crores (previous year Rs. 140 crores) to Standard Chartered Private Equity (Mauritius) II Limited (SC) in terms of an Amendment Agreement dated 19th December, 2013 executed between Inox India Ltd. (ILL), Promoters of ILL, the Company and (SC), in case ILL fails to fulfil its obligations under the referred Agreement.
46. In respect of Entertainment Tax liability of Inox Leisure Limited ('ILL') and its treatment in these accounts: -
- a. The Entertainment Tax exemption in respect of some of the Multiplexes of ILL has been accounted on the basis of eligibility criteria as laid down in the respective Schemes but is subject to final Orders yet to be received from respective authorities. Accordingly the amount of Rs 923.57 Lakh (previous year Rs. 520.25 Lakh) being Entertainment Tax in respect of such Multiplexes has not been charged to the Statement of Profit and Loss. Cumulative amount as on 31st March 2015 is Rs. 4575.19 Lakh (previous year Rs. 3909.42 Lakh).
- b. In respect of the Multiplex Cinema Theatre at Vadodara, the issues in respect of the eligibility for exemption from payment of entertainment tax and the method of computing the exemption availed, have been decided in favour of the company by the Honourable High Court of judicature at Gujarat vide its order dated 26th June, 2009. The matter regarding method of computation of eligibility amount is challenged by the Government Department before the Honourable Supreme Court. Pending receipt of final eligibility certificate the figures indicated in (a) above include the figures pertaining to the said Multiplex.



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

c. In respect of two multiplexes being operated by the company in Uttar Pradesh: In view of the revised eligibility norms notified during the year, these multiplexes have now become eligible for exemption from payment of entertainment tax, w.e.f. the date of commencement of commercial operations. Accordingly, the amount of Rs. 616.74 Lakh, being entertainment tax paid in respect of these two multiplexes in earlier years, is credited to the Statement of Profit and Loss.

47. The major components of the net deferred tax assets and liability are as under :

i. Deferred Tax Liabilities (Net):

|       |  | (Rs. In Lakh)   |          |
|-------|--|-----------------|----------|
| S.No. | Particulars  | 2014-15         | 2013-14  |
| (A)   | <b>Deferred Tax Liabilities</b>  |                 |          |
|       | (i) On account of difference between tax depreciation and depreciation/amortisation charged in books | <b>32886.39</b> | 26425.14 |
|       | <b>Total</b>   | <b>32886.39</b> | 26425.14 |
| (B)   | <b>Deferred Tax Assets</b>   |                 |          |
|       | (i) Expenditure allowable on payment basis   | <b>1282.72</b>  | 1095.15  |
|       | (ii) Others  | <b>81.32</b>    | 92.61    |
|       | <b>Total</b>   | <b>1364.04</b>  | 1187.76  |
|       | <b>Net Deferred Tax Liabilities (A-B)</b>  | <b>31522.35</b> | 25237.38 |

ii. Deferred Tax Assets (Net):

|       |  | (Rs. In Lakh)  |           |
|-------|--|----------------|-----------|
| S.No. | Particulars                            | 2014-2015      | 2013-2014 |
| (i)   | Expenditure allowable on payment basis | <b>45.91</b>   | 22.44     |
| (ii)  | Unabsorbed losses                      | <b>2211.49</b> | 1606.48   |
| (ii)  | Others                                 | <b>0.00</b>    | 12.89     |
|       | <b>Total</b>                           | <b>2257.40</b> | 1641.81   |

Notes:

- i. Inox Renewables Limited and Inox Renewables (Jaisalmer) Limited have entered into power purchase agreements with the distribution companies for 19 years for sale of power generation and will have certain revenues and sufficient taxable profit after the tax holiday period against which the deferred tax assets shall be adjusted. Provision of deferred tax asset in compliance of the notified AS 22 'Accounting for Taxes on Income' has been made as these companies have unabsorbed depreciation which can be carried forward infinitely.
- ii. Inox Wind Infrastructure Services Limited ('IWISL') has recognized deferred tax asset of Rs.2211.49 Lakh (previous year Rs.593.64 Lakh) in respect of business loss and unabsorbed depreciation for the year ended 31st March 2015. In view of the confirmed orders in hand and the revenue from the work to be completed in the next year, in the opinion of the management there is virtual certainty that IWISL will have sufficient future taxable income available against which such deferred tax asset can be realized and hence IWISL has recognized such deferred tax asset.

48. Disclosure as required by AS 19 on 'Leases' :

(a) In respect of Assets given on Operating Lease :

Assets given on operating lease are Office Premises. The non-cancellable initial lease tenure is for five to nine years, which can be further extended at the mutual option of both the parties.

The details of carrying amount of assets given on lease and the future minimum lease payments are as under:

|       |  | (Rs. in Lakh) |           |
|-------|--|---------------|-----------|
| Sr.   | Particulars  | 2014-2015     | 2013-2014 |
| (i)   | Gross carrying amount of asset given on operating lease included in Buildings block of fixed assets. | <b>929.38</b> | 929.38    |
| (ii)  | Accumulated Depreciation as at the end of the year   | <b>147.38</b> | 147.38    |
| (iii) | Depreciation for the year  | <b>15.08</b>  | 15.09     |
| (iv)  | Future minimum lease payments -  |               |           |
|       | (a) Not later than one year  | <b>648.14</b> | 677.94    |
|       | (b) Later than one year and not later than five years  | <b>516.47</b> | 1341.12   |
|       | (c) Later than five years  | <b>0.00</b>   | 0.00      |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

- (v) Assets given on operating lease are Office Premises. The non-cancellable initial lease tenure is for five to nine years, which can be further extended at the mutual option of both the parties.
- (b) In respect of Assets taken on Operating Lease  
The plants taken on operating lease are for an initial non-cancellable period of ten years, which can be further extended at the mutual option of both the parties. The future minimum lease payments under these lease arrangements are as under:

| Sr. Particulars                                      | 2014-2015 | 2013-2014 |
|--|-----------|-----------|
| a) Not later than one year                           | 92.28     | 92.28     |
| b) Later than one year and not later than five years | 206.46    | 241.74    |
| c) Later than five years                             | 71.25     | 116.25    |

- (c) Operating leases for some of the multiplexes of Inox Leisure Limited and its subsidiaries ("ILL Group")  
ILL is operating some of the multiplexes under Operating Lease / Business Conducting Arrangement. These arrangements are for a period of 9-25 years with a minimum lock-in period of 3-10 years and the agreement provides for escalation in rentals after pre-determined periods. Property Rent and Conducting Fees of Rs.13415.64 Lakh (previous year Rs. 10761.54) are included in 'Property Rent and Conducting Fees' charged in the Statement of Profit and Loss.

