

L&T PORT KACHCHIGARH LIMITED



Board of Directors:

Mr. R.G.Ramachandran

Mr. P.G.Suresh Kumar

Mr. Vishal Mathur

Statutory Auditors

M/s. Sharp & Tannan, Chartered Accountants

Registered Office

Post Box No.979

Mount Poornamallee Road

Manapakkam

CHENNAI - 600 089





L&T IDPL

L&T PORT KACHCHIGARH LIMITED
(A subsidiary of L&T IDPL)

NOTICE TO MEMBERS

Notice is hereby given for the EIGHTH ANNUAL GENERAL MEETING of the Members of L&T PORT KACHCHIGARH LIMITED to be held on Thursday, 29th September 2016 at 3:30 P.M at the Registered office of the Company located at Post Box No. 979, Mount Poonamallee, Manapakkam, Chennai – 600 089 to discuss the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements for the period from 1st April, 2015 to 31st March 2016 and the Reports of the Board and Auditors thereon.
2. To consider and if thought fit to appoint Mr. R.G.Ramachandran (DIN 02671982), who retires by rotation and being eligible, offers himself for reappointment, as Director of the company.
3. To appoint the Statutory Auditors of the Company and to fix their Remuneration and for that purpose to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT, the appointment of M/s Sharp & Tannan, Chartered Accountants (Firm Registration no. 003792S) having their registered office at Parsn Manere, A-Wing, 3rd floor, 602, Anna Salai, Chennai-600006 as Statutory Auditors of the Company, be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at a remuneration of Rs.25,000/- p.a for the financial year 2016-2017 excluding out of pocket expenses and taxes as applicable.

SPECIAL BUSINESS:

4. **TO APPOINT MR. VISHAL MATHUR (DIN 07402865) AS DIRECTOR OF THE COMPANY:**

To consider and if thought fit to pass, with or without modification, the following Resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT, Mr. Vishal Mathur (DIN 07402865), who had been appointed as an Additional Director of the Company with effect from 13th January, 2016 and who, in terms of Section 161 of the Companies Act, 2013, holds office upto the date of this

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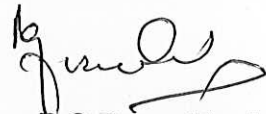
E mail : contactus@lntidpl.com

Registered Office: Mount Poonamallee Road, Manapakkam, P.B. No. 979, Chennai - 600 089, India.

Tel : +91 44 22526000 / 8000 Fax : +91 44 22528724. www.lntidpl.com

office of Director along with the necessary deposit as prescribed under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**By the Order of the Board
For L&T PORT KACHCHIGARH LIMITED**



**R.G.Ramachandran
DIRECTOR**

DIN: 02671982

**Old no. 10, new no.13,
Flat-2b, santa patio,
Nehru nagar, 2nd street,
Adyar, chennai-600020.**

DATE: 8th September 2016

Notes:

1. THE RELATIVE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE BUSINESS UNDER ITEM NO. 4 SET OUT ABOVE IS ANNEXED HERETO.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. PROXY FORMS SHOULD BE SUBMITTED TO THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. CORPORATE MEMBERS INTENDING TO SEND THEIR AUTHORIZED REPRESENTATIVES TO ATTEND THE MEETING ARE REQUESTED TO SEND TO THE COMPANY A CERTIFIED COPY OF THE BOARD RESOLUTION AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE ON THEIR BEHALF AT THE MEETING.
4. ALL DOCUMENTS REFERRED TO IN THE ACCOMPANYING NOTICE AND THE EXPLANATORY STATEMENT SHALL BE OPEN FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPANY DURING BUSINESS HOURS EXCEPT ON HOLIDAYS, UP TO AND INCLUDING THE DATE OF THE ANNUAL GENERAL MEETING OF THE COMPANY.
5. DETAILS OF DIRECTORS/MANAGER SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON SEPTEMBER 29, 2016 ARE PROVIDED IN ANNEXURE A OF THIS NOTICE.

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the special businesses under Item No. 4 accompanying the Notice dated 8th September 2016

SPECIAL BUSINESS

Item no. 4:

The members are hereby informed that Mr. Vishal Mathur was appointed as an Additional Director with effect from 13th January, 2016 and pursuant to the provisions of Section 161 of the Companies, Act 2013, he will hold the office of Additional Directorship until the conclusion of ensuing Annual general Meeting of the company.

Further, your Company has received a notice in writing from L&T Infrastructure Development Projects Limited, a member signifying his intention to propose Mr. Vishal Mathur as a candidate for the office of Director along with the deposit of ₹. 1,00,000/- as specified under Section 160 of the Companies Act, 2013.

The appointment proposed in Item No. 4 is not affecting any other Company in the manner as prescribed in the provisions of section 102 of the Companies Act, 2013.

The above notice received from L&T Infrastructure Development Projects Limited shall be kept open for inspection in this regard and all other information pertaining to this item has been provided in this explanatory statement.

Hence, the Directors recommend the resolution at Item No. 4 as Ordinary Resolution for the approval of the Shareholders.

None of the Directors or the Key Managerial Personnel of the Company or their relatives, except Mr. Vishal Mathur, are in any way concerned or interested in the said resolution.

**By the Order of the Board
For L&T PORT KACHCHIGARH LIMITED**



**R.G. Ramachandran
DIRECTOR**

DIN: 02671982

**Old no. 10, new no.13,
Flat-2b, santa patio,
Nehru nagar, 2nd street,
Adyar, chennai-600020.**

DATE: 8th September 2016

Annexure A

Details of the Directors/Manager seeking Appointment/ Re-Appointment in the forthcoming Annual General Meeting

Name of Director	Mr. R.G.Ramachