

**MIRA INFORM REPORT**

<b>Report No. :</b>	522844
<b>Report Date :</b>	03.08.2018

**IDENTIFICATION DETAILS**

<b>Name :</b>	KEC INTERNATIONAL LIMITED
<b>Registered Office :</b>	1 <sup>st</sup> Floor, RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai – 400 030, Maharashtra
<b>Tel. No.:</b>	91-22- 66670200
<b>Country :</b>	India
<b>Financials (as on) :</b>	31.03.2018
<b>Date of Incorporation :</b>	18.03.2005
<b>CIN No.:</b> [Company Identification No.]	L45200MH2005PLC152061
<b>Capital Investment / Paid-up Capital :</b>	INR 514.177 Million
<b>IEC No.:</b> [Import-Export Code No.]	0388020709
<b>TIN No.:</b>	27310530416
<b>PAN No.:</b> [Permanent Account No.]	AACCK5599H
<b>GSTN :</b> [Goods & Service Tax Registration No.]	27AACCK5599H1Z2
<b>Legal Form :</b>	A Public Limited Liability Company. The Company's Shares are Listed on the Stock Exchanges.
<b>Line of Business :</b>	The Company is primarily engaged in Engineering, Procurement and Construction business (EPC) relating to infrastructure interalia products, projects and systems for power transmission, distribution, railways and related activities. (Registered activity)
<b>No. of Employees :</b>	4599 (Approximately)

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**RATING & COMMENTS**

(Mira Inform has adopted New Rating mechanism w.e.f. 23<sup>rd</sup> January 2017)

**MIRA's Rating :** A+

Credit Rating	Explanation	Rating Comments
A+	Low Risk	Business dealings permissible with low risk of default

<b>Status :</b>	Excellent
<b>Payment Behaviour :</b>	Regular
<b>Litigation :</b>	Exist
<b>Comments :</b>	<p>Subject is a part of "RPG Group". The company was incorporated in the year 2005 and it is primarily engaged in Engineering, Procurement and Construction business (EPC) relating to products, projects and systems for Power transmission, distribution and related activities.</p> <p>For the financial year 2018, the company has achieved 19.44% growth in its revenue as compared to the previous year revenue and has maintained average profitability margin of 4.76% during the year under review.</p> <p>The healthy financial profile of the company is marked by strong networth base along with negligible debt level.</p> <p>The company has its share price trading at around INR 360.80 against the Face Value (FV) of INR 02 on BSE as on 16th June, 2018.</p> <p>Business is active. Payment seems to be regular.</p> <p>In view of aforesaid, the company can be considered good for normal business dealings at usual trade terms and conditions.</p>

**NOTES :**

Any query related to this report can be made on e-mail : [infodept@mirainform.com](mailto:infodept@mirainform.com) while quoting report number, name and date.

**ECGC Country Risk Classification List**

Country Name	Previous Rating (31.12.2017)	Current Rating (01.04.2018)
India	A1	A1

Risk Category	ECGC Classification
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Insignificant	A1
Low Risk	A2
Moderately Low Risk	B1
Moderate Risk	B2
Moderately High Risk	C1
High Risk	C2
Very High Risk	D

**EXTERNAL AGENCY RATING**

<b>Rating Agency Name</b>	ICRA
<b>Rating</b>	Fund based limits = AA-
<b>Rating Explanation</b>	High degree of safety and very low credit risk
<b>Date</b>	08.01.2018

<b>Rating Agency Name</b>	ICRA
<b>Rating</b>	Non Fund Based Limits = A1+
<b>Rating Explanation</b>	Very strong degree of safety and carry lowest credit risk
<b>Date</b>	08.01.2018

**RBI DEFAULTERS' LIST STATUS**

Subject's name is not enlisted as a defaulter in the publicly available RBI Defaulters' list.

**EPF (Employee Provident Fund) DEFAULTERS' LIST STATUS**

Subject's name is not enlisted as a defaulter in the publicly available EPF (Employee Provident Fund) Defaulters' list as of 31-03-2018.

**BIFR (Board for Industrial & Financial Reconstruction) LISTING STATUS**

Subject's name is not listed as a Sick Unit in the publicly available BIFR (Board for Industrial & Financial Reconstruction) list as of 03.08.2018

**IBBI (Insolvency and Bankruptcy Board of India) LISTING STATUS**

Subject's name is not listed in the publicly available IBBI (Insolvency and Bankruptcy Board of India) list as of report date.

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**INFORMATION DENIED**

**MANAGEMENT NON-COOPERATIVE – Tel. No.: 91-22-66670297**

**Tel. No.:91-22-66670200 – Continuously ringing**

**LOCATIONS**

<b>Registered Office / Power Transmission – International / Power Systems / Water Plant :</b>	1 <sup>st</sup> Floor, RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai – 400 030, Maharashtra, India
<b>Tel. No.:</b>	91-22-66670200/ 66670297
<b>Fax No.:</b>	91-22-66972799/ 28204052/ 66670299/ 66670287/ 66670260
<b>E-Mail :</b>	<a href="mailto:kecindia@bom.keerpgmail.com">kecindia@bom.keerpgmail.com</a> <a href="mailto:hm.singh@rpgkec.sprinrpg.ems.vsnl.net.in">hm.singh@rpgkec.sprinrpg.ems.vsnl.net.in</a> <a href="mailto:hm.singh@rpgkec.sprin">hm.singh@rpgkec.sprin</a> <a href="mailto:raoj@kecrp.com">raoj@kecrp.com</a> <a href="mailto:guptaka@kecrpg.com">guptaka@kecrpg.com</a> <a href="mailto:investorpoint@kecrpg.com">investorpoint@kecrpg.com</a>
<b>Website :</b>	<a href="http://www.kecrpg.com">http://www.kecrpg.com</a>
<b>Transmission – South Asia/ Power Systems – South Asia /Railways /Telecom Plant :</b>	8 <sup>th</sup> Floor, Building No 9A, DLF Cyber City Phase III, Gurgaon – 122 002, Haryana, India
<b>Tel. No.:</b>	91-124-6757555
<b>Factory:</b>	26-22-21, 1st, Mundunurivari Street, Gandhi Nagar, Vijaywada – 520003, Andhra Pradesh, India
<b>Cables Plant :</b>	6 <sup>th</sup> Floor, RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai – 400 025, Maharashtra, India
<b>Tel. No.:</b>	91-22-66670300/ 305
<b>Tower Manufacturing Facilities (Plant 1) :</b>	<b>Nagpur:</b> B-190, M.I.D.C. Industrial Estate, Butibori, Nagpur – 441 108, Maharashtra, India
<b>Tel. No.:</b>	91-7104-662209
<b>Tower Manufacturing Facilities (Plant 2) :</b>	<b>Jaipur:</b> Plot No.14-15, Jhotwara Industrial Area, Jhotwara, Jaipur – 302 012, Rajasthan, India
<b>Tel. No.:</b>	91-141-2340214/ 6700201
<b>Tower Manufacturing Facilities (Plant 3) :</b>	<b>Jabalpur:</b> Deori Village, PO: Panagar, Jabalpur – 483 220, Madhya Pradesh, India
<b>Tel. No.:</b>	91-761-2350024/ 25/ 40

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<b>Cable Manufacturing Facilities (Plant 1) :</b>	<b>Thane:</b> 2 <sup>nd</sup> Pokhran Road, Thane – 400 601, Maharashtra, India
<b>Tel. No.:</b>	91-22-21731743
<b>Cable Manufacturing Facilities (Plant 2) :</b>	<b>Mysore:</b> 349, Hebbal Industrial Area, Hootagalli, Belavadi Post, Mysore – 570 018, Karnataka, India
<b>Tel. No.:</b>	91-821-2402401/ 6553375
<b>Cable Manufacturing Facilities (Plant 3) :</b>	<b>Silvassa:</b> Plot No.273/4, Demni Road, Dadra, Silvassa – 396 193, Dadra and Nagar Haveli, India
<b>Tel. No.:</b>	91-260-2668518/ 6618500
<b>Cable Manufacturing Facilities (Plant 4) :</b>	<b>Vadodara:</b> Village Godampura (Samalya), Taluka – Savli, Vadodara – 391 520, Gujarat, India
<b>Overseas Plant 1 - Transmission :</b>	<b>Mexico</b> Arco Vial Saltillo-Nuevo Laredo Km. 24.1, C.P. 66050-79 Escobedo, N. L. Mexico
<b>Overseas Plant 2 - Transmission :</b>	<b>Brazil</b> R. Moacyr G. Costa, 15 - Jd. Piemont Sul 32669-722 - Betim / MG, Brazil

**DIRECTORS**

As on 31.03.2018

<b>Name :</b>	Mr. Vimal Kejriwal
<b>Designation :</b>	Managing Director
<b>Address :</b>	41, Landmark, 175, Carter Road, Bandra (West), Mumbai - 400050, Maharashtra, India
<b>Date of Appointment :</b>	01.01.2015
<b>Qualification:</b>	Chartered Accountant, ICAI; Company Secretary, ICSI; Advanced Executive Programme, Kellogg School of Management, USA
<b>PAN No.:</b>	AABPK0188N
<b>DIN No.:</b>	00026981
<b>Name :</b>	Mr. Harsh Vardhan Goenka
<b>Designation :</b>	Director
<b>Address :</b>	Unit No. 208, 2nd Floor, Bezzola Complex, B Wing, Sion Trombay Road, Opposite Suman Nagar, Che Mbur, Mumbai – 400071, Maharashtra, India
<b>Qualification :</b>	Arts Graduate and BA, MBA (Geneva)
<b>Date of Appointment :</b>	12.01.2006
<b>DIN No.:</b>	00026726
<b>Name :</b>	Mr. Sharad Madhav Kulkarni
<b>Designation :</b>	Director
<b>Address :</b>	161-A, Twin Towers. Veer Savarkar Marg. Twin Towers Lane OPP.

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	Siddhivinayak Temple. Prabhadevi, Mumbai – 400025, Maharashtra, India
<b>Qualification :</b>	Bachelor Of Engineering : Fie (India) F Institute Of Directors (UK) Fellow-Institute Of Management (UK)
<b>Date of Appointment :</b>	12.01.2006
<b>DIN No.:</b>	00003640
<b>Name :</b>	Mr. Vinayak Chatterjee
<b>Designation :</b>	Director
<b>Address :</b>	E-2278, Palam Vihar, Gurugram - 122017, Haryana, India
<b>Qualification :</b>	Bachelor of Economics (Honours), St. Stephen's College (Delhi University); MBA, IIM Ahmedabad
<b>Date of Appointment :</b>	30.04.2014
<b>DIN No.:</b>	00008933
<b>Name :</b>	Mr. Ramesh Chandak
<b>Designation :</b>	Director
<b>Address :</b>	1202, Shrushti Towers, Old Prabhadevi Road, Prabhadevi, Mumbai - 400025, Maharashtra, India
<b>Qualification :</b>	Chartered Accountant, ICAI; Advanced Management Programme on Leading Change & Organisational Renewal, Harvard Business School
<b>Date of Appointment :</b>	26.12.2005
<b>DIN No.:</b>	00026581
<b>Name :</b>	Mr. Gulu Lalchand Mirchandani
<b>Designation :</b>	Director
<b>Address :</b>	D-131, Tahnee Heights,, Petit Hall, Napeansea Road, Mumbai - 400006, Maharashtra, India
<b>Qualification:</b>	Bachelor of Engineering (Mechanical), BITS Pilani
<b>Date of Appointment :</b>	12.01.2006
<b>DIN No.:</b>	00026664
<b>Name :</b>	Mr. Dilip Gopikisan Piramal
<b>Designation :</b>	Director
<b>Address :</b>	Piramal House, 61, Pochkhanwala Road, Worli, Mumbai - 400030, Maharashtra, India
<b>Qualification:</b>	Bachelor of Commerce, Sydenham College of Commerce and Economics, Mumbai University
<b>Date of Appointment :</b>	12.01.2006
<b>DIN No.:</b>	00032012
<b>Name :</b>	Mr. Ajit Tekchand Vaswani
<b>Designation :</b>	Director
<b>Address :</b>	502, Solitaire, Hiranandani Gardens, Powai, Mumbai - 400076, Maharashtra, India
<b>Qualification:</b>	Chartered Accountant, ICAI; Company Secretary, ICSI
<b>Date of Appointment :</b>	12.01.2006
<b>DIN No.:</b>	00057953

<b>Name :</b>	Ms. Manisha Girotra
<b>Designation :</b>	Additional Director
<b>Address :</b>	M-21, Greater Kailash II New Delhi – 110048, India
<b>Qualification:</b>	Bachelor of Economics (Honours), St. Stephen's College; Master of Arts (Economics), Delhi School of Economics (Gold Medallist)
<b>Date of Appointment :</b>	06.02.2018
<b>DIN No.:</b>	00774574
<b>Name :</b>	Mr. Sudhir Mohan Trehan
<b>Designation :</b>	Director
<b>Address :</b>	501-502, Loutus-Lal Kamal Building, Nutan Laxmi Cooperative Housing Society, 9th North South Road, JVPD Scheme Ville Parle West, Mumbai - 400056, Maharashtra, India
<b>Qualification:</b>	Bachelor of Engineering, Birla Institute of Technology, Ranchi; Master of Science, State University of New York
<b>Date of Appointment :</b>	30.10.2012
<b>DIN No.:</b>	00060106
<b>Name :</b>	Ms. Nirupama Rao
<b>Designation :</b>	Director
<b>Address :</b>	Apartment D, Springleaf Apartments, No. 6 Brunton Cross Road, Bangalore - 560025, Karnataka, India
<b>Qualification:</b>	Bachelor of Arts, Bangalore University; Master of Arts (English Literature), Marathwada University; Doctor of Letters (Honoris Causa), Pondicherry University
<b>Date of Appointment :</b>	31.10.2014
<b>DIN No.:</b>	06954879