The future minimum lease / conducting fees payments under these arrangements are as under:

| Sr. Particulars                                      | 2014-2015 | 2013-14   |
|--|-----------|-----------|
| a) Not later than one year                           | 13300.18  | 10494.89  |
| b) Later than one year and not later than five years | 46059.49  | 42023.43  |
| c) Later than five years                             | 115983.71 | 106575.07 |

- (d) In respect of other operating leases for premises (offices and residential accommodations for employees) - generally, these lease arrangements range between 11 months to 60 months and are usually renewable by mutual consent on mutually agreeable terms. Lease rentals are included in "Rent" charged in the Statement of Profit and Loss.

49. The Group has recognised following provision towards expenses:

| Particulars  | 2014-2015 | 2013-2014     |
|--|-----------|---------------|
|  |           | (Rs. in Lakh) |
| <b>a) In respect of municipal taxes payable for one of the multiplexes</b> |           |               |
| Opening Balance  | 200.20    | 207.40        |
| Provided during the year   | 52.80     | 52.80         |
| Paid during the year   | 70.00     | 60.00         |
| Closing balance  | 183.00    | 200.20        |
| <b>b) In respect of amalgamation expenses</b>                              |           |               |
| Opening Balance  | Nil       | 500.00        |
| Provided during the year   | Nil       | Nil           |
| Paid during the year   | Nil       | 272.56        |
| Reversed during the year   | Nil       | 227.44        |
| Closing balance  | Nil       | Nil           |
| <b>c) Towards MVAT/Sales tax</b>   |           |               |
| Opening Balance  | 39.61     | 39.61         |
| Provided during the year   | 30.43     | Nil           |
| Paid during the year   | 0.23      | Nil           |
| Closing balance  | 69.81     | 39.61         |
| <b>d) For service tax on renting of immovable properties</b>               |           |               |
| Opening Balance  | 1042.44   | 1033.14       |
| Provided during the year   | Nil       | 25.37         |
| Paid/adjusted during the year  | Nil       | 16.07         |
| Closing balance  | 1042.44   | 1042.44       |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

50. Inox Leisure Limited (ILL) has, in May 2015, detected a fraud perpetrated by one of its employees, in respect of travel bills from travel agencies who were otherwise booking air tickets for bona-fide travel undertaken by employees and other persons for and on behalf of ILL. Following a confession statement given by the employee concerned, ILL has filed a First Information Report (FIR) with the Police Station on 5 May 2015 and terminated the services of the employee with immediate effect. At present the matter is under further investigation by ILL as well as Police. Pending completion of such investigation, it is not possible to assess the quantum of the fraud, the period thereof, as well as its impact, if any, on the accounts of ILL. Necessary entries in the books of accounts in this regard will be made on completion of the investigation and after assessing the impact, if any, of the same on the accounts of ILL.

51. Related Party Disclosures :

(i) Names of Related Parties

**(A) Where control exists:**

**Subsidiary Company-** Gujarat Fluorochemicals Limited

**(B) Other related parties with whom there are transactions during the year:**

**Joint Ventures-**

Xuancheng Hengyuan Chemical Technology Co. Ltd. (XHCT Co. Ltd)

Swanston Multiplex Cinema Private Limited (SMCPL) – joint venture of a subsidiary

Swarnim Gujarat Fluorspar Private Limited

**Associate of a subsidiary**

Megnasolace City Private Limited

**Key Management Personnel (KMP)**

Mr. P K Jain (Managing Director )

Mr. V K Jain (Managing Director of GFL)

Mr. D K Sachdeva (Whole Time Director of GFL)

Mr. J S Bedi (Whole Time Director of GFL)

Mr. Alok Tandon – Manager of Inox Leisure Limited

Mr. Rajiv Patni – Manager of Erstwhile Fame India Ltd upto 25<sup>th</sup> May, 2013

Mr. David Kaufmann – Manager of GFL Americas LLC, U.S.A upto March, 2014

Mr. Devansh Jain-(Whole Time Director) in Inox Wind Limited

Mr. Rajeev Gupta (Whole Time Director) in Inox Wind Limited

Mr. Paresh Trivedi (Whole Time Director) w.e.f. 22<sup>nd</sup> October, 2013 upto 27<sup>th</sup> June 2014.

Mr. Vineet Davis (Whole Time Director) in Inox Wind Infrastructure Services Limited (IWISL) w.e.f. 08<sup>th</sup> October, 2013

Mr. Manoj Dixit (Whole Time Director) in IWISL w.e.f. 08<sup>th</sup> October, 2013

**Relatives of Key Management Personnel**

Mr. D K Jain (Father of Mr. V K Jain)

Mr. Siddharth Jain (Son of Mr. .P K Jain)

**Enterprises over which Key Management Personnel, or their relatives, have significant influence**

Devansh Gases Private Limited

Refron Valves Limited

Devansh Trading and Finance Private Limited

Rajni Farms Private Limited

Inox India Limited

Sidhapavan Trading and Finance Private Limited

Inox Air Products Limited

Siddho Mal Investments Private Limited

Inox Chemicals Private Limited



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

(ii) Particulars of transactions

Amount Rs. in Lacs

| Particulars                                   | Subsidiary and Step-down Sub-subsidiary |               | Joint Ventures |               | Key Management Personnel (KMP) |             | Relatives of key Management Personnel |             | Enterprises over which KMP or his relative has significant influence |               | Total          |                |
|---|---|---------------|----------------|---------------|--------------------------------|-------------|---------------------------------------|-------------|--|---------------|----------------|----------------|
|   | 2014-15                                 | 2013-14       | 2014-15        | 2013-14       | 2014-15                        | 2013-14     | 2014-15                               | 2013-14     | 2014-15  | 2013-14       | 2014-15        | 2013-14        |
| <b>A) Transactions during the year</b>        |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| <b>Sales of Goods</b>                         |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Air Products Limited                     |   |               |                |               |                                |             |                                       |             | 2.22   | 1.36          | 2.22           | 1.36           |
| Inox India Limited                            |   |               |                |               |                                |             |                                       |             | 2.58   | 2.12          | 2.58           | 2.12           |
| Others  |   |               |                |               |                                |             |                                       |             | 0.03   | 0.05          | 0.03           | 0.05           |
| <b>Total</b>                                  |   |               |                |               |                                |             |                                       |             | <b>4.83</b>  | <b>3.53</b>   | <b>4.83</b>    | <b>3.53</b>    |
| <b>Purchase of Goods</b>                      |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Air Products Limited                     |   |               |                |               |                                |             |                                       |             | 488.29   | 310.16        | 488.29         | 310.16         |
| Inox India Limited                            |   |               |                |               |                                |             |                                       |             | 2445.48  | 549.43        | 2445.48        | 549.43         |
| XHCT Co. Ltd                                  |   |               | 210.05         | 207.08        |                                |             |                                       |             |  |               | 210.05         | 207.08         |
| <b>Total</b>                                  |   |               | <b>210.05</b>  | <b>207.08</b> |                                |             |                                       |             | <b>2933.77</b>   | <b>859.59</b> | <b>3143.82</b> | <b>1066.67</b> |
| <b>Purchase of Asset</b>                      |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox India Limited                            |   |               |                |               |                                |             |                                       |             | 0.00   | 525.00        | 0.00           | 525.00         |
| <b>Total</b>                                  |   |               |                |               |                                |             |                                       |             | <b>0.00</b>  | <b>525.00</b> | <b>0.00</b>    | <b>525.00</b>  |
| <b>Inter-corporate deposits received back</b> |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Leisure Limited                          | 1100.00                                 | 0.00          |                |               |                                |             |                                       |             |  |               | 1100.00        | 0.00           |
| <b>Total</b>                                  | <b>1100.00</b>                          | <b>0.00</b>   |                |               |                                |             |                                       |             |  |               | <b>1100.00</b> | <b>0.00</b>    |
| Particulars                                   | Holding Company                         |               | Joint Ventures |               | Key Management Personnel (KMP) |             | Relatives of key Management Personnel |             | Enterprises over which KMP or his relative has significant influence |               | Total          |                |
|   | 2014-15                                 | 2013-14       | 2014-15        | 2013-14       | 2014-15                        | 2013-14     | 2014-15                               | 2013-14     | 2014-15  | 2013-14       | 2014-15        | 2013-14        |
| <b>Share Application Money Paid</b>           |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Swarnim Gujarat Fluorspar Pvt.Ltd             |   |               | 0.00           | 32.00         |                                |             |                                       |             |  |               | 0.00           | 32.00          |
| <b>Total</b>                                  |   |               | <b>0.00</b>    | <b>32.00</b>  |                                |             |                                       |             |  |               | <b>0.00</b>    | <b>32.00</b>   |
| <b>Interest received</b>                      |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Leisure Limited                          | 108.58                                  | 121.00        |                |               |                                |             |                                       |             |  |               | 108.58         | 121.00         |
| <b>Total</b>                                  | <b>108.58</b>                           | <b>121.00</b> |                |               |                                |             |                                       |             |  |               | <b>108.58</b>  | <b>121.00</b>  |
| <b>Purchase of Investments</b>                |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Mr. V K Jain                                  |   |               |                |               | 0.00                           | 0.01        |                                       |             |  |               | 0.00           | 0.01           |
| Mr. D K Jain                                  |   |               |                |               |                                |             | 0.00                                  | 0.01        |  |               | 0.00           | 0.01           |
| Mr. P K Jain                                  |   |               |                |               | 0.00                           | 0.01        |                                       |             |  |               | 0.00           | 0.01           |
| Mr. Devansh Jain                              |   |               |                |               | 0.00                           | 0.01        |                                       |             |  |               | 0.00           | 0.01           |
| <b>Total</b>                                  |   |               |                |               | <b>0.00</b>                    | <b>0.03</b> | <b>0.00</b>                           | <b>0.01</b> |  |               | <b>0.00</b>    | <b>0.04</b>    |
| <b>Expenses (Repairs)</b>                     |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Refron Valves Limited                         |   |               |                |               |                                |             |                                       |             | 9.81   | 1.79          | 9.81           | 1.79           |
| Inox Air Products Limited                     |   |               |                |               |                                |             |                                       |             | 0.00   | 0.40          | 0.00           | 0.40           |
| <b>Total</b>                                  |   |               |                |               |                                |             |                                       |             | <b>9.81</b>  | <b>2.19</b>   | <b>9.81</b>    | <b>2.19</b>    |
| <b>Reimbursement of expenses (paid)</b>       |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Air Products Limited                     |   |               |                |               |                                |             |                                       |             | 0.76   | 4.05          | 0.76           | 4.05           |
| Inox India Limited                            |   |               |                |               |                                |             |                                       |             | 6.46   | 0.00          | 6.46           | 0.00           |
| Gujarat Fluorochemicals Limited               | 0.05                                    | 0.58          |                |               |                                |             |                                       |             | 7.32   | 7.32          | 0.05           | 0.58           |
| Devansh Gases Private Limited                 |   |               |                |               |                                |             |                                       |             |  |               | 7.32           | 7.32           |
| <b>Total</b>                                  | <b>0.05</b>                             | <b>0.58</b>   |                |               |                                |             |                                       |             | <b>14.54</b>   | <b>11.37</b>  | <b>14.59</b>   | <b>11.95</b>   |
| <b>Reimbursement of expenses (received)</b>   |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox India Limited                            |   |               |                |               |                                |             |                                       |             | 0.00   | 5.08          | 0.00           | 5.08           |
| Gujarat Fluorochemicals Limited               | 0.37                                    | 4.11          |                |               |                                |             |                                       |             |  |               | 0.37           | 4.11           |
| SMCPL   |   |               | 0.00           | 0.04          |                                |             |                                       |             |  |               | 0.00           | 0.04           |
| Swarnim Gujarat Fluorspar Pvt.Ltd             |   |               | 4.21           | 0.61          |                                |             |                                       |             |  |               | 4.21           | 0.61           |
| <b>Total</b>                                  | <b>0.37</b>                             | <b>4.11</b>   | <b>4.21</b>    | <b>0.65</b>   |                                |             |                                       |             | <b>0.00</b>  | <b>5.08</b>   | <b>4.58</b>    | <b>9.84</b>    |
| <b>Rent Received</b>                          |   |               |                |               |                                |             |                                       |             |  |               |                |                |
| Inox Air Products Limited                     |   |               |                |               |                                |             |                                       |             | 144.90   | 144.90        | 144.90         | 144.90         |
| Gujarat Fluorochemicals Limited               | 64.50                                   | 60.00         |                |               |                                |             |                                       |             | 0.72   | 0.72          | 64.50          | 60.00          |
| Others  |   |               |                |               |                                |             |                                       |             |  |               | 0.72           | 0.72           |
| <b>Total</b>                                  |   |               |                |               |                                |             |                                       |             | <b>145.62</b>  | <b>145.62</b> | <b>210.12</b>  | <b>204.72</b>  |