**KEY EXECUTIVES**

<b>Name :</b>	Mr. Vimal Kejriwal
<b>Designation :</b>	Chief Executive Officer
<b>Address :</b>	41, Landmark, 175, Carter Road, Bandra (West), Mumbai - 400050, Maharashtra, India
<b>Date of Appointment :</b>	01.04.2015
<b>PAN No.:</b>	AABPK0188N
<b>Name :</b>	Mr. Rajeev Girraj Aggarwal
<b>Designation :</b>	Chief Finance Officer
<b>Address :</b>	S-52, South Anarkali Krishna Nagar, Delhi – 110051, India
<b>Date of Appointment :</b>	01.09.2014
<b>PAN No.:</b>	AACPA7811R
<b>MANAGEMENT TEAM:</b>	
<b>Name :</b>	Vimal Kejriwal
<b>Designation :</b>	Managing Director and Chief Executive Office

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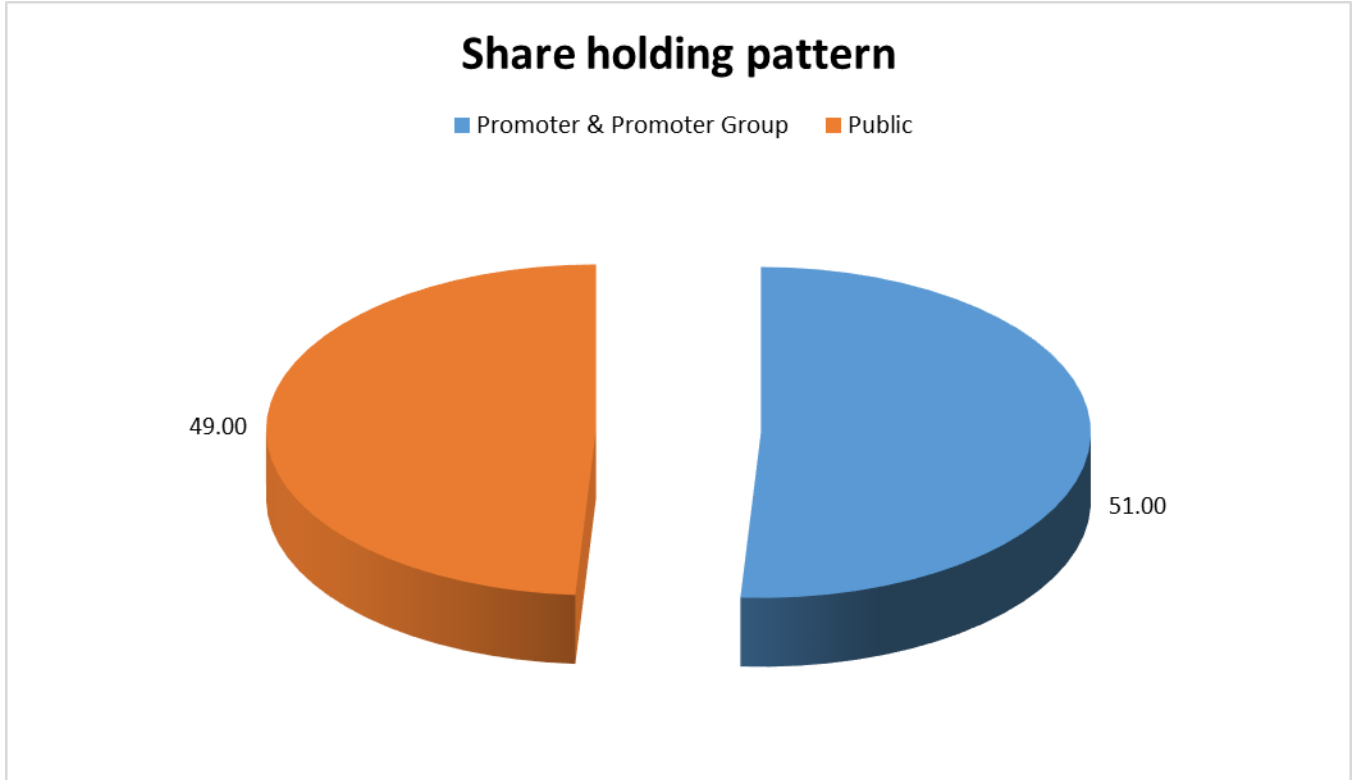
<b>Name :</b>	Randeep Narang
<b>Designation :</b>	President – International (T&D, Solar) & Cables
<b>Name :</b>	Neeraj Nanda
<b>Designation :</b>	President – South Asia (T&D, Solar)
<b>Name :</b>	Rakesh Gaur
<b>Designation :</b>	Chief Executive – Railways
<b>Name :</b>	Nagesh Veeturi
<b>Designation :</b>	Chief Executive – Civil
<b>Name :</b>	Gustavo Cedeno
<b>Designation :</b>	CEO – SAE Towers
<b>Name :</b>	Rajeev Aggarwal
<b>Designation :</b>	Chief Financial Officer
<b>Name :</b>	Anand Kulkarni
<b>Designation :</b>	Executive Director – Business Operations
<b>Name :</b>	Vasudevan Narasimha
<b>Designation :</b>	Executive Director – Human Resources

**MAJOR SHAREHOLDERS / SHAREHOLDING PATTERN**

As on June 2018

Category of shareholder	No. of fully paid up equity shares held	Shareholding as a % of total no. of shares
Promoter & Promoter Group	131102241	51.00
Public	125986129	49.00
<b>Grand Total</b>	<b>257088370</b>	<b>100.00</b>

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**STATEMENT SHOWING SHAREHOLDING PATTERN OF THE PROMOTER AND PROMOTER GROUP**

Category of shareholder	Total nos. shares held	Shareholding as a % of total no. of shares
<b>A1) Indian</b>		0.00
<b>Individuals/Hindu undivided Family</b>	5058090	1.97
Mr. Harshvardhan Goenka Mrs. Mala Goenka Mr. Anant Vardhan Goenka	4848425	1.89
Harsh Vardhan Goenka (Held as Karta of Harsh Anant Goenka HUF)	169500	0.07
Anant Vardhan Goenka	40000	0.02
Harsh Vardhan Goenka Mrs. Mala Goenka (Held as a Trustee of Stellar Energy Trust)	100	0.00
Mala Goenka Harvardhan Ramprasad Goenka Anant Vardhan Goenka	50	0.00
Radha Anant Goenka	10	0.00
Harsh Vardhan Goenka Mala Goenka ( Held as Trustee of Crystal India Tech Trust)	1	0.00
Harsh Vardhan Goenka Mala Goenka (Held as Trustee of Nucleus Life Trust)	1	0.00

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**KEC INTERNATIONAL LIMITED - 522844**

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Harshvardhan Goenka Mala Goenka (Held as Trustee of Prism Estate Trust)	1	0.00
Harsh Vardhan Goenka Mala Goenka (Held as Trustee of Monitor Portfolio Trust)	1	0.00
Harsh Vardhan Goenka Mala Goenka (Held as a Trustee of Secura India Trust)	1	0.00
<b>Any Other (specify)</b>	126044151	49.03
Swallow Associates LLP	69546616	27.05
Summit Securities Limited	27753845	10.80
Instant Holdings Limited	21061003	8.19
Stel Holdings Limited	4685880	1.82
Carniwal Investments LTD	2970981	1.16
Atlantus Dwellings And Infrastructure LLP	25000	0.01
Chattarpati Apartments LLP	785	0.00
Vayu Udaan Aircraft LLP	10	0.00
Sofreal Mercantrade Pvt LTD	10	0.00
Malabar Coastal Holdings LLP	10	0.00
Ektara Enterprises LLP	10	0.00
Sudarshan Electronics And Tv LTD	1	0.00
<b>Sub Total A1</b>	131102241	51.00
<b>A2) Foreign</b>		0.00
<b>A=A1+A2</b>	131102241	51.00

**STATEMENT SHOWING SHAREHOLDING PATTERN OF THE PUBLIC SHAREHOLDER**

Category & Name of the Shareholders	Total no. shares held	Shareholding % calculated as per SCRR 1957 As a % of (A+B+C2)
<b>B1) Institutions</b>		0.00
<b>Mutual Funds/</b>	44561770	17.33
Hdfc Trustee Company Ltd - A/C Hdfc Mid - Capopportunities Fund	17829497	6.94
Reliance Capital Trustee Co Ltd.A/C Reliance Power & Infra Fund	5887797	2.29
Kotak Standard Multicap Fund	4900000	1.91
Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Small Cap Fund	3691250	1.44
L & T Mutual Fund Trustee Ltd-L & T India Value Fund	2782381	1.08
IDFC Sterling Value Fund	2650000	1.03
<b>Foreign Portfolio Investors</b>	30008952	11.67
<b>Financial Institutions/ Banks</b>	532736	0.21
<b>Insurance Companies</b>	4360311	1.70
Life Insurance Corporation of India	4360311	1.70
<b>Any Other (specify)</b>	6980	0.00
Foreign Banks	5480	0.00

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UTI	1500	0.00
<b>Sub Total B1</b>	<b>79470749</b>	<b>30.91</b>
<b>B2) Central Government/ State Government(s)/ President of India</b>		0.00
<b>B3) Non-Institutions</b>		0.00
<b>Individual share capital upto INR 0.200 Million</b>	28852836	11.22
<b>Individual share capital in excess of INR 0.200 Million</b>	3839236	1.49
<b>NBFCs registered with RBI</b>	15851	0.01
<b>Any Other (specify)</b>	13807457	5.37
IEPF	1509351	0.59
Trusts	595381	0.23
Foreign Nationals	43575	0.02
HUF	1117216	0.43
Overseas Corporate Bodies	46425	0.02
Non-Resident Indian (NRI)	1695969	0.66
Director or Director's Relatives	5	0.00
Clearing Members	397841	0.15
Bodies Corporate	8401694	3.27
<b>Sub Total B3</b>	<b>46515380</b>	<b>18.09</b>
<b>B=B1+B2+B3</b>	<b>125986129</b>	<b>49.00</b>

**BUSINESS DETAILS**

<b>Line of Business :</b>	The Company is primarily engaged in Engineering, Procurement and Construction business (EPC) relating to infrastructure interalia products, projects and systems for power transmission, distribution, railways and related activities. (Registered activity)	
<b>Products :</b>	<b>NIC Code of the Product/ Service</b>	<b>Product Description</b>
	422	Construction of Utility Projects
<b>Brand Names :</b>	Not Available	
<b>Agencies Held :</b>	Not Available	
<b>Exports :</b>	Not Divulged	
<b>Imports :</b>	Not Divulged	
<b>Terms :</b>	Not Divulged	

**PRODUCTION STATUS NOT AVAILABLE**

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**GENERAL INFORMATION**

<b>Suppliers :</b>	<b>Reference :</b>	Not Divulged
	<b>Name of the Person :</b>	--
	<b>Contact No.:</b>	--
	<b>Since How Long Known :</b>	--
	<b>Maximum Limit Dealt :</b>	--
	<b>Experience :</b>	--
	<b>Remark:</b>	--
<b>Customers :</b>	<b>Reference :</b>	Not Divulged
	<b>Name of the Person :</b>	--
	<b>Contact No.:</b>	--
	<b>Since How Long Known :</b>	--
	<b>Maximum Limit Dealt :</b>	--
	<b>Experience :</b>	--
	<b>Remark:</b>	--
<b>No. of Employees :</b>	4599 (Approximately)	
<b>Bankers :</b>	<b>INDIA</b>	<b>MIDDLE EAST</b>
	Bank of India	Abu Dhabi Commercial Bank, Abu Dhabi
	State Bank of India	Bank Muscat, Saudi Arabia
	ICICI Bank	First Gulf Bank, Abu Dhabi
	Export-Import Bank of India	Arab Banking Corporation, Bahrain
	IDBI Bank Limited	Alinma Bank, Saudi Arabia
	Punjab National Bank	Banque Saudi Fransi, Saudi Arabia
	Corporation Bank	Deutsche Bank, Abu Dhabi
	Axis Bank Limited	Emirates National Bank of Dubai (ENBD),
	Allahabad Bank	Abu Dhabi
	Central Bank of India	National Bank of Oman, Muscat
	Yes Bank Limited	Union National Bank, Abu Dhabi
	Bank of Baroda	
	Standard Chartered Bank	<b>USA</b>
	Dena Bank	JP Morgan Chase Bank, N.A.
	Societe Generale	Wells Fargo Bank, N.A.
	Abu Dhabi Commercial Bank	
	<b>BRAZIL</b>	<b>MEXICO</b>
	Banco Itau BBA S/A	Grupo Financiero BBVA Bancomer
Banco Bradesco S/A	Banco Santander	
Banco do Brasil	Banco Nacional de Mexico, S.A.	
ABC Bank		
China Construction Bank		

	Banco Safra		
	BDMG		
	Banco Intermedium		
	Banco Daycoval		
	Banco Semear		
	Citi Bank		
<b>Facilities :</b>	<b>Secured Loan</b>	<b>31.03.2018 (INR in Million)</b>	<b>31.03.2017 (INR in Million)</b>
	<b>Long-term Borrowings</b>		
	<b>Measured at amortised cost:</b>		
	Debentures	2853.942	2600.652
	<b>Term loans:</b>		
	From banks	1550.987	0.000
	Less: Current maturities of long-term debt	(398.695)	0.000
	Long term maturities of finance lease obligations	9.128	42.086
	Less: Current maturities of finance lease obligations	(9.128)	(33.817)
	<b>Short-term Borrowings</b>		
	Loans repayable on demand From Banks	2482.769	2667.027
	From Banks	4998.439	5488.786
	<b>Total</b>	<b>11487.442</b>	<b>10764.734</b>
	<b>NOTE:</b>		
	<b>LONG-TERM BORROWINGS</b>		
	<b>Debentures:</b>		
	(a) 2,500, Secured, Rated, Listed, Redeemable Non-Convertible Debentures of face value of INR 1.000 Million each ("NCD") aggregating INR 2500.000 Million issued during the previous year are secured by first charge on the immovable properties at Vadodara and Mysore and further secured by hypothecation of movable fixed assets of the Company situated at Mysore and Vadodara. 500 NCD INR 1.000 Million each aggregating INR 500.000 Million are repayable on December 20, 2021, 500 NCD INR 10 Million each aggregating INR 500.000 Million are repayable on April 20, 2021 and 1,500 NCD of INR 1.000 Million each aggregating INR 1500.000 Million are repayable on April 20, 2020. Debentures are Zero Coupon with yield on maturity of 9.33% p.a. monthly compounded and payable at maturity (with a yield to maturity @9.74% p.a.)		
	<b>Term loans from banks:</b>		

(a) INR 1049.197 Million (As at March 31, 2017 INR Nil) loan of a jointly controlled operation at Saudi Arabia, secured by unconditional and irrevocable Corporate Guarantee from KEC International Limited. Loan is repayable in 10 equal quarterly instalments starting from December 2018. The present interest rate ranges from 4.28% to 4.38% p.a.