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

| Particulars                                   | Holding Company |                | Joint Ventures |              | Key Management Personnel (KMP) |               | Relatives of key Management Personnel |              | Enterprises over which KMP or his relative has significant influence |               | Total          |                |
|---|-----------------|----------------|----------------|--------------|--------------------------------|---------------|---------------------------------------|--------------|--|---------------|----------------|----------------|
|   | 2014-15         | 2013-14        | 2014-15        | 2013-14      | 2014-15                        | 2013-14       | 2014-15                               | 2013-14      | 2014-15  | 2013-14       | 2014-15        | 2013-14        |
| <b>Rent paid</b>                              |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Inox Air Products Limited                     |                 |                |                |              |                                |               |                                       |              | 2.40   | 1.65          | 2.40           | 1.65           |
| Devansh Gases Private Limited                 |                 |                |                |              |                                |               |                                       |              | 24.00  | 24.00         | 24.00          | 24.00          |
| Others  |                 |                |                |              | 1.20                           | 1.20          |                                       |              |  |               | 1.20           | 1.20           |
| <b>Total</b>                                  | <b>64.50</b>    | <b>60.00</b>   |                |              | <b>1.20</b>                    | <b>1.20</b>   |                                       |              | <b>26.40</b>   | <b>25.65</b>  | <b>27.60</b>   | <b>26.85</b>   |
| <b>O&amp;M Charges &amp; Lease Rents paid</b> |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Inox Air Products Limited                     |                 |                |                |              |                                |               |                                       |              | 212.82   | 208.76        | 212.82         | 208.76         |
| <b>Total</b>                                  |                 |                |                |              |                                |               |                                       |              | <b>212.82</b>  | <b>208.76</b> | <b>212.82</b>  | <b>208.76</b>  |
| <b>Remuneration paid</b>                      |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Mr. V K Jain                                  |                 |                |                |              | 600.66                         | 478.46        |                                       |              |  |               | 600.66         | 478.46         |
| Mr.Devansh Jain                               |                 |                |                |              | 120.64                         | 120.64        |                                       |              |  |               | 120.64         | 120.64         |
| Others  |                 |                |                |              | 348.98                         | 302.09        |                                       |              |  |               | 348.98         | 302.09         |
| <b>Total</b>                                  |                 |                |                |              | <b>1070.28</b>                 | <b>901.19</b> |                                       |              |  |               | <b>1070.28</b> | <b>901.19</b>  |
| <b>Commission to Director/Manager</b>         |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Mr. D K Jain                                  |                 |                |                |              |                                |               | 130.39                                | 96.92        |  |               | 130.39         | 96.92          |
| Mr. David Kaufmann –Manager                   |                 |                |                |              | 0.00                           | 5.66          | 0.00                                  | 0.00         |  |               | 0.00           | 5.66           |
| <b>Total</b>                                  |                 |                |                |              | <b>0.00</b>                    | <b>5.66</b>   | <b>130.39</b>                         | <b>96.92</b> |  |               | <b>130.39</b>  | <b>102.58</b>  |
| <b>Sitting Fees paid</b>                      |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Mr. D K Jain                                  |                 |                |                |              |                                |               | 1.80                                  | 1.60         |  |               | 1.80           | 1.60           |
| Mr. P K Jain                                  |                 |                |                |              | 1.60                           | 1.25          |                                       |              |  |               | 1.60           | 1.25           |
| Mr. V K Jain                                  |                 |                |                |              | 1.80                           | 0.70          |                                       |              |  |               | 1.80           | 0.70           |
| Mr. Siddharth Jain                            |                 |                |                |              |                                |               | 1.60                                  | 0.50         |  |               | 1.60           | 0.50           |
| <b>Total</b>                                  |                 |                |                |              | <b>3.40</b>                    | <b>1.95</b>   | <b>3.40</b>                           | <b>2.10</b>  |  |               | <b>6.80</b>    | <b>4.05</b>    |
| <b>Professional fees</b>                      |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Mr. David Kaufmann –Manager                   |                 |                |                |              | 0.00                           | 57.89         |                                       |              |  |               | 0.00           | 57.89          |
|   |                 |                |                |              | 0.00                           | 57.89         |                                       |              |  |               | 0.00           | 57.89          |
| <b>B) Amounts outstanding</b>                 |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| <b>Amounts payable</b>                        |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Mr. V K Jain                                  |                 |                |                |              | 334.53                         | 272.93        |                                       |              |  |               | 334.53         | 272.93         |
| Mr. D K Jain                                  |                 |                |                |              |                                |               | 86.07                                 | 66.97        |  |               | 86.07          | 66.97          |
| Inox India Limited                            |                 |                |                |              |                                |               |                                       |              | 265.98   | 149.75        | 265.98         | 149.75         |
| Mr. Devansh Jain                              |                 |                |                |              | 72.03                          | 71.72         |                                       |              |  |               | 72.03          | 71.72          |
| Others  |                 |                | 11.43          | 59.17        | 18.14                          | 27.43         |                                       |              | 79.71  | 75.17         | 109.28         | 161.77         |
| <b>Sub-total</b>                              |                 |                | <b>11.43</b>   | <b>59.17</b> | <b>424.70</b>                  | <b>372.08</b> | <b>86.07</b>                          | <b>66.97</b> | <b>345.69</b>  | <b>224.92</b> | <b>867.89</b>  | <b>723.14</b>  |
| <b>Inter corporate deposit</b>                |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Inox Leisure Limited                          | 0.00            | 1100.00        |                |              |                                |               |                                       |              |  |               | 0.00           | 1100.00        |
| <b>Total</b>                                  | <b>0.00</b>     | <b>1100.00</b> |                |              |                                |               |                                       |              |  |               | <b>0.00</b>    | <b>1100.00</b> |
| <b>Amounts receivable</b>                     |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| <b>Trade Receivables</b>                      |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Others  |                 |                |                |              |                                |               |                                       |              | 0.37   | 0.02          | 0.37           | 0.02           |
| <b>Total</b>                                  |                 |                |                |              |                                |               |                                       |              | <b>0.37</b>  | <b>0.02</b>   | <b>0.37</b>    | <b>0.02</b>    |
| <b>Loans &amp; Advances</b>                   |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Swarnim Gujarat Fluorspar Pvt.Ltd             |                 |                | 0.00           | 51.62        |                                |               |                                       |              |  |               | 0.00           | 51.62          |
| Others  | 0.00            | 0.09           |                |              |                                |               |                                       |              |  |               | 0.00           | 0.09           |
| <b>Total</b>                                  | <b>0.00</b>     | <b>0.09</b>    | <b>0.00</b>    | <b>51.62</b> |                                |               |                                       |              |  |               | <b>0.00</b>    | <b>51.71</b>   |
| <b>Share Application Money Paid</b>           |                 |                |                |              |                                |               |                                       |              |  |               |                |                |
| Swarnim Gujarat Fluorspar Pvt.Ltd             |                 |                | 0.00           | 32.00        |                                |               |                                       |              |  |               | 0.00           | 32.00          |
| <b>Total</b>                                  |                 |                | <b>0.00</b>    | <b>32.00</b> |                                |               |                                       |              |  |               | <b>0.00</b>    | <b>32.00</b>   |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

52. Outstanding derivatives and unhedged foreign currency exposure as at Balance Sheet date:

a) Outstanding derivatives as at Balance Sheet date:

(Foreign currencies in Lakh)

| S.No | Nature of Contract              | Foreign Currency | Buy/Sell | 2014-15       | 2013-14 | Purpose                                   |
|------|---------------------------------|------------------|----------|---------------|---------|---|
| a)   | Forward Contracts               | USD              | Buy      | <b>55.56</b>  | 0.00    | Hedging of Loan and Interest Rate of Loan |
| b)   | Currency and Interest Rate Swap | USD              | Buy      | <b>951.15</b> | 937.21  | Hedging of Loan and Interest Rate of Loan |
| c)   | Forward Contracts               | USD              | Buy      | <b>212.02</b> | 145.05  | Hedging of Loan                           |
| d)   | Forward Contracts               | EURO             | Buy      | <b>73.66</b>  | 43.09   | Hedging of Loan                           |
| e)   | Forward Contracts               | USD              | Buy      | <b>0.00</b>   | 3.63    | Hedging of trade payables                 |
| f)   | Forward Contracts               | EURO             | Buy      | <b>0.00</b>   | 26.69   | Hedging of trade payables                 |

b) Unhedged foreign currency exposure as at Balance Sheet date:

(Foreign currencies in Lakh)

| Particulars      | 2014-2015     |               |             |             |               |             | 2013-2014 |        |      |     |        |     |
|------------------|---------------|---------------|-------------|-------------|---------------|-------------|-----------|--------|------|-----|--------|-----|
|                  | USD           | EURO          | GBP         | CHF         | YUAN          | SGD         | USD       | EURO   | GBP  | CHF | YUAN   | SGD |
| Receivables      | <b>194.56</b> | <b>131.41</b> | -           | -           | -             | -           | 134.52    | 119.65 | 0.28 | -   | -      | -   |
| Payables         | <b>357.40</b> | <b>123.51</b> | <b>1.35</b> | <b>0.09</b> | -             | <b>0.20</b> | 252.61    | 65.73  | 0.63 | -   | -      | -   |
| ECB/FCNRB        | <b>301.02</b> | <b>37.62</b>  | -           | -           | -             | -           | 605.92    | 64.81  | -    | -   | -      | -   |
| PCFC             | -             | <b>98.23</b>  | -           | -           | -             | -           | -         | 29.40  | -    | -   | -      | -   |
| Buyers Credit    | <b>515.51</b> | <b>131.31</b> | -           | -           | -             | -           | 359.58    | 125.45 | -    | -   | -      | -   |
| Interest Payable | <b>1.35</b>   | <b>0.09</b>   | -           | -           | -             | -           | 1.18      | 0.09   | -    | -   | -      | -   |
| Investments      | <b>48.72</b>  | <b>0.25</b>   | -           | -           | <b>225.91</b> | -           | 48.37     | 0.25   | -    | -   | 225.91 | -   |

53. Segment Information :

A) Information about Primary (Business) Segments.