(b) INR 501.790 Million (As at March 31, 2017 INR Nil) loan of a jointly controlled operation at Saudi Arabia, secured by unconditional and irrevocable Corporate Guarantee from KEC International Limited. Quarterly instalment has started from December 2017 and loan will be repaid in 10 equal quarterly installments. The present interest rate is 3.88% p.a.

**Finance Lease Obligations:**

(a) INR Nil (As at March 31, 2017 INR 0.851 Million) secured against equipment of a jointly controlled operation at Saudi Arabia. The lease obligation has been fully paid in the current year.

(b) INR 9.128 Million (As at March 31, 2017 INR 41.235 Million) secured against certain vehicles of a jointly controlled operation at Saudi Arabia. The lease obligations are repayable in monthly installments starting from December 2018 and the present interest rates are in the range of 10.64% to 14.84% p.a.

**SHORT-TERM BORROWINGS**

**Loans repayable on demand from banks:**

**(a) Secured:**

(i) INR 1137.425 Million (As at March 31, 2017 INR 508.832 Million) secured by first charge on the whole of the current assets of the Company, both present and future (except specific receivables financed by financial institutions and banks), second charge on fixed assets of the Company's immovable properties situated at Jaipur, Jabalpur and Nagpur factories and further secured by first charge on flat situated at Juhu, Mumbai. The present interest rates ranges from 9.50% to 13.50% p.a.

(ii) INR Nil (As at March 31, 2017 INR 0.153 Million) guaranteed by banks by Indian bank for a loan related to jointly controlled operation, which in turn is secured by security stated against Note 25.1 (a) (i) above.

(iii) INR 22.695 Million (As at March 31, 2017 INR 148.900 Million) secured by assignment of certain overseas book debts of the Company. The present interest rate is 4.20% p.a.

(iv) INR 1322.649 Million (As at March 31, 2017 INR 2009.142 Million), secured by the contract receivables of certain projects of a jointly controlled operation at Saudi Arabia and corporate guarantee of the Company. In last year, the borrowing was further secured by bank guarantee given by bankers of the

	<p>Company which in turn is secured by security of the Company stated against Note 25.1</p> <p>(a) (i). The present interest rates ranges from 3.50% to 4.50% p.a.</p> <p><b>Other short-term borrowings</b></p> <p><b>(a) From Banks-secured</b></p> <p>(i) INR 4998.439 Million (As at March 31, 2017 INR 4428.145 Million) secured by security stated against Note 25.1 (a) (i) above. The present interest rates ranges from 1.42% to 3.45% p.a.</p> <p>(ii) INR Nil (As at March 31, 2017 INR 1060.641 Million), secured by the contract receivables of certain projects of a joint operation at Saudi Arabia discounted with the banks. Also secured by corporate guarantee given by the Company.</p> <p><b>(c) From Other Parties-secured</b></p> <p>(i) INR 1003.618 Million (As at March 31, 2017 INR 1358.990 Million) secured by security stated against Note 25.1 (a) (i) above. The loan of INR 260.680 Million carries interest rate of 3.76% p.a., loan of INR 423.605 Million carries interest rate of 3.90% p.a., and loan of INR 319.333 Million carries interest rate of 3.95% p.a.</p> <p>(ii) INR Nil (As at March 31, 2017 INR 1483.158 Million) being commercial papers issued against standby facilities from certain banks which in turn is secured by security stated against Note 25.1 (a) (i) above. The present interest rates ranges from 6.75% to 7.25% p.a.</p>
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<b>Auditors :</b>	
<b>Name :</b>	Price Waterhouse LLP Chartered Accountants
<b>Memberships :</b>	Not Available
<b>Collaborators :</b>	Not Available
<b>Subsidiaries :</b>	<ul style="list-style-type: none"> <li>• RPG Transmission Nigeria Limited</li> <li>• KEC Global FZ – LLC, Ras UL Khaimah UAE</li> <li>• KEC Investment Holdings, Mauritius</li> <li>• KEC Global Mauritius</li> <li>• KEC Power India Private Limited, India</li> <li>• KEC Bikaner Sikar Transmission Private Limited, India</li> <li>• KEC International Holdings LLC* USA</li> <li>• KEC Brazil LLC* USA</li> <li>• KEC Mexico LLC* USA</li> <li>• KEC Transmission LLC* USA</li> <li>• KEC US LLC* USA</li> </ul>

	<ul style="list-style-type: none"> <li>• SAE Towers Holdings, LLC USA</li> <li>• SAE Towers Brazil Subsidiary Company LLC USA</li> <li>• SAE Towers Mexico Subsidiary Holding Company LLC USA</li> <li>• SAE Towers Mexico S de RL de CV Mexico</li> <li>• SAE Towers Brazil Torres de Transmission Ltda Brazil</li> <li>• SAE Prestadora de Services Mexico, S de RL de CV Mexico</li> <li>• SAE Towers Ltd USA</li> <li>• SAE Engenharia E Construcao Ltda Brazil</li> <li>• SAE Engineering &amp; Construction Services, S de RL de CV Mexico</li> <li>• KEC International (Malaysia) SDN BHD</li> </ul>
<b>Entity having significant influence over the Company</b>	<ul style="list-style-type: none"> <li>• Swallow Associates LLP</li> </ul>
<b>List of other related parties Post - employment benefit plan:</b>	<ul style="list-style-type: none"> <li>• KEC International Ltd. Employees' Group Gratuity Scheme</li> <li>• KEC International Limited - Provident Fund</li> <li>• KEC International Ltd. Superannuation Scheme</li> </ul>
<b>Entities where control / significant influence by KMPs and their relatives exists and with whom transactions have taken place:</b>	<ul style="list-style-type: none"> <li>• STEL Holdings Limited</li> <li>• Chattarpati Investments LLP</li> <li>• Harsh Anant Goenka HUF</li> <li>• CEAT Limited</li> <li>• B. N. Elias and Co. LLP</li> <li>• Palacino Properties LLP</li> <li>• RPG Enterprises Limited</li> <li>• Raychem RPG Private Limited</li> <li>• Ceat Speciality Tyres Limited</li> <li>• Spencers and Company Limited</li> <li>• Zensar Technologies Limited</li> </ul>

**CAPITAL STRUCTURE**

As on 31.03.2018

**Authorised Capital :**

No. of Shares	Type	Value	Amount
570000000	Equity Shares	INR 2/- each	INR 1140.000 million
1500000	Preference Shares	INR 100/- each	INR 150.000 million
	<b>Total</b>		<b>INR 1290.000 Million</b>

**Issued, Subscribed & Paid-up Capital :**

No. of Shares	Type	Value	Amount
---------------	------	-------	--------

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257088370	Equity Shares	INR 2/- each	INR 514.177 million
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**Reconciliation of number of equity Shares and amount outstanding at the beginning and at the end of the year:**

Particulars	31.03.2018	
	Nos.	Amount (INR in million)
<b>Equity Shares:</b>		
Equity shares outstanding	257088370	514.177
<b>Equity Shares Outstanding as at March 31, 2018</b>	<b>257088370</b>	<b>514.177</b>

**Shareholders holding more than 5% equity Shares in the company as at the end of the year:**

Name of the shareholder*	31.03.2018	
	Nos. of Shares Held	Percentage of shares held
Swallow Associates LLP	69546616	27.05
Summit Securities Limited	27753845	10.80
HDFC Trustee Company Limited	21042105	8.18
Instant Holdings Limited	18198378	7.08

\* Shares held in multiple folios have been combined

3,750 fully paid up Equity Shares of INR 2 each were allotted to a trustee against 1,688 equity shares of the erstwhile RPG Transmission Limited (RPGT), since merged in the Company in 2007-08, where rights were kept in abeyance by RPGT. On settlement of the relevant court cases/issues, the Equity Shares issued to the trustee will be transferred.

The Company has only one class of Equity Shares having a face value of INR 2 each. Every member shall be entitled to be present, and to speak and vote and upon a poll the voting right of every member present in person or by proxy shall be in proportion to his share of the paid-up equity share capital of the Company. The Company in General Meeting may declare dividends to be paid to members, but no dividends shall exceed the amount recommended by the Board, but the Company in General Meeting may declare a smaller dividend. 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.

**FINANCIAL DATA**  
*[all figures are in INR Million]*

**ABRIDGED BALANCE SHEET**

SOURCES OF FUNDS	31.03.2018	31.03.2017	31.03.2016
<b>I. EQUITY AND LIABILITIES</b>			
(1) Shareholders' Funds			
(a) Share Capital	514.177	514.177	514.177
(b) Reserves & Surplus	19872.309	16043.208	13308.408
(c) Money received against share warrants	0.000	0.000	0.000
(2) Share Application money pending allotment	0.000	0.000	0.000
<b>Total Shareholders' Funds (1) + (2)</b>	<b>20386.486</b>	<b>16557.385</b>	<b>13822.585</b>
(3) Non-Current Liabilities			
(a) long-term borrowings	4006.234	2608.921	1674.487
(b) Deferred tax liabilities (Net)	1251.298	1321.256	1104.960
(c) Other long term liabilities	0.000	0.000	0.000
(d) long-term provisions	133.723	88.858	216.726
<b>Total Non-current Liabilities (3)</b>	<b>5391.255</b>	<b>4019.035</b>	<b>2996.173</b>
(4) Current Liabilities			
(a) Short term borrowings	8925.567	12007.021	23423.57
(b) Trade payables	44505.103	29735.033	18554.352
(c) Other current liabilities	773.320	971.207	20366.939
(d) Short-term provisions	17365.998	13606.498	729.93
<b>Total Current Liabilities (4)</b>	<b>71569.988</b>	<b>56319.759</b>	<b>63074.791</b>
<b>TOTAL</b>	<b>97347.729</b>	<b>76896.179</b>	<b>79893.549</b>
<b>II. ASSETS</b>			
(1) Non-current assets			
(a) Fixed Assets			
(i) Tangible assets	5953.981	6070.071	6381.63
(ii) Intangible Assets	905.942	1053.696	1997.021
(iii) Capital work-in-progress	709.080	42.304	66.429
(iv) Intangible assets under development	0.000	0.000	0.000
(b) Non-current Investments	3176.620	1223.347	1072.527
(c) Deferred tax assets (net)	0.000	0.000	0.000

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**KEC INTERNATIONAL LIMITED - 522844**

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(d) Long-term Loan and Advances	0.000	0.000	0.000
(e) Other Non-current assets	2633.032	3043.913	3458.673
<b>Total Non-Current Assets</b>	<b>13378.655</b>	<b>11433.331</b>	<b>12976.280</b>
(2) Current assets			
(a) Current investments	0.000	0.000	0.000
(b) Inventories	4478.918	2697.608	2527.029
(c) Trade receivables	48407.110	39752.419	44332.685
(d) Cash and cash equivalents	2143.431	1554.671	688.946
(e) Short-term loans and advances	2152.712	1826.085	1728.487
(f) Other current assets	26786.903	19632.065	17640.122
<b>Total Current Assets</b>	<b>83969.074</b>	<b>65462.848</b>	<b>66917.269</b>
<b>TOTAL</b>	<b>97347.729</b>	<b>76896.179</b>	<b>79893.549</b>

**PROFIT & LOSS ACCOUNT**

	<b>PARTICULARS</b>	<b>31.03.2018</b>	<b>31.03.2017</b>	<b>31.03.2016</b>
	<b>SALES</b>			
	Income	90757.370	77370.855	76904.173
	Other Income	225.993	370.840	155.753
	<b>TOTAL</b>	<b>90983.363</b>	<b>77741.695</b>	<b>77059.926</b>
<b>Less</b>	<b>EXPENSES</b>			
	Cost of Materials Consumed	46762.372	35999.210	36490.320
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(645.490)	16.320	189.223
	Erection and Sub-Contracting expenses	21265.161	17734.084	20277.566
	Excise duty on Sale of Goods	383.469	1706.502	0.000
	Employees benefits expense	5621.155	5059.174	4496.957
	Other expenses	8269.427	9748.853	8659.035
	<b>TOTAL</b>	<b>81656.094</b>	<b>70264.143</b>	<b>70113.101</b>
	<b>PROFIT/ (LOSS) BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION</b>	<b>9327.269</b>	<b>7477.552</b>	<b>6946.825</b>
<b>Less</b>	<b>FINANCIAL EXPENSES</b>	1958.142	2088.314	2379.440
	<b>PROFIT / (LOSS) BEFORE TAX, DEPRECIATION AND AMORTISATION</b>	<b>7369.127</b>	<b>5389.238</b>	<b>4567.385</b>
<b>Less/</b>	<b>DEPRECIATION/ AMORTISATION</b>	954.340	1153.891	1180.097

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<b>Add</b>				
	<b>PROFIT/ (LOSS) BEFORE TAX</b>	<b>6414.787</b>	<b>4235.347</b>	<b>3387.288</b>
<b>Less</b>	<b>TAX</b>	2114.312	1417.099	1432.891
	<b>PROFIT/ (LOSS) AFTER TAX</b>	<b>4300.475</b>	<b>2818.248</b>	<b>1954.397</b>
	<b>Earnings / (Loss) Per Share (INR)</b>	<b>16.73</b>	<b>10.96</b>	<b>6.15</b>

**CURRENT MATURITIES OF LONG TERM DEBT DETAILS**

<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>	<b>31.03.2016</b>
Current Maturities of Long term debt	398.695	0.000	502.550
Cash generated from operations	NA	NA	NA
Net cash flow from operating activity	7741.850	15449.369	(373.047)

**KEY RATIOS**

**EFFICIENCY RATIOS**

<b>PARTICULARS</b>	<b>31.03.2018</b>	<b>31.03.2017</b>	<b>31.03.2016</b>
Average Collection Days (Sundry Debtors / Income * 365 Days)	194.68	187.53	210.41
Account Receivables Turnover (Income / Sundry Debtors)	1.87	1.95	1.73
Average Payment Days (Sundry Creditors / Purchases * 365 Days)	347.38	301.49	185.59
Inventory Turnover (Operating Income / Inventories)	2.08	2.77	2.75
Asset Turnover (Operating Income / Net Fixed Assets)	1.23	1.04	0.82

**LEVERAGE RATIOS**

<b>PARTICULARS</b>	<b>31.03.2018</b>	<b>31.03.2017</b>	<b>31.03.2016</b>
Debt Ratio	0.78	0.77	0.82

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((Borrowing + Current Liabilities) / Total Assets)			
Debt Equity Ratio (Total Liability / Networth)	0.65	0.88	1.85
Current Liabilities to Networth (Current Liabilities / Net Worth)	3.51	3.40	4.56
Fixed Assets to Networth (Net Fixed Assets / Networth)	0.37	0.43	0.61
Interest Coverage Ratio (PBIT / Financial Charges)	4.76	3.58	2.92

**PROFITABILITY RATIOS**

PARTICULARS		31.03.2018	31.03.2017	31.03.2016
Net Profit Margin ((PAT / Sales) * 100)	%	4.74	3.64	2.54
Return on Total Assets ((PAT / Total Assets) * 100)	%	4.42	3.67	2.45
Return on Investment (ROI) ((PAT / Networth) * 100)	%	21.09	17.02	14.14

**SOLVENCY RATIOS**

PARTICULARS		31.03.2018	31.03.2017	31.03.2016
Current Ratio (Current Assets / Current Liabilities)		1.17	1.16	1.06
Quick Ratio ((Current Assets – Inventories) / Current Liabilities)		1.11	1.11	1.02
G-Score Ratio Financial (Networth / Total Assets)		0.21	0.22	0.17
G-Score Ratio Debt (Debts / Equity Capital)		25.93	28.43	49.79
G-Score Ratio Liquidity (Total Current Assets / Total Current Liabilities)		1.17	1.16	1.06

Total Liability = Short-term Debt + Long-term Debt + Current Maturities of Long-term debts

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**STOCK PRICES**

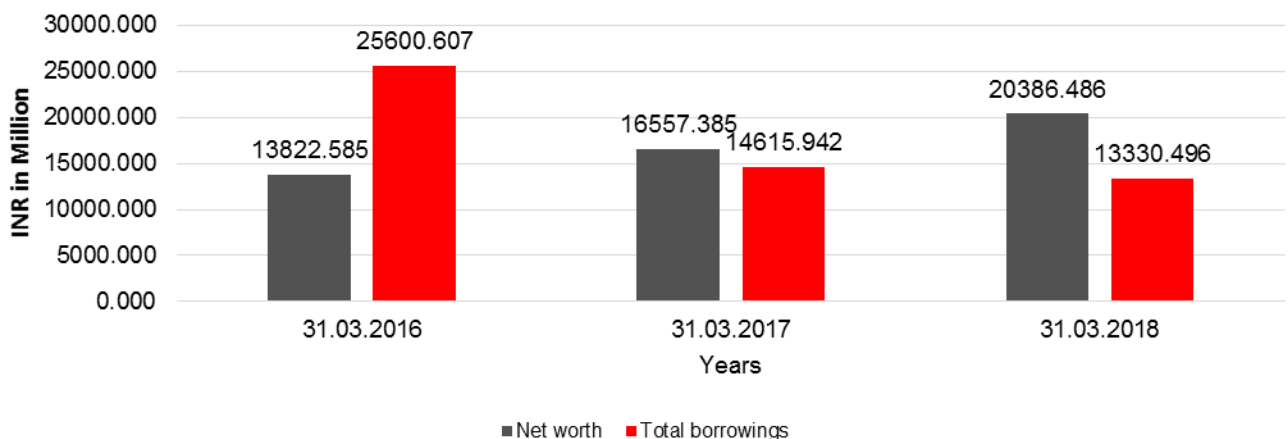
Face Value	INR 2/- each
Market Value	INR 334.05/- each

**FINANCIAL ANALYSIS**  
*[all figures are INR Million]*

**DEBT EQUITY RATIO**

Particular	31.03.2016	31.03.2017	31.03.2018
	INR In Million	INR In Million	INR In Million
Share Capital	514.177	514.177	514.177
Reserves & Surplus	13308.408	16043.208	19872.309
<b>Net worth</b>	<b>13822.585</b>	<b>16557.385</b>	<b>20386.486</b>
Long Term borrowings	1674.487	2608.921	4006.234
Short Term borrowings	23423.570	12007.021	8925.567
Current Maturities of Long term debt	502.550	0.000	398.695
<b>Total borrowings</b>	<b>25600.607</b>	<b>14615.942</b>	<b>13330.496</b>
<b>Debt/Equity ratio</b>	<b>1.852</b>	<b>0.883</b>	<b>0.654</b>

**Debt to Equity**

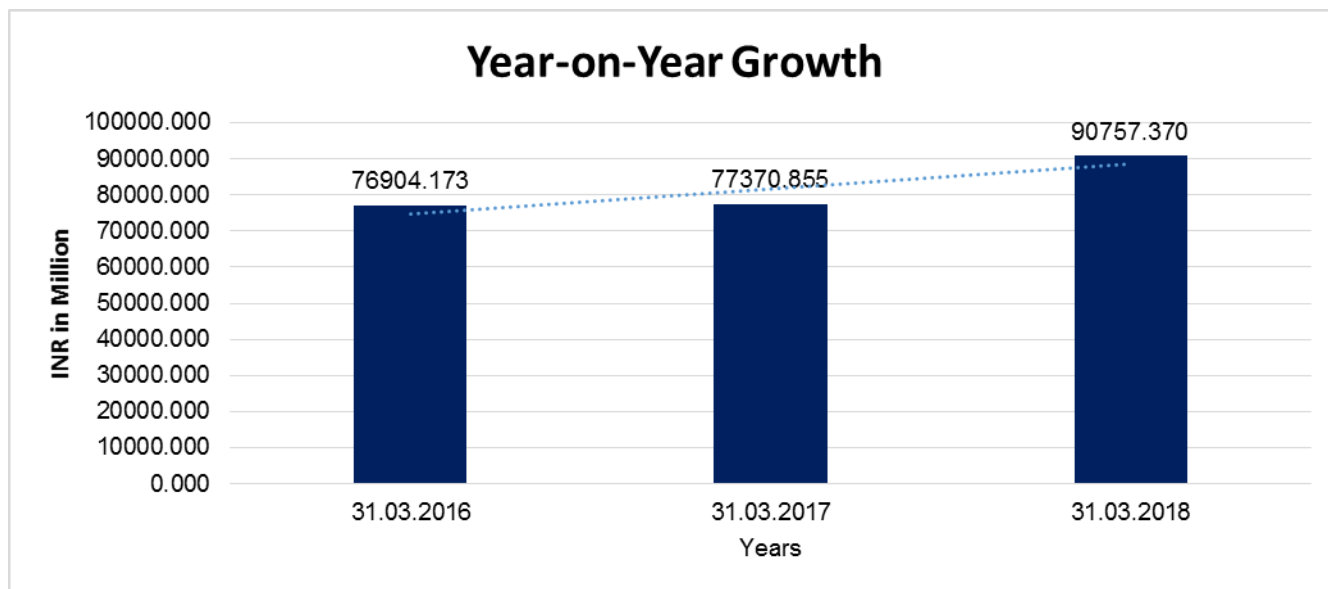


**YEAR-ON-YEAR GROWTH**

Year on Year Growth	31.03.2016	31.03.2017	31.03.2018
	INR In Million	INR In Million	INR In Million

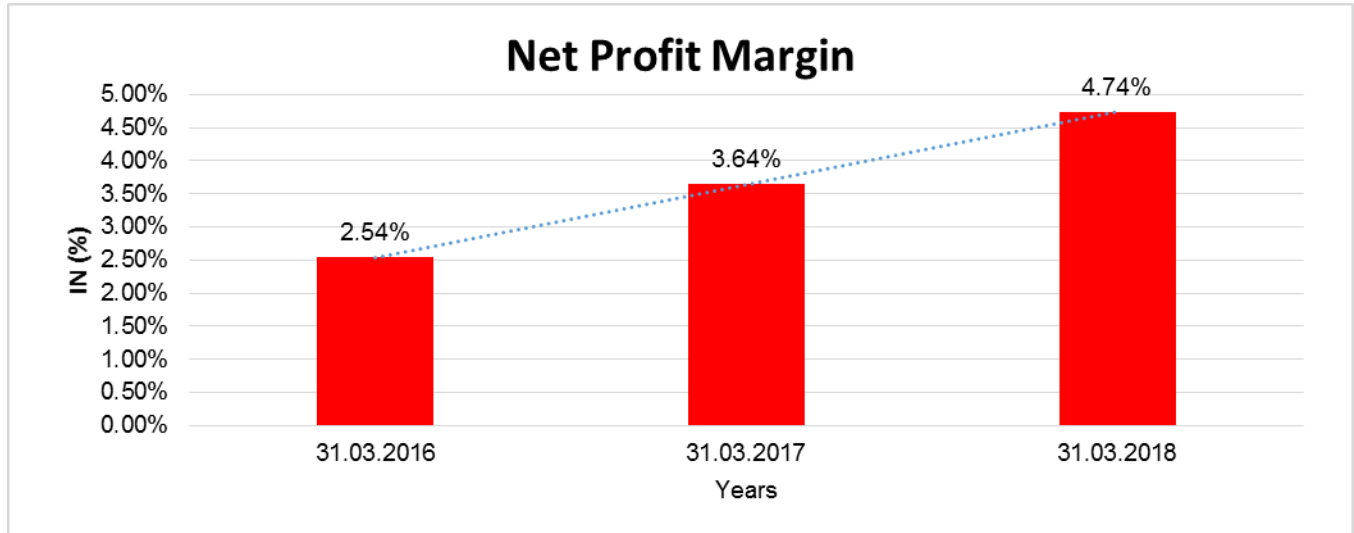
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Sales	76904.173	77370.855	90757.370
		<b>0.607</b>	<b>17.302</b>



**NET PROFIT MARGIN**

Net Profit Margin	31.03.2016	31.03.2017	31.03.2018
	INR In Million	INR In Million	INR In Million
Sales	76904.173	77370.855	90757.370
Profit	1954.397	2818.248	4300.475
	<b>2.54%</b>	<b>3.64%</b>	<b>4.74%</b>



**ABRIDGED BALANCE SHEET – (CONSOLIDATED)**

SOURCES OF FUNDS	31.03.2018	31.03.2017
<b>I. EQUITY AND LIABILITIES</b>		
(1) Shareholders' Funds		
(a) Share Capital	514.177	514.177
(b) Reserves & Surplus	19460.344	15349.362
(c) Money received against share warrants	0.000	0.000
(2) Non- Controlling Interest	0.000	0.000
<b>Total Shareholders' Funds (1) + (2)</b>	<b>19974.521</b>	<b>15863.539</b>
(3) Non-Current Liabilities		
(a) long-term borrowings	7384.371	7756.600
(b) Deferred tax liabilities (Net)	1272.004	1373.237
(c) Other long term liabilities	0.000	0.000
(d) long-term provisions	176.769	145.876
<b>Total Non-current Liabilities (3)</b>	<b>8833.144</b>	<b>9275.713</b>
(4) Current Liabilities		
(a) Short term borrowings	9009.763	12325.363
(b) Trade payables	46571.738	31671.996
(c) Other current liabilities	20168.213	17117.385
(d) Short-term provisions	832.441	1027.275

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**KEC INTERNATIONAL LIMITED - 522844**