(Rs. in Lakh)

**Particulars**

**[I] Segment Revenue**

- i. Chemicals
- ii. Wind Energy Business
- iii. Power
- iv. Theatrical Exhibition
- v. Others, Un-allocable and Corporate

**Total Segment Revenue**

Less : Inter Segment Revenue

- Wind Energy Business

**Total External Revenue**

|  | 2014-2015        | 2013-2014 |
|--|------------------|-----------|
|  | <b>135892.99</b> | 118518.36 |
|  | <b>279557.61</b> | 156818.93 |
|  | <b>18432.25</b>  | 17324.15  |
|  | <b>101851.20</b> | 76257.66  |
|  | <b>2853.19</b>   | 4175.73   |
|  | <b>538587.24</b> | 373094.83 |
|  | <b>1100.84</b>   | 22707.81  |
|  | <b>539688.08</b> | 350387.02 |



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

|  | <b>2014-2015</b> | <b>2013-2014</b> |
|--|------------------|------------------|
| <b>[III] Segment Result</b>                                |                  |                  |
| i. Chemicals   | <b>15746.20</b>  | 11483.74         |
| ii. Wind Energy Business                                   | <b>41897.93</b>  | 13127.74         |
| iii. Power   | <b>11143.47</b>  | 11652.46         |
| iv. Theatrical Exhibition                                  | <b>4829.74</b>   | 6468.99          |
| <b>Total Segment Result</b>                                | <b>73617.34</b>  | 42732.93         |
| Add/(Less): Un-allocable Income /(Expenses)(net)           | <b>31277.13</b>  | 2135.47          |
| Less: Finance Costs  | <b>21768.44</b>  | 17770.96         |
| <b>Total Profit Before Tax</b>                             | <b>83126.03</b>  | 27097.44         |
| Less : Taxation (net )                                     | <b>16030.36</b>  | 3864.55          |
| <b>Net Profit After Tax</b>                                | <b>67095.67</b>  | 23232.89         |
| <b>[III] Other Information</b>                             |                  |                  |
| <b>a) Segment Assets</b>                                   |                  |                  |
| i. Chemicals   | <b>297954.63</b> | 280594.83        |
| ii. Wind Energy Business                                   | <b>225902.64</b> | 116697.66        |
| iii. Power   | <b>146394.05</b> | 155947.71        |
| iv. Theatrical Exhibition                                  | <b>107039.80</b> | 81747.45         |
| v. Others, Un-allocable and Corporate                      | <b>174512.85</b> | 86113.53         |
| <b>Total</b>   | <b>951803.97</b> | 721101.18        |
| <b>b) Segment Liabilities</b>                              |                  |                  |
| i. Chemicals   | <b>19687.38</b>  | 22016.11         |
| ii. Wind Energy Business                                   | <b>89938.87</b>  | 49852.34         |
| iii. Power   | <b>1674.18</b>   | 1905.65          |
| iv. Theatrical Exhibition                                  | <b>17337.18</b>  | 18516.76         |
| v. Others, Un-allocable and Corporate                      | <b>300884.07</b> | 259235.64        |
| <b>Total</b>   | <b>429521.68</b> | 351526.50        |
| <b>c) Capital Expenditure (Including Capital Advances)</b> |                  |                  |
| i. Chemicals   | <b>19003.98</b>  | 15228.42         |
| ii. Wind Energy Business                                   | <b>10391.34</b>  | 4401.51          |
| iii. Power   | <b>3973.38</b>   | 12778.45         |
| iv. Theatrical Exhibition                                  | <b>9503.59</b>   | 9979.60          |
| v. Others, Un-allocable and Corporate                      | <b>0.00</b>      | 0.00             |
| <b>Total</b>   | <b>42872.29</b>  | 42387.98         |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015

|   | 2014-2015       | 2013-2014       |
|---|-----------------|-----------------|
| <b>d] Depreciation &amp; Amortization</b>             |                 |                 |
| i. Chemicals  | 12195.08        | 10328.71        |
| ii. Wind Energy Business                              | 2286.48         | 1436.91         |
| iii. Power  | 6391.10         | 3806.19         |
| iv. Theatrical Exhibition                             | 7583.64         | 4454.99         |
| v. Others, Un-allocable and Corporate                 | 72.04           | 64.83           |
| <b>Total</b>  | <b>28528.34</b> | <b>20091.63</b> |
| <b>e] Non-cash expenses (other than depreciation)</b> |                 |                 |
| i. Chemicals  | 21.85           | 21.85           |
| ii. Wind Energy Business                              | 0.00            | 0.00            |
| iii. Power  | 0.00            | 0.00            |
| iv. Theatrical Exhibition                             | 0.00            | 0.00            |
| v. Others, Un-allocable and Corporate                 | (11.28)         | 393.72          |
| <b>Total</b>  | <b>10.57</b>    | <b>415.57</b>   |

## B) Information about Secondary (Geographical) Segments:

| Particulars  | (Rs. In Lakh)    |                  |
|--------------|------------------|------------------|
|              | 2014-2015        | 2013-2014        |
| Domestic     | 470870.70        | 291064.58        |
| Overseas     | 72541.15         | 54781.35         |
| <b>Total</b> | <b>543411.85</b> | <b>345845.93</b> |

## C) Notes

- 1) The Group operates in following business segments:
  - a. Financial services, investment in shares, bonds and units of mutual funds, brokerage on investment in mutual funds etc.
  - b. Chemicals - Comprising of Refrigerant gases, Anhydrous Hydrochloric acid, Caustic-Chlorine, Chloromethane, PTFE, PT-PTFE and revenue from Carbon Credits.
  - c. Power - Comprising of Power Generation.
  - d. Theatrical Exhibition – Operating & managing multiplexes and cinema theatres.
  - e. Wind Energy Business – Manufacture of Wind Turbine Generators (WTG), Erection Procurement & Commissioning services (EPC), Operations & Maintenance services (O&M), Common Infrastructure Facility Services and Site/ Project Development for WTGs.
- 2) Inter-segment revenue comprises of:
  - a. Wind Turbine Generators manufactured by Wind Energy business segment (including Erection and Commissioning services), capitalized as fixed assets in other segments and is priced at estimated market value.
  - b. Operations & Maintenance services provided by Wind Energy business segment to other segments and is priced at estimated market value.
- 3) Chemicals business is operated in two geographical markets viz. domestic and overseas markets. The main manufacturing facilities of chemicals business in India are common for India and overseas market and hence it is not possible to directly attribute or allocate on a reasonable basis the expenses, assets and liabilities to these geographical segments. In respect of power segment, the entire production is indigenously sold. All multiplexes/theatres are located in India. The entire revenue of WTG segment is from domestic market. The disclosures regarding geographical segments are made accordingly.