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<b>Total Current Liabilities (4)</b>	<b>76582.155</b>	<b>62142.019</b>
<b>TOTAL</b>	<b>105389.820</b>	<b>87281.271</b>
<b>II. ASSETS</b>		
(1) Non-current assets		
(a) Fixed Assets		
(i) Tangible assets	8287.593	8515.759
(ii) Intangible Assets	914.567	1061.506
(iii) Capital work-in-progress	780.720	51.034
(iv) Intangible assets under development	0.000	0.000
(v) Goodwill	1919.843	1910.268
(b) Non-current Investments	0.049	0.049
(c) Deferred tax assets (net)	264.966	133.213
(d) Long-term Loan and Advances	0.000	0.000
(e) Other Non-current assets	4779.040	4803.345
<b>Total Non-Current Assets</b>	<b>16946.778</b>	<b>16475.174</b>
(2) Current assets		
(a) Current investments	392.944	1303.916
(b) Inventories	6274.139	3946.688
(c) Trade receivables	50443.989	42267.554
(d) Cash and cash equivalents	2313.027	2079.710
(e) Short-term loans and advances	604.416	624.041
(f) Other current assets	28414.527	20584.188
<b>Total Current Assets</b>	<b>88443.042</b>	<b>70806.097</b>
<b>TOTAL</b>	<b>105389.820</b>	<b>87281.271</b>

**PROFIT & LOSS ACCOUNT- (CONSOLIDATED)**

<b>PARTICULARS</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
<b>SALES</b>		
Income	100963.683	87550.452
Other Income	404.120	288.661
<b>TOTAL</b>	<b>101367.803</b>	<b>87839.113</b>
<b>Less EXPENSES</b>		
Cost of Materials Consumed	52494.520	41736.973
Purchases of Stock-in-Trade	0.000	0.000
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(1048.619)	(90.652)
Erection and Sub-Contracting expenses	21269.691	17842.901

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**KEC INTERNATIONAL LIMITED - 522844**

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	Excise duty on Sale of Goods	383.469	1706.502
	Employees benefits expense	7983.525	7326.657
	Other expenses	9819.282	10849.301
	<b>TOTAL</b>	<b>90901.868</b>	<b>79371.682</b>
	<b>PROFIT/ (LOSS) BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION</b>	<b>10465.935</b>	<b>8467.431</b>
<b>Less</b>	<b>FINANCIAL EXPENSES</b>	2466.133	2536.117
	<b>PROFIT / (LOSS) BEFORE TAX, DEPRECIATION AND AMORTISATION</b>	<b>7999.802</b>	<b>5931.314</b>
<b>Less/ Add</b>	<b>DEPRECIATION/ AMORTISATION</b>	1097.437	1296.875
	<b>PROFIT/ (LOSS) BEFORE TAX</b>	<b>6902.365</b>	<b>4634.439</b>
<b>Less</b>	<b>TAX</b>	2298.211	1586.655
	<b>PROFIT/ (LOSS) AFTER TAX</b>	<b>4604.154</b>	<b>3047.784</b>
	<b>Earnings / (Loss) Per Share (INR)</b>	<b>17.91</b>	<b>11.86</b>

**LEGAL CASE**

**CHIEF JUDICIAL MAGISTRATE, JALANDHAR**

**Case Details**

Case Type	: SUMM
Filing Number	: 3059/2016 Filing Date: 04-02-2016
Registration No	: 32/2016 Registration Date: 05-02-2016
Case Code	: 204100030592016

**Case Status**

First Hearing Date	: 05th February 2016
Next Hearing Date	: 14th June 2016
Stage of Case	: Consideration
Court No. and Judge	: 4-Chief Judicial Magistrate

**Petitioner and Advocate**

1) LABOUR ENFORCEMENT OFFICER  
Address - SCF-10 URBAN ESTATE PHASE-1 JALANDHAR 144022  
Advocate- IN PERSON

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**Respondent and Advocate**

- 1) KEC INTERNATIONAL LTD  
Address - FST FLOOR RPG HOUSE 463 DR. ANNIE BASANT ROAD WORLI MUMBAI-40030
- 2) VIMAL KEJRIWAL  
MD AND CEO FST FLOOR RPG HOUSE 463 DR. ANNIE BASANT ROAD WORLI MUMBAI-40030
- 3) HARISH GONEKA  
CHAIRMAN FST FLOOR RPG HOUSE 463 DR. ANNIE BASANT ROAD WORLI MUMBAI-40030

**Acts**

Under Act(s)	Under Section(s)
Contract Labour (Regulation and Abolition) Act	24

**History of Case Hearing**

Registration No.	Judge	Business On Date	Hearing Date	Purpose of hearing
32/2016	Chief Judicial Magistrate	<u>05-02-2016</u>	08-04-2016	Appearance
32/2016	Chief Judicial Magistrate	<u>08-04-2016</u>	14-06-2016	Consideration

**LOCAL AGENCY FURTHER INFORMATION**

Sr. No.	Check list by info agents	Available in Report (Yes/No)
1	Year of establishment	Yes
2	Constitution of the entity -Incorporation details	Yes
3	Locality of the entity	Yes
4	Premises details	No
5	Buyer visit details	--
6	Contact numbers	Yes
7	Name of the person contacted	Yes
8	Designation of contact person	Yes
9	Promoter's background	Yes
10	Date of Birth of Proprietor / Partners / Directors	Yes
11	Pan Card No. of Proprietor / Partners	No
12	Voter Id Card No. of Proprietor / Partners	No
13	Type of business	Yes
14	Line of Business	Yes
15	Export/import details (if applicable)	No
16	No. of employees	Yes
17	Details of sister concerns	Yes
18	Major suppliers	No
19	Major customers	No

**KEC INTERNATIONAL LIMITED - 522844**

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20	Banking Details	Yes
21	Banking facility details	Yes
22	Conduct of the banking account	--
23	Financials, if provided	Yes
24	Capital in the business	Yes
25	Last accounts filed at ROC, if applicable	Yes
26	Turnover of firm for last three years	Yes
27	Reasons for variation <> 20%	--
28	Estimation for coming financial year	No
29	Profitability for last three years	Yes
30	Major shareholders, if available	Yes
31	External Agency Rating, if available	Yes
32	Litigations that the firm/promoter involved in	Yes
33	Market information	--
34	Payments terms	No
35	Negative Reporting by Auditors in the Annual Report	No

**GENERAL INFORMATION**

Subject ("the Company") is a public limited company incorporated and domiciled in India. The registered office of the Company is located at RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai- 400 030.

The Company is primarily engaged in Engineering, Procurement and Construction business (EPC) relating to infrastructure interalia products, projects and systems for power transmission, distribution, railways and related activities.

**AWARDS AND RECOGNITION**

- Early Completion Award for 765 kV Jabalpur- Gadarwara Transmission Line from PGCIL
- Award for Best Performance in Safety (Transmission Line) from PGCIL
- EPC Company of the Year Award at ASSOCHAM India-Africa Champion In Biz Awards 2017
- Award for Maximum Capitalisation in Transmission Line Construction from PGCIL
- Award for Volume of Work in Transmission Line Construction from PGCIL
- SAE Towers - Brazil awarded Best in the Sector by CEMIG
- Rising Star Solar PV - EPC Company of the year Award - Utility scale 100 MW at SolarQuarter India Solar Week Awards 2017
- Appreciation from Saudi Electrical Company for early completion of 380 kV Overhead Transmission Line
- Best Performance Award from National Grid of Saudi Arabia - Western Operating Area for the Al Moyah Transmission Line
- Best Project in Power Transmission Award for 765 kV Wardha-Hyderabad Transmission Line at Dun and Bradstreet Infra Awards 2017
- Outstanding Contribution in Power TandD Award for 765 kV Wardha-Hyderabad Transmission Line at the 7th EPC World Awards 2017 Appreciation from the Governor of Ghazni for the successful completion of 220 kV GIS Substation at Ghazni, Afghanistan

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- Innovative Schemes Award for the Implementation of the Covered Conductor at Power Awards 2017, organised by the Energy Ministry of Karnataka
- Special Trophy - Excellence in Engineering Process Outsourcing Services at EEPC India's Western Regional Award
- Skoch Order of Merit for: 1. Innovation and Design Excellence, 2. Indo-Bangladesh Cross Border Interconnection project, 3. CSR initiatives
- Platinum Award for Cables Vadodara at Greentech Safety Awards 2017 Excellence in Safety Award for all Overhead Transmission Line and Telecommunication projects in the southern region of Saudi Arabia, by National Grid of Saudi Arabia
- Bronze Rating Environmental Impact Assessment Compliance Award 2017 at Sarawak Energy Berhad Contractor's EIA Compliance Awards 2017, Malaysia
- India Manufacturing Excellence Gold Award - 2017 for KEC Butibori by Frost and Sullivan
- Two Gold and one Silver award for KEC Vadodara at VCCQC 2017, organised by the Quality Circle Forum of India - Vadodara Chapter
- TPM Significant Achievement Certificate by CII - TPM Club of India for Jaipur, Butibori and Jabalpur manufacturing plants
- Excellence Award for KEC Butibori at the 31st National Convention On Quality Concepts (NCQC) Mysore
- Morarjee Rolling Trophy for KEC Butibori at 28th Nagpur Chapter of CCQC
- Award for KEC Jaipur's CSR initiatives at 53rd Foundation Ceremony of the Employer Association of Rajasthan

## PERFORMANCE

### Financial Performance

The Company continued its growth trajectory in FY 2017-18

On a consolidated basis, the Company achieved a turnover of INR 100960.000 Million, with a 15 percent growth over FY 2016-17. Revenue growth was mainly seen in Transmission and Distribution ("TandD") and Railways businesses. Profitability showed improvement with EBITDA margins on a consolidated level expanding by 62 bps in FY 2017-18 to reach 10 percent. The net profit for the year was INR 4600.000 Million in FY 2017-18 as against INR 3050.000 Million in FY 2016-17, a robust growth of 51 percent. The Company could achieve substantial reduction in its interest costs through better working capital management. On a standalone basis, the Company achieved a turnover of INR 90760.00 Million and a net profit of INR 4300.000 Million.

During the year, the Company secured orders of INR 150980.000 Million, which is a healthy 22 percent increase over last year. The sharp increase in order intake was led by the Railways business which gained from the increased spending on railway infrastructure in the country. The order intake was also enhanced by TandD business which made substantial inroads in Brazil and SAARC regions. The closing order book of the Company was at INR 172980.00 Million, with a significant contribution from verticals like Railways and Civil.

**Power Transmission and Distribution** - The Power Transmission and Distribution business continues to be the largest business vertical which includes construction of power transmission lines on turnkey basis as well as construction of Gas Insulated Substations (GIS) and Air Insulated Substations (AIS) on turnkey basis. During the year, the T and D business secured orders of INR 96810.000 Million across both domestic and international markets.

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In the domestic markets, the Company has successfully broadened its customer base to include private players who are setting up power transmission projects in India, as well as State Electricity Boards.

On the international front, the Company was able to achieve significant order intake from Brazil (through its wholly owned subsidiary) and in the SAARC region. The Company continued to receive order inflows from other geographies such as MENA and Africa.

**Railways** - The Railways business witnessed strong growth both in terms of order intake as well as revenue. The order intake was significantly higher at INR 39100.000 Million amounting to 26 percent of the total order intake. The business achieved revenues of INR 8440.000 Million in FY 2017-18 against INR 4460.000 Million in FY 2016-17

**Civil** - The Civil business bagged orders of INR 4830.000 Million in FY 2017-18 and was profitable in its first year of commercial operations. Civil business was able to also establish itself across good clients base.

**Solar** - The Company continued the execution of its Solar projects in hand during FY 2017-18. However, due to various issues such as increasing module prices, customs duty imposition on Solar Panels and GST rate anomalies the order intake in this business remained muted.

**Cables** - The Cables business secured orders worth INR 10240.000 Million in FY 2017-18. The Company merged its Silvassa plant operations with Vadodara plant in the last quarter of FY 2017-18 for better operational efficiencies. Due to higher GST and shifting of Silvassa plant, the revenue of Cables business got impacted in FY 2017-18.

## MANAGEMENT DISCUSSION AND ANALYSIS

KEC International Limited (the Company or KEC) is an infrastructure EPC major with presence in Power Transmission and Distribution (TandD), Railways, Civil, Smart Infrastructure, Solar and Cables businesses. The Company has established its footprint in 100 countries (including EPC and Supply) across the globe.

### OVERVIEW

#### GLOBAL ECONOMY

The global economy is undergoing a cyclical recovery, reflecting a rebound in investment, trade and manufacturing activity. IMF forecasts that the Global GDP growth will pick up to 3.8 percent YoY in 2017, up from 3.2 percent YoY in 2016 (Source: IMF, World Economic Outlook, April 2018). With the GDP growing in more than half of the world's economies, the global upturn is broad-based. On this backdrop, global trade strengthened significantly in 2017.

Commodities prices saw a sharp spike in 2017. Oil prices rose 21 percent YoY. While aluminium prices jumped 20 percent YoY, copper and zinc prices grew sharply by 25 percent YoY and 28 percent YoY respectively. China, which contributes more than 50 percent to the commodities market, mandated a 30 percent production cut in smelters and refineries. This led to serious disruptions in supply, causing metal prices to increase decisively.

In advanced economies, growth is estimated to have recovered to 2.3 percent YoY in 2017, driven by strengthening demand, pickup in capital spending and turnaround in inventories. Despite the strengthening of activity, inflation in advanced economies remained subdued in 2017. The GDP grew stronger than expected in the

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Euro region as compared to U.S. and Japan. Growth in Emerging Market and Developing Economies (EMDEs) is estimated to have accelerated to 4.8 percent in 2017, based on firming commodity prices and recovery in exports.

Growth in advanced economies is projected to accelerate further in 2018 and moderate slightly in 2019 as economic slack diminishes and monetary policy becomes less accommodative. Conversely, GDP in EMDEs will likely continue to grow at a steady pace. Global GDP is expected to grow at 3.9 percent in 2018 (Source: IMF, World Economic Outlook, April 2018).

Risks to global outlook remain moderate over the medium term. However, the outlook is vulnerable to sudden changes in market sentiment or unexpected policy shifts that could lead to financial instability. In addition, increased trade protectionism, volatility in commodity markets and rising geopolitical tensions could weigh on sentiment and disrupt the recovery.

### **INDIAN ECONOMY**

India's economy temporarily decoupled in H1FY18, on the back of demonetisation, teething difficulties in the new GST regime, the twin balance sheet challenge, and rural distress. In H2FY18, the economy witnessed robust signs of revival. Economic growth improved as the shocks began to fade, corrective actions were taken, and the synchronous global economic recovery boosted exports. Consequently, the GDP growth for FY18 is estimated at 6.7 percent YoY, down from 7.1 percent YoY in FY17 (Source: Government of India Economic Survey). The USD-INR appreciated to an average of 64.5 in FY18 from 67 in FY17, recovering from the disruptions of demonetisation, and owing to steady foreign investment inflows. The investment sentiment stayed largely positive in FY18 as Moody's revised India's sovereign rating to Baa2, higher from Baa3, changing the outlook to stable. In addition, India jumped up 30 notches into the top 100 in the World Bank's 'Ease of Doing Business' index.

**It is estimated that FY19 will begin on a solid foundation with three broad based themes:**

1. Revival of rural economy
2. Robust infrastructure spending
3. Sustained global recovery

**FY19 GDP is expected to achieve robust growth at 7.4 percent YoY (Source: IMF, World Economic Outlook, April 2018). However, there are three macro risks to the outlook:**

1. Rise in global crude oil prices leading to higher inflation, wider current account deficit and weaker rupee
2. Excessive global liquidity tightening, which could affect flows into emerging markets
3. Trade protectionist measures, which might affect exports adversely

India may witness sentiment-driven movement in economic parameters, in the run up to the 2019 General Elections, causing temporary volatility in markets. Overall, the economic activity will continue to get support from strong private consumption and services. Private investment is expected to revive as the corporate sector adjusts to the GST. The reform cycle is likely to shift from rollout to execution. Recapitalisation of banks, infrastructure development and rural sector support will be on the priority list for the Government.

### **GLOBAL POWER SECTOR REVIEW**

The power Transmission and Distribution infrastructure needs a total investment of around USD 2.9 trillion for 2016-2025 and USD 5.0 trillion for 2026-2040. India's share in this investment requirement is about USD 291 billion and USD 566 billion for the corresponding time periods respectively.

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According to the World Energy Outlook (WEO) 2017, India is one the largest contributors to the demand growth at about 30 percent and its share of global energy use would rise to 11 percent by 2040. Southeast Asia is another rising heavyweight in global energy, with demand growing at twice the pace of China. Overall, developing countries in Asia account for two-thirds of global energy growth, with the rest arising mainly from Middle East, Africa and Latin America.

**The outlook further states that the global energy scenario is in a state of flux. Large-scale shifts include:**

1. Rapid deployment and steep declines in the costs of major renewable energy technologies: Rapid deployment of solar photovoltaics (PV), led by China and India, will help solar become the largest source of low-carbon capacity by 2040.
2. Growing importance of electricity in energy use across the globe: Electricity is the rising force among worldwide end-uses of energy. It will contribute up to 40 percent of the rise in final consumption by 2040.
3. Profound changes in China's economy and energy policy, moving consumption away from coal: China is entering a new phase in its development, with the emphasis in energy policy now firmly on electricity, natural gas and cleaner energy, high-efficiency and digital technologies. China remains a high presence in coal markets, but the WEO estimates that coal use is set to decline by almost 15 percent by 2040.
4. The continued surge in shale gas and tight oil production in the United States: Already a net exporter of gas, the U.S. would become a net exporter of oil in the late 2020s. Oil prices will likely remain in the range of USD 50-70/ barrel by 2040, given that the U.S. would account for 80 percent of the increase in global oil supply by 2025 and rapid expansion in the global electric car fleet would approach around 900 million cars by 2040.

## **BUSINESS SCENARIO AND INDUSTRY**

### **OUTLOOK and OPPORTUNITIES**

#### **POWER TRANSMISSION and DISTRIBUTION BUSINESS**

This is the largest business vertical of the Company. With over seven decades of experience, KEC is a global leader in the Power Transmission and Distribution EPC segment. The Company's T&D business has a presence in 64 countries across the globe (EPC footprint only). The Company's region-wise outlook and opportunities are highlighted below:

#### **I) South Asia Business**

During the year, the Company delivered a commendable performance, both in terms of revenue and margins, despite the adverse impact of GST. The Business witnessed a strong order intake from SAARC, State Electricity Utilities and Private Clients. The order book is well diversified between Transmission and Substation projects, with the Substations business contributing to nearly 26 percent of the order book. The Company continued its focus on Project execution and delivered 20 percent of its T&D projects in the South Asia Business ahead of schedule. It also made significant progress on implementation of various digital and mechanisation initiatives in its operations, reinforcing its commitment towards achieving high safety, quality, and productivity standards.

## Region Wise Outlook and Opportunities

### a. India

With a generation of over 1,300 Billion Units (BU) during FY18, India is the 3rd largest producer and 4th largest consumer of electricity in the world (Source: Ministry of Power, GoI). The country has the 5th largest installed capacity globally, which stands at 340 GW (as of March 2018) (Source: CEA reports). The Indian power sector has witnessed significant growth in its energy demand, generation capacity and transmission and distribution networks in the last few years. In FY18, the sector witnessed a 5.3 percent growth in installed capacity with an addition of 17,170 MW, along with an addition of 23,119 ckm of transmission lines (growing ~6 percent from last year) and 86,193 MVA of substation capacity (growing ~12 percent from last year). Generation from renewable sources increased by 23 percent from last year

The Indian Government continues to exert significant thrust and has embarked on numerous initiatives towards the objective of '24x7 Power for All', with special emphasis on rural electrification.

A bold attempt is also being made to achieve uniform power rates across the country through the Government's mission of 'One Nation, One Grid, One Price'. The recent Union Budget 2018-19 has proposed allocation of INR 16,000 crore for Sahaj Bijli Har Ghar Yojana (SAUBHAGYA) scheme, to provide free electricity connections to about 4 crore un-electrified households. Additionally, the Government continues to focus on the last mile connectivity for rural electrification, having achieved 100% rural electrification on April 28, 2018. All of these will result in the net increase in demand for power transmission, which augers well for companies like us.

In the backdrop of growing demand for power and capacity expansion, there remains a pressing need for transmission network augmentation. Timely implementation of transmission lines would be critical in the years to come. The sector continues to transform and undergo radical changes. It is migrating to higher transmission voltages of up to 1,200 kV, new technologies for bulk power transmission are being worked upon, High Capacity Power Transmission Corridors (HCPTCs) are being developed, etc.

### Paradigm shifts are also being observed across facets of the industry:

- Greater emphasis on new designs, solutions and modern construction technologies
- Enhanced project management techniques, right from project planning and execution to commissioning and attaining commercial closure
- Advanced conductor technologies like HTLS conductors, covered conductors, etc., are playing a crucial role in resolving issues related to Right of Way (RoW)
- Newer substation technologies like Gas Insulated Substations (GIS) are gaining prominence
- Gas Insulated Lines (GIL) are being explored
- Enhanced public-private collaboration
- Change in customer mix, with the share from State Electricity and Private players increasing, as compared to previous years

Amidst all these developments, issues pertaining to smooth and timely project execution are still dominant by way of challenges such as right of way, land acquisition, environment and forest clearances, etc. This creates an additional burden on EPC companies by way of time and cost overruns and mobilisation issues. The Government is dedicatedly working towards resolving these issues by way of amendments made to ease environmental clearances and enhancement in compensation levels for land acquisition.

Presently, India has 340 GW of installed generation capacity; 3,90,970 ckm of installed transmission line length and 8,26,958 MVA of substation transformation capacity (as on 31st March 2018) (Source: CEA reports). The Indian Government envisages an addition of over 1,00,000 ckm of transmission lines and over 2,90,000 MVA of transformation capacity between 2017-2022, necessitating enormous investment to the tune of INR 2,60,000 crore, which is expected to unfold tremendous opportunities.

Over the next three years, they expect a larger share of business emerging from Private Clients and State Electricity Utilities. Firstly, the Central Government is targeting to award all new projects through the Tariff Based Competitive Bidding (TBCB) route, driving participation and ownership from Private players. Ahead of time delivery, quality, cost and safety are thus becoming important parameters, as they directly impact the returns to private investors. This trend is beneficial to the industry, especially for established players like us with matured processes and capabilities. This year, the Company has received its single largest order of more than INR 1,000 crore from a private player. Secondly, with the setup of cross country national grid, huge investments are being planned by the states to improve connectivity, reliability and affordability. The Company is witnessing a surge in large size Transmission Lines as well as Substation orders from state utilities. In line with the changing business dynamics, the Company is focusing on enhancing its footprint across states on a selective basis. Additionally, the Company envisages that the share of investments in Substations will rise to about 40-45 percent of the total investment, with a push towards GIS Technology at voltages of 220/ 400 kV levels. Significant opportunities in the form of combination jobs, HTLS conductors and cabling projects are expected in the coming months. The Company is well-positioned in terms of preparedness to cater to the varied requirements of its clients.

## **SAARC**

SAARC continues to be one of the key business destinations for the Company. The Company has significant footprint in this region and continues to consolidate its presence on the back of good order mix of Transmission and Substation projects. During the year, the Company secured a few major orders in Afghanistan, Bangladesh, Bhutan, Nepal and Sri Lanka. The region is well poised for significant growth due to a strong thrust by their Governments to achieve their goal to provide 'Electricity for All'. Additionally, they are also focussing on providing a boost to the renewables sector.

They are seeing an increase in private investments in Bangladesh, offering a new industrial market opportunity. There is also a growth in multilateral funding from agencies such as AIIB, ADB, JICA, Islamic Development Bank and EXIM Bank. In Afghanistan, there is a shift in focus towards power generation, including emphasis on renewables. In line with all these developments, they expect the SAARC Transmission and Distribution market to grow at over 20 percent between FY 2017 and 2022, and shall remain a key focus area for the company in the coming years.

## **II) International Business**

During the year, the order inflow from the Company's International T&D business was impacted due to various uncertainties in the global markets. However, with the increase in oil prices, sentiments in the International business are expected to improve in FY 2018-19.

The focus on rebalancing the Middle East portfolio continued with order wins in UAE, Jordan and Oman. The Company continues to expand its outreach in the international substation area, with the construction of both AIS and GIS substations.

## **Region Wise Outlook and Opportunities**

### **a. Middle East and North Africa (MENA)**

In FY 2017-18, the MENA region, owing to depressed oil prices witnessed a slowdown in new tenders. However, with oil prices on the rise and a continued focus of Middle-Eastern countries to reduce their dependency on oil revenues, it is anticipated that new projects will be rolled out at a faster pace.

Electricity demand in the MENA region will continue to be strong, fuelled by population growth, urbanisation, rising income levels, industrialisation, and low electricity prices, rendering investments in the power sector a priority for the governments in the region.

It is estimated that in the next five years, the region is required to make an investment of USD 131 billion in the power sector, of which USD 81 billion is required to add 62 GW of generation capacity, while the rest would be invested in transmission and distribution (T&D), culminating into good opportunities for the Company Saudi Arabia followed by UAE, Kuwait and Oman, all of which are priority markets for KEC will require the bulk of these investments.

North Africa, continues to remain a key market for the Company. The region has made major progress in the power generation sector. Countries such as Egypt, Algeria, Tunisia, and Morocco have made substantial investments in energy projects to drive their energy ambitions. Planned investments in both Generation and T&D infrastructure, in addition to improvement in political stability makes it an attractive market for us.

### **Rest of Africa**

The region has struggled to sustain GDP growth due to its underdeveloped power sector infrastructure. Nearly 600 million people in Sub-Saharan Africa lack access to electricity. Only seven countries - Cameroon, Côte d'Ivoire, Gabon, Ghana, Namibia, Senegal and South Africa, have electricity access rates exceeding 50 percent, while the rest of the region has an average grid access rate of just 20 percent (Source: 'Brighter Africa - The growth potential of the Sub-Saharan electricity sector' by McKinsey).

It is estimated that the region requires approximately USD 490 billion of capital for new generating capacity, with an additional USD 345 billion for transmission and distribution over the next 25 years to meet its growing demand for power. Efforts are being made to increase investments in the power sector by tapping multiple routes, including regional integration through grid connectivity (Source: 'Powering Africa' by McKinsey).

Additionally, countries such as Kenya, Ethiopia, Tanzania and Uganda are expected to witness a growth in electricity demand, resulting in the need for development of requisite evacuation infrastructure. West African countries such as Senegal, Mali and Mauritania are going to witness the maximum increase in demand. All these, make the region a lucrative market and potential growth driver in the future.

### **South East Asia Region**

The region is expected to witness a surge in energy demand driven by rapid economic development, improving GDP per capita and rising electrification rates. In addition, the population is distributed and spread across the geography, necessitating huge investments for the development of widely dispersed TandD infrastructure. The support extended by Asian Development Bank, Japan International Cooperation Agency and World Bank to implement grid expansion projects will play a critical role in meeting the investment requirements of the region.