**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

- 4) The above segment information includes the respective amounts identifiable in case of each of the segments and amounts are allocated on a reasonable basis.

54. The Particulars of dues to Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006

(Rs. in Lakh)

| Particulars  | 2014-2015 | 2013-2014 |
|--|-----------|-----------|
| Principal amount due to suppliers under MSMED Act, 2006 at the year end.                                 | 4.18      | 6.80      |
| Interest accrued and due to suppliers under MSMED Act, 2006 on the above amount, unpaid at the year end. | 0.24      | 0.02      |
| Payment made to suppliers (other than interest) beyond the appointed date during the year                | 27.06     | 28.88     |
| Interest paid to suppliers under MSMED Act, 2006 (Sec 16) during the year                                | 0.00      | 0.01      |
| Interest due and payable to suppliers under MSMED Act for payments already made.                         | 0.53      | 0.71      |
| Interest accrued and not paid to suppliers under MSMED Act, 2006 up to the year end.                     | 4.84      | 4.07      |

The above information has been determined to the extent such parties have been identified on the basis of the information available with the Group.

55. Employee Benefits:

- a) Defined Contribution Plans: Contribution to Provident Fund of Rs. 936.41 Lakh (Previous Year Rs. 757.67 Lakh) is recognized as an expense and included in 'Contribution to Provident & Other Funds' in the Statement of Profit and Loss and Rs.17.35 Lakh (Previous year Rs. 16.06 Lakh) is included in pre-operative expenses.
- b) Defined Benefit Plans: In respect of Gratuity and Leave Encashment – as per Actuarial valuation.

(Rs. in Lakh)

| Particulars   | Gratuity                                       |          | Leave Encashment |          |
|---|--|----------|------------------|----------|
|   | 2014-15  | 2013-14  | 2014-15          | 2013-14  |
| <b>1. Change in Benefit Obligation</b>                            |  |          |                  |          |
| Liability at the beginning of the year                            | 1156.05  | 1016.09  | 519.18           | 475.01   |
| Addition on Amalgamation  | 45.21  | 0.00     | 21.89            | 0.00     |
| Interest Cost   | 102.42   | 78.37    | 41.91            | 34.09    |
| Current Service Cost  | 406.39   | 289.68   | 376.69           | 276.82   |
| Recognised Past Service Cost                                      | 0.00   | 0.00     | 0.00             | 0.00     |
| Benefit paid  | (136.83)                                       | (86.33)  | (139.07)         | (94.73)  |
| Actuarial (Gain)/Loss   | 24.38  | (141.78) | (155.24)         | (172.00) |
| Sub total   | 1597.62  | 1156.04  | 659.33           | 519.19   |
| Add : Short term leave liability                                  | -  | -        | 353.10           | 344.07   |
| Liability at the end of the year                                  | 1597.62  | 1156.04  | 1012.43          | 863.26   |
| <b>2. Expenses recognized in the Statement of Profit and Loss</b> |  |          |                  |          |
| Current Service Cost  | 406.39   | 289.68   | 378.52           | 276.82   |
| Interest Cost   | 102.42   | 78.37    | 41.91            | 34.09    |
| Recognised Past Service Cost                                      | 0.00   | 0.00     | 0.00             | 0.00     |
| Actuarial (Gain)/Loss   | 24.38  | (141.78) | (161.27)         | (172.00) |
| Expenses recognized in the Statement of Profit and Loss           | 533.19   | 226.28   | 259.16           | 138.91   |
| <b>3. Actuarial Assumptions</b>                                   |  |          |                  |          |
| Discount Rate   | 7.77%  | 9.19%    | 7.77%            | 9.19%    |
| Salary Escalation Rate  | 8.00%  | 8.00%    | 8.00%            | 8.00%    |
| Retirement Age  | <b>58 to 60 years</b>                          |          |                  |          |
| Withdrawal Rates  | <b>5%</b>                                      |          |                  |          |
| Mortality   | <b>IALM (2006-08) Ultimate Mortality table</b> |          |                  |          |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2015**

| <b>4. Other disclosures : Experience Adjustment</b> | <b>2014-15</b> | <b>2013-14</b>  | <b>2012-13</b>  | <b>2011-12</b> | <b>2010-11</b> |
|---|----------------|-----------------|-----------------|----------------|----------------|
| <b>(i) Gratuity</b>                                 |                |                 |                 |                |                |
| Present value of Defined benefit obligations        | <b>1578.42</b> | <b>1141.10</b>  | <b>916.31</b>   | <b>701.18</b>  | <b>559.30</b>  |
| Experience (Gain)/Loss on obligation                | <b>9.82</b>    | <b>(36.63)</b>  | <b>(86.59)</b>  | <b>(33.06)</b> | <b>(42.58)</b> |
| <b>(ii) Leave Encashment</b>                        |                |                 |                 |                |                |
| Present value of Defined benefit obligations        | <b>654.45</b>  | <b>515.34</b>   | <b>419.75</b>   | <b>306.36</b>  | <b>243.98</b>  |
| Experience (Gain)/Loss on obligation                | <b>(41.35)</b> | <b>(124.95)</b> | <b>(102.98)</b> | <b>(51.72)</b> | <b>8.02</b>    |

The above defined benefit plans are unfunded. The estimate of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

## 56. Corporate Social Responsibility (CSR)

- (a) The gross amount required to be spent by the Group during the year towards Corporate Social Responsibility (CSR) is Rs. 1289.88 lakh.
- (b) Amount spent during the year on:

(Rs. in lakh)

| Sr.  | Particulars                                  | In cash | Yet to be paid in cash | Total |
|------|--|---------|------------------------|-------|
| (i)  | Construction/acquisition of any fixed assets | Nil     | Nil                    | Nil   |
| (ii) | On purposes other than (i) above Donations   | 45.31   | Nil                    | 45.31 |