However, regulations such as requirement for the inclusion of local content in Transmission and Distribution projects are hampering participation in certain projects/ countries.

### **Central Asia Region**

The Central Asia region is seeing an increase in demand for power, with significant investments in the pipeline to build transmission systems, both new lines as well as upgradation and refurbishing of the existing network. Countries such as Kazakhstan, Kyrgyzstan, Georgia, Russia, Ukraine and Tajikistan are planning investment in power generation and aligned sectors, including Transmission and Distribution. The energy rich countries in the region provide opportunities to generate power and transmit it to neighbouring countries through interconnections, which augers well for us.

### **North American Region**

Majority of the U.S. transmission system was built in 1960s and 1970s necessitating the need for significant investment in replacing and/ or upgrading the existing infrastructure to improve system performance. Extensive investments are also needed to integrate new, renewable and distributed energy resources and to respond to a rapidly changing energy mix. The Edison Electric Institute (EEI) has indicated that its member companies are expected to invest close to USD 90 billion in the transmission system between 2017 and 2020 (Source: Edison Electric Institute). The U.S. administration has unveiled a massive USD 1.5 trillion plan for modernizing and rebuilding roads, bridges, tunnels, airports, energy, waterways and other crumbling infrastructure. If this legislation is approved in the Congress, the direct and indirect need for strengthening and expansion of the electrical transmission grid would be fundamental to support associated manufacturing and construction growth.

While the Company expects the demand to be robust, the continued trade friction between U.S. and its various trading partners, including NAFTA countries could either have a positive or negative impact depending on how it unfolds. The Company is monitoring and assessing the evolving scenario and its overall impact on the business.

In Mexico, the state-owned Comisión Federal de Electricidad (CFE), which owns and operates transmission lines jointly with CENACE (Centro Nacional de Control de Energia), plans to focus on transmission line projects to evacuate power from wind power generation, mostly in the South-East and North-East regions. About 9,300 ckm of 115/ 230 kV and 400 kV Transmission Lines are planned between 2016 and 2029 in the country (Source: CENACE's "Programa de Ampliación y Modernización de la Red Nacional de Transmisión y Redes Generales de Distribución del Mercado Eléctrico Mayorista 2016 – 2030").

Two HVDC lines are being auctioned; the first line, approximately 1,100 km, for which the CFE has already issued preliminary project documents and the second line, which is being sponsored by SENER (Secretaria de Energia or Ministry of Energy). Furthermore, CFE is intending to expand usage of HVDC systems in the future, with special interest on linking the Baja California region. Additionally, the transmission projects needed to interconnect the generation projects, related to the Energy Auctions by the Federal Government are expected to generate additional demand. All of this is expected to unfold into substantial opportunities for the Company.

### **South American Region**

Brazil's economy has started showing signs of recovery since the third quarter of 2017 with low interest rates, recovering business sentiment, robust agricultural output, and stronger dynamics in the labour market. It is the most important market in the region for the Company, with large expansion for power transmission and distribution expected in the next five years. Brazil's energy agency Empresa de Pesquisa Energética (EPE) recently approved the Plano Decenal de Expansão de Energia 2026 or Decennial Energy Expansion Plan 2026 (PDE 2026) The approved plan includes an investment of BRL 1.4 trillion for the expansion of energy

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infrastructure by 2026. About 25 percent of the investment will go towards the energy generation and transmission segments. The total investment for the power transmission segment is likely to reach BRL 119 billion, of which BRL 78 billion will be invested in transmission lines and BRL 41 billion in substations, including border facilities.

After two years of disappointing power generation and transmission auction sessions, a surge in investment levels was experienced in 2017 with the allotment of majority of the concessions. This shows both growing demand for power and increasing investor confidence. ANEEL, the National Electric Energy Agency held two auctions for Transmission infrastructure in 2017. The first one was held in April 2017, in which 31 of 35 lots were awarded to add 7,068 km of transmission lines and 13,132 MVA of substation capacity at an investment of BRL 12.7 billion. The second auction was held in December 2017, under which 11 lots of 4,919 km were awarded at an investment of BRL 8.7 billion. In association with KEC, some large Indian companies also participated in these auctions.

During the year, the Company signed two large EPC contracts to execute 546 km of Transmission Lines in Brazil. The Company is currently executing ~800 km of Transmission Lines in the country.

Until 2024, the Government plans to hold two auctions per year, to meet the growing energy demands of the country. This presents good opportunities for the Company in both EPC and Tower/ Hardware supply business.

## **RAILWAYS BUSINESS**

KEC is an integrated player in the industry and executes various types of works such as track laying, doubling and tripling of tracks, building railway stations, tunnels and bridges, signalling and telecommunication works, and electrification. During the year, the Company witnessed a significant growth in its Railway Business, with substantial order inflow and a closing order book in excess of INR 40000.000 Million. The focussed execution approach adopted by the Company has led to the commissioning of close to 807 route km of Railway Electrification works, which is ~20 percent of the Overhead Electrification projects commissioned by the Indian Railways in FY18.

The Company has successfully expanded its client portfolio to include CORE, RVNL, IRCON, RITES and PGCIL. It is currently executing ~31 projects, of which 18 have been secured during the year. Furthermore, the Company has succeeded in diversifying its project portfolio, with ~70 percent of its order book comprising of composite and signaling and telecommunication works. The Company is pre-qualified in some packages of Dedicated Freight Corridor (DFC) projects and may bid selectively in consortium for DFC projects. The Company is also exploring relevant opportunities in the International arena.

## **Outlook and Opportunities**

The outlook for the Railway sector is very positive, with the Government planning for network expansion, as well as upgradation and modernisation of the existing infrastructure. The FY 2018-19 Railway Budget decoded ample opportunities such as increase in capital outlay from INR 1.31 lakh crore to INR 0.148 Million in 14.800 Million, renewal of 3,900 km of tracks, 1,000 km of new line construction, 1,000 km of gauge conversion work, 2,100 km of doubling works, etc. In FY16, the Government targeted the electrification of ~2,000 km of broad gauge tracks and ~4,000 km in FY17. This year, in line with the target to complete 100 percent electrification (38,000 km) of broad gauge tracks by FY2021, the government is planning to commission ~6,000 km of electrification and modernisation of the signalling system of the Indian Railways, including automation, all of which present several opportunities for the Company.

Building on to the Company's capabilities in the domestic market, the Company is exploring opportunities in select international markets such as SAARC, Africa and CIS regions. Given the major developments in both domestic and international markets, the Railways business is fast emerging as a major growth driver for the Company.

## **CIVIL BUSINESS**

In line with its vision, the Company expanded its business portfolio to include Civil construction with a focus on industrial plants, residential buildings and commercial complexes, especially in the mid-market segment. The Company's strategy to foray into Civil is delivering good results with new orders in excess of INR 500 crore across Industrial Plants and Residential buildings.

During the year, the Company has built significant capabilities through investment in latest formwork, plants and machineries. It has also developed a strong team comprising of highly skilled and experienced professionals. The Company has successfully executed four complex silos with Slipform and Climbing formwork technologies, thereby achieving faster execution and superior quality. Several exclusive tie-ups with OEMs for strategic equipment like batching plants, tower cranes and other equipment has proved beneficial in reducing mobilisation time and fast-tracking project execution.

In FY17-18, KEC successfully delivered several complex projects. As a testament to on-time delivery, superior quality and safety standards, the Company has received many repeat orders from its customers and is serving clients across sectors such as Automobiles, Metals and Mining, Cement, Cables and Electrical Equipment manufacturers, etc. The Company is also executing turnkey design and construction of a large residential township associated with a cement company, utilising latest equipment such as sensor pavers for the construction of concrete roads, resulting in greater accuracy and faster execution.

The Water business was incorporated into the Civil business last year. The Company is currently focussing on complete integrated Water and Waste Water/ Sewage Treatment projects and Industrial Effluent Treatment plants. The Company has the capability to bring best-inclass technologies in water and waste water management.

The Company's endeavour to leverage world class safety and quality practices, deploy latest technologies in construction and a robust project management team led by industry veterans present great value to its clients.

## **Outlook and Opportunities**

### **a. Residential Segment**

Affordable Housing has been gaining significant traction under 'Pradhan Mantri Awas Yojana' (PMAY), with two crore residential units planned to be constructed by 2022 at an investment of INR 11 lakh crore. More than 40 lakh units have already been sanctioned and 3-4 lakh units are getting sanctioned every month. The Government has announced various initiatives to promote Affordable Housing, such as grant of Infrastructure status, allowing 100 percent FDI, PPP policy, reduction in GST rate from 12 percent to 8 percent, setting up of Affordable Housing Fund and 100 percent tax deduction on profits by developers. Budgetary allocation to PMAY has more than doubled in FY19 providing a greater impetus to the Affordable Housing segment.

### **Industrial Segment**

Manufacturing has emerged as one of the high growth sectors in India. Backed by the "Make in India" initiative, India is on the path to becoming the hub for hi-tech manufacturing, as global giants have either set up or are in the process of setting up manufacturing plants in India, attracted by a market of more than a billion consumers.

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The Government of India has been supportive towards this growth. It has set up Electronic Hardware Technology Parks (EHTPs), Special Economic Zones (SEZs) and brought about a favourable climate for Foreign Direct Investment (FDI). The government has liberalised and relaxed tariffs to promote growth in the sector.

### **Commercial and Other segments**

The Government's focus and thrust on several mega programmes such as Bharatmala, Sagarmala, Metro rail and civil aviation projects across the country is fuelling the revival of the Indian infrastructure sector. These, along with other projects such as smart cities, logistics, irrigation and urban rejuvenation provide a great opportunity for KEC. Several structural reforms in financing to fill the infrastructure investment gap, along with improving business environment in India provides huge opportunities for all the players.

### **SMART INFRASTRUCTURE**

During the year, in line with the rapid urbanisation witnessed in the country, coupled with the Government's push for a digital India, the Company ventured into the Smart Infrastructure business. The business will primarily target Smart Cities and Communication, Smart Mobility and Smart Utilities. It will act as the master system integrator and work closely with central and state governments and utility providers in developing digital infrastructure. Given the Company's existing EPC credentials, well developed industry ecosystem, and focus on technology, it is working towards creating the right value proposition for its customers.

### **Outlook and Opportunities**

The Smart City initiative was launched by the Prime Minister in November 2015, which has been followed up with the announcement of the construction of the first 100+ smart cities. With the completion of the initial time frame for policy making, it is expected that majority of the cities will embark on the smart journey from FY 2018-19.

The Government's Bharat Net project, which aims to provide fibre connectivity at the Gram Panchayat level is an ambitious plan and provides various opportunities in the EPC space for fibre optic cable laying and deployment of active and passive equipment. The Company also envisages leveraging its cable manufacturing capabilities to enhance its strength in building this business.

The utilities are looking at upgrading and making the existing infrastructure smarter by adding an IT layer on the distribution side. In the power sector, this will enable peak load management, theft reduction, AT&C loss reduction, etc. The capabilities developed over the years in the power utility space, a core component of the Company, will provide a head start in the nascent phase of its Smart Infrastructure business.

### **SOLAR BUSINESS**

During the year, the Company's Solar business recorded an 80 percent growth in revenues, as compared to last year. The execution of the 130 MWp turnkey EPC order received from APGENCO has progressed well and the plant is on track for commissioning in 2018, despite several headwinds in the form of escalation in module prices and uncertainties pertaining to GST interpretation and implementation.

The Company has also commissioned one of the largest ground mount solar plant (6MWp) in the state of Himachal Pradesh for a private developer. The project execution was achieved in extremely difficult and hilly terrain, within a record 88 days from the start of the project. The Company continues to maintain its presence in

Single Axis Tracking technology by commissioning a 10 MWp project in Andhra Pradesh for a global, private developer.

KEC's Rooftop business continues to grow with orders won from Oil and Gas majors, ONGC and HPCL, as well as from large private groups.

During FY 2017-18, the Company has built significant capabilities in the domestic and international markets, and is well poised to tap opportunities in the International Solar EPC market. The Company successfully entered the international Solar EPC market by commissioning a ground mount project in the Kingdom of Saudi Arabia.

In FY 2018-19, considering the uncertainties in the domestic market, the Company has shifted focus on securing and executing orders in international markets, with a focus on SAARC, Middle East, Africa and CIS regions. The Company will also continue to focus on capability development in niche areas such as distributed off-grid solar systems and floating solar.

### **Outlook and Opportunities**

The Indian solar market is currently witnessing several headwinds in terms of volatility in module prices, uncertainty over imposition of potential safeguard duty on imported cells and modules and GST implementation. Capacity addition during FY 2017-18 was ~7-7.5 GW, which is below the original, as well as revised National Solar Mission targets. The challenges facing the solar industry have also resulted in a significant slowdown in the pace of execution. Several tenders have been cancelled post reverse auction, which have not helped improve sentiments amongst developers and EPCs.

FY 2018-19 is expected to be significantly more challenging with capacity addition anticipated to be less than the Government projection of 10-20 GW. Clarity on various regulatory aspects including GST interpretation and impending safeguard duty on cells and modules will be helpful in improving sentiments and ensuring recovery of momentum.

Amongst neighbouring countries, Bangladesh and Sri Lanka have shown keen interest in expanding power generation through Solar. In International markets, Middle East is fast emerging as the next epicentre of solar energy growth. The high GHI quality coupled with availability of large tracts of contiguous land parcels is driving growth of solar penetration in the region. Rest of Africa demonstrates great potential, albeit long term (2-3 years) in the off-grid segment. The region will continue to evince interest from stakeholders due to good quality of solar irradiation.

### **CABLES BUSINESS**

The Company has continued its Cables business transformation programme, initiated last year, to strengthen sales, manufacturing and supply chain capabilities. The Company has consolidated its manufacturing footprint by shifting operations from its manufacturing plant at Silvassa to Vadodara, thus creating an integrated facility offering the entire gamut of products ranging from EHV, HT and LT Cables. This move is also helping debottleneck the operations, enhance revenue and reduce costs through operational efficiencies. During the year, KEC has achieved marginal growth in revenues in spite of the impediment caused by shifting of the Silvassa factory.

The Company has delivered order booking growth of more than 15 percent over FY17, specially in the high margin segments of EHV, HT and exports. The Company has secured its largest ever EHV order for 220 kV

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cables from Power Grid Corporation of India Limited, helping it establish pre-qualification for similar cables, as well as cabling projects. On the downside, Telecom Cables revenue has declined owing to global shortage of fibre and increased fibre prices due to increased demand from China.

### **Product Wise Outlook and Opportunities**

The Cables business manufactures Power Cables (Low Voltage, Medium Voltage and EHV of up to 220 kV), Control and Instrumentation Cables, Telecom Cables and provides Cabling solutions for EHV cable installations. The Company has also added Railway Contact, Catenary Conductors and Signalling Cables to its portfolio. The Company is one of the major players in India with a diversified customer base cutting across industries, utilities, EPCs and distributors. The Cables business has a significant presence in the International market with exports to more than 40 countries.

During the year, the business has secured various approvals from key industrial customers as well as State Electricity Boards. The accreditation by National Accreditation Board for Testing and Calibration Laboratories (NABL) for the Vadodara factory is a significant achievement showcasing the Company's capabilities in both quality and reliability.

### **Power Cables**

Demand for power cables is highly dependent on infrastructure and industrial development. Focus of the Indian Government on urban infrastructure such as Metros, Smart Cities and Highways is expected to provide significant boost to the domestic power cable market, which is estimated to grow at 12-15 percent over the medium term. Industrial sectors such as Auto, Chemical, Oil and Gas, Cement and Metals are also expected to witness remarkable growth in the upcoming year and would result in increased power cable offtake. EHV cables is a key focus area for the company. It has created an edge for itself by way of differentiated value proposition through expertise gained in the Cabling business from projects executed across the world. The demand for EHV cables is expected to rise as distribution voltages will go up to improve efficiency and replacement of overhead transmission lines due to increased adoption of underground cabling in urban areas. Exports business is also looking favourably poised for a rapid growth with increasing demand from Africa, Europe and Australia.

### **Telecom Cables**

The demand for Optic fibre cables is expected to grow on the back of 4G network installations to cater to the ever-growing data needs of the consumers. Government's thrust on digital has also helped bolster the network connectivity needs of industries and institutions alike. The Central Government has announced an expenditure of INR 8,000 crore to drive Bharatnet-Phase-II project for connecting 1.5 lakh Gram Panchayats as part of National Optic Fibre Network (NOFN) programme. In addition to the domestic market, there is huge potential for optical fibre cables in the international market.

### **Cabling Business**

Rapid urbanisation, overhead corridor problems and need for enhanced reliability in power supply is resulting in cities preferring underground cables compared to overhead cables. This trend is expected to increase the demand for EHV cables and turnkey cabling solutions segment.

**UNSECURED LOAN**

Unsecured Loan	31.03.2018 (INR in Million)	31.03.2017 (INR in Million)
<b>Short-term Borrowings</b>		
From Banks	440.741	1009.060
From Other Parties	1003.618	2842.148
<b>Total</b>	<b>1444.359</b>	<b>3851.208</b>

**NOTE:**

**Short-term Borrowings**

**From Bank**

(i) INR Nil (As at March 31, 2017 INR 455.971 Million), pertains to the Company.

(ii) INR 440.741 Million (As at March 31, 2017 INR 553.089 Million), pertaining to a joint operation at Saudi Arabia. The present interest rates ranges from 2.00% to 4.40% p.a.

**INDEX OF CHARGES:**

SN o	SRN	Charge Id	Charge Holder Name	Date of Creation	Date of Modification	Date of Satisfaction	Amount	Address
1	G371 22405	10007 7223	IDBI TRUSTEE SHIP SERVICES LIMITED	13/01/2 017	23/02/2 017	-	2500000000.0	Asian Building, Ground Floor,17 R Kamani Marg, Ballard EstateMumbaiMH400 01IN
2	G219 29740	10005 9934	IDBI TRUSTEE SHIP SERVICES LIMITED	07/11/2 016	-	-	1710000000.0	Asian Building, Ground Floor, 17, R. Kamani Marg,Ballard EstateMumbaiMH400 01IN
3	A952 09995	10240 711	DENA BANK	16/09/2 010	-	-	62500000.0	Andheri (West) Branch, "Deepavali",Swami Vivekanand Road,Andheri (West),MumbaiMH400 058IN
4	G826 76487	10198 804	Bank of India	10/02/2 010	09/03/2 018	-	130000000000.0	Mumbai Large Corporate Branch70- 80, M.G. Road, Fort, Mumbai- 400001MumbaiMH400 001IN
5	C694	10160	IDBI	18/05/2	14/10/2	-	120000000000.0	Asian Building, Ground

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**KEC INTERNATIONAL LIMITED - 522844**

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	56499	904	TRUSTEE SHIP SERVICES LIMITED	009	015			Floor17 R Kamani Marg, Ballard EstateMumbaiMH4000 01IN
6	Y103 04463	90202 564	INDUSTRI AL FINANCE CORPORA TION OF INDIA	19/12/1 989	19/12/1 989	-	1000000.0	BANK OF BARODA BUILDING16; SANSAD MARGNEW DELHIDL110001IN
7	Y103 04302	90202 403	STATE BANK OF INDIA	29/07/1 987	-	-	650000.0	ZONE-II; MAHARANA PRATAP NAGARBHOPALMP46 2011IN
8	C777 62268	80009 742	IDBI TRUSTEE SHIP SERVICES LIMITED	25/09/1 981	14/01/2 016	-	120000000000.0	Asian Building, Ground Floor17 R Kamani Marg, Ballard EstateMumbaiMH4000 01IN
9	G861 86657	80059 040	THE PRADESHI YA INUSTRIA L & INVESME NT CORPN OF U P LD	28/09/1 998	-	13/04/2 018	36880825.43	PICUP BHAWANGONTI NAGARLUCKNOWUP 226010IN
10	G861 84454	10090 177	The Pradeshiya Industrial and Investment Corporatio n of U. P. Limited (PICUP)	20/02/2 008	-	13/04/2 018	84613115.0	PICUP Bhavan, Gomti NagarLucknowUP226 010IN

**CONTINGENT LIABILITIES:**

**(INR in million)**

<b>PARTICULARS</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
Sales Tax /Value Added Tax* 1994-2016	890.780	0.000
(Tax/Penalty/Interest) 1994-2016	0.000	1138.967
Excise Duty* (Tax/Penalty/Interest) 1994-2017	524.613	0.000
Excise Duty* (Tax/Penalty/Interest) 1994-2016	0.000	546.718
Service Tax* 2003-2013	2964.285	0.000
(Tax/Penalty/ Interest) 2003-2013	0.000	2878.383
Entry Tax* (Tax/Penalty/Interest) 2001-2016	18.303	6.985

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Contingent liability of Income Tax taken over by the Company in terms of the Composite Scheme of Arrangement under which the Power Transmission Business was acquired by the Company	18.801	18.801
Income Tax matters mainly on account of disallowance of depreciation and Tax levied on guarantees given to Associated Enterprises, etc. A.Y 2007-08 A.Y 2008-09 A.Y 2013-14 A.Y 2014-15 A.Y 2015-16	220.229	0.000
Income Tax matters mainly on account of disallowance of depreciation and Tax levied on guarantees given to Associated Enterprises, etc. A.Y 2007-08 A.Y 2008-09 A.Y 2012-13 A.Y 2013-14	0.000	156.004
Income Tax matters at overseas unit/s of the Company** 2002-2014 2002-2008	427.310	297.006
Income Tax matters of a joint operation (Company's share)** 2000-2015	448.926	36.886
Customs Duty^ 2008-2009 2008-2009	6.014	6.014
Civil Suits^ 1993-2016 1993-2004	71.590	6.702
Claims including amount withheld by Customer of the Company	47.554	722.562
<b>Note:</b>		
*These claims mainly relate to the issues of applicability, issue of disallowance of cenvat / VAT credit and in case of Sales Tax / Value added tax, also relate to the issue of submission of relevant forms and the Company's claim of exemption for MVAT on export sales and services.		
**These claims mainly relate to the issues of appropriate jurisdiction for tax applicability at overseas locations.		
^ These claims mainly relate to the issues of clearance of goods from customs within time limit.		
^These suits includes Civil suits as well as Industrial relations & labour laws cases.		
#excluding financial guarantees referred to in Note 45.9. Footnote for Note 49 (i) above:		
Future ultimate outflow of resources embodying economic benefits in respect of the above matters are uncertain as it depends on the final outcome of the matters involved.		

## FIXED ASSETS

- Land
- Buildings
- Plant and Equipment
- Furniture and Fixtures
- Vehicles
- Office Equipment
- Computers

**CMT REPORT (Corruption, Money Laundering & Terrorism]**

The Public Notice information has been collected from various sources including but not limited to: **The Courts, India Prisons Service, Interpol, etc.**

**1] INFORMATION ON DESIGNATED PARTY**

No records exist designating subject or any of its beneficial owners, controlling shareholders or senior officers as terrorist or terrorist organization or whom notice had been received that all financial transactions involving their assets have been blocked or convicted, found guilty or against whom a judgement or order had been entered in a proceedings for violating money-laundering, anti-corruption or bribery or international economic or anti-terrorism sanction laws or whose assets were seized, blocked, frozen or ordered forfeited for violation of money laundering or international anti-terrorism laws.

**2] Court Declaration :**

No records exist to suggest that subject is or was the subject of any formal or informal allegations, prosecutions or other official proceeding for making any prohibited payments or other improper payments to government officials for engaging in prohibited transactions or with designated parties.

**3] Asset Declaration :**

No records exist to suggest that the property or assets of the subject are derived from criminal conduct or a prohibited transaction.

**4] Record on Financial Crime :**

Charges or conviction registered against subject: **None**

**5] Records on Violation of Anti-Corruption Laws :**

Charges or investigation registered against subject: **None**

**6] Records on Int'l Anti-Money Laundering Laws/Standards :**

Charges or investigation registered against subject: **None**

**7] Criminal Records**

No available information exist that suggest that subject or any of its principals have been formally charged or convicted by a competent governmental authority for any financial crime or under any formal investigation by a competent government authority for any violation of anti-corruption laws or international anti-money laundering laws or standard.

**8] Affiliation with Government :**

No record exists to suggest that any director or indirect owners, controlling shareholders, director, officer or employee of the company is a government official or a family member or close business associate of a Government official.

**9] Compensation Package :**

Our market survey revealed that the amount of compensation sought by the subject is fair and reasonable and comparable to compensation paid to others for similar services.

**10] Press Report :**

No press reports / filings exists on the subject.

**CORPORATE GOVERNANCE**

MIRA INFORM as part of its Due Diligence do provide comments on Corporate Governance to identify management and governance. These factors often have been predictive and in some cases have created vulnerabilities to credit deterioration.

Our Governance Assessment focuses principally on the interactions between a company's management, its Board of Directors, Shareholders and other financial stakeholders.

**CONTRAVENTION**

Subject is not known to have contravened any existing local laws, regulations or policies that prohibit, restrict or otherwise affect the terms and conditions that could be included in the agreement with the subject.

**FOREIGN EXCHANGE RATES**

Currency	Unit	INR
US Dollar	1	INR 68.35
UK Pound	1	INR 89.52
Euro	1	INR 79.57

**INFORMATION DETAILS**

Information Gathered by :	SWE
Analysis Done by :	NIS
Report Prepared by :	SUJ

**SCORE FACTORS**

DEMERIT POINTS		
--BANK CHARGES	YES/NO	YES
--LITIGATION	YES/NO	YES
--OTHER ADVERSE INFORMATION	YES/NO	NO
MERIT POINTS		
--SOLE DISTRIBUTORSHIP	YES/NO	NO
--EXPORT ACTIVITIES	YES/NO	NO
--AFFILIATION	YES/NO	YES
--LISTED	YES/NO	YES
--OTHER MERIT FACTORS	YES/NO	YES

**RATING EXPLANATIONS**

Credit Rating	Explanation	Rating Comments
A++	Minimum Risk	Business dealings permissible with minimum risk of default
A+	Low Risk	Business dealings permissible with low risk of default
A	Acceptable Risk	Business dealings permissible with moderate risk of default
B	Medium Risk	Business dealings permissible on a regular monitoring basis
C	Medium High Risk	Business dealings permissible preferably on secured basis
D	High Risk	Business dealing not recommended or on secured terms only
NB	New Business	No recommendation can be done due to business in infancy stage
NT	No Trace	No recommendation can be done as the business is not traceable

NB is stated where there is insufficient information to facilitate rating. However, it is not to be considered as unfavourable.

This score serves as a reference to assess SC's credit risk and to set the amount of credit to be extended. It is calculated from a composite of weighted scores obtained from each of the major sections of this report. The assessed factors are as follows:

- Financial condition covering various ratios
- Company background and operations size
- Promoters / Management background
- Payment record
- Litigation against the subject
- Industry scenario / competitor analysis
- Supplier / Customer / Banker review (wherever available)

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