## 57. Calculation of Earnings Per Share (EPS):-

| Particulars  | <b>2014-15</b>  | 2013-14  |
|--|-----------------|----------|
| a) Amount used as the numerator - Profit after taxation (Rs. in Lakh)    | <b>27151.36</b> | 8411.69  |
| b) Equity shares outstanding at the beginning & end of the year – (Nos.) | <b>10618467</b> | 10618467 |
| c) Nominal value of each share – (Re)                                    | <b>10</b>       | 10       |
| d) Basic and Diluted Earnings per share (Rs.)                            | <b>255.70</b>   | 79.22    |

## 58. Previous year's figures have been regrouped/reclassified wherever necessary.

As per our report of even date attached for **S.C. BANDI & CO.**  
Chartered Accountants

**S.C.BANDI**  
Proprietor  
**Membership No. 16932**

Place: Mumbai  
Date: 13<sup>th</sup> August, 2015

On behalf of the Board of Directors

**VIJAY SAXENA**  
Company Secretary

**B.D. MAHESHWARI**  
Chief Financial Officer

**D. K. JAIN**  
Chairman

**P.K. JAIN**  
Managing Director



**INOX LEASING AND FINANCE LIMITED**

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**INOX LEASING AND FINANCE LIMITED**

**(CIN: U65910MH1995PLC085703)**

**Registered office:** 69, Jolly Maker Chambers 2, Nariman Point, Mumbai-400021.

**Website:** [www.ilfl.co.in](http://www.ilfl.co.in), **Email id:** [contact@ilfl.co.in](mailto:contact@ilfl.co.in)

**20<sup>th</sup> Annual General Meeting – 28<sup>th</sup> September, 2015**

**Name of the Member(s) :**

**Registered Address :**

**E-mail ID :**

**Folio No./ Client ID :**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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**DP ID :**

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I/ We, being the Member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint

Name: \_\_\_\_\_ E-mail ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_

Or failing him/ her

Name: \_\_\_\_\_ E-mail ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_

Or failing him/ her

Name: \_\_\_\_\_ E-mail ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 20<sup>th</sup> Annual General Meeting of the Company, to be held on the 28<sup>th</sup> day, September 2015, at 10:00 a..m. at Ceejay House, 7<sup>th</sup> Floor,



Dr. Annie Besant Road, Worli, Mumbai-400018 and at any adjournment thereof in respect of such resolutions as are indicated below.

| Resolution Number | Resolution  | Vote (Optional see Note 2)<br>(Please mention no. of shares) |         |         |
|-------------------|---|--|---------|---------|
|                   |   | For  | Against | Abstain |
| Ordinary Business |   |  |         |         |
| 1.                | Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015, the report of Auditors thereon and the report of the Board of Directors for the said year; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015 and the report of the Auditors thereon. |  |         |         |
| 2.                | To note the payment of interim dividend of Rs. 10/- per equity share and declaration of final dividend of Rs. 9/- per equity share for the year ended 31 <sup>st</sup> March, 2015.   |  |         |         |
| 3.                | Appointment of Director in place of Shri Devendra Kumar Jain, who retires by rotation and, being eligible, seeks re-appointment.  |  |         |         |
| 4.                | Appointment of Statutory Auditors of the Company.   |  |         |         |
| Special Business  |   |  |         |         |
| 5.                | Amending the Articles of Association of the company by inserting Clause 16A for Buyback of Securities.  |  |         |         |

Signed this                      day of                      2015.

Affix  
Re 1/-  
Revenue  
Stamp

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Signature of Proxy Holder(s)

**Notes:**

- This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- It is optional to indicate your preference. If you leave the 'For', 'Against' or 'Abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



**INOX LEASING AND FINANCE LIMITED**

## INOX LEASING AND FINANCE LIMITED

(CIN: U65910MH1995PLC085703)

Registered Office: 69, Jolly Maker Chambers 2, Nariman Point, Mumbai 400021  
20<sup>th</sup> Annual General Meeting – 28<sup>th</sup> September, 2015

### FORM MGT-12

#### ATTENDANCE FORM/BALLOT FORM

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies  
(Management and Administration) Rules, 2014]

(TO BE USED BY SHAREHOLDERS PERSONALLY PRESENT/ THROUGH PROXY AT THE MEETING AND  
HAVE NOT OPTED FOR E-VOTING)

|    |   |  |
|----|---|--|
| 1. | Name and address of the Sole/First named Shareholder  |  |
| 2. | Name (s) of the Joint Holder(s) (if any)  |  |
| 3. | Registered Folio No./DPID-Client ID   |  |
| 4. | Number of Shares held   |  |
| 5. | I/We hereby exercise my/our attendance/vote(s) in respect of the resolutions set out below by recording my/our assent or dissent to the said Resolutions by placing the tick (☑) mark at the appropriate box below: |  |

| Resolution No.           | Resolutions   | No. of shares | For | Against |
|--------------------------|---|---------------|-----|---------|
| <b>Ordinary Business</b> |   |               |     |         |
| 1.                       | Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015, the report of Auditors thereon and the report of the Board of Directors for the said year; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015 and the report of the Auditors thereon. |               |     |         |
| 2.                       | To note the payment of interim dividend of Rs. 10/- per equity share and declaration of final dividend of Rs. 9/- per equity share for the year ended 31 <sup>st</sup> March, 2015.   |               |     |         |
| 3.                       | Appointment of Director in place of Shri Devendra Kumar Jain, who retires by rotation and, being eligible, seeks re-appointment.  |               |     |         |
| 4.                       | Appointment of Statutory Auditors of the Company.   |               |     |         |
| <b>Special Business</b>  |   |               |     |         |
| 5.                       | Amending the Articles of Association of the company by inserting Clause 16A for Buyback of Securities.  |               |     |         |

Place:

Date:

\_\_\_\_\_  
Signature of Shareholder/Proxy

Notes: This form is to be used for exercising attendance/voting at the time of 20<sup>th</sup> Annual General Meeting to be held on Monday, the 28 September 2015 by shareholders/Proxy. Duly filled in and signed ballot form should be dropped in the Ballot box kept at the venue of AGM.



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*If undelivered please return to :*



***INOX LEASING AND  
FINANCE LIMITED***

69, Jolly Maker Chambers II,  
Nariman Point, Mumbai - 400 021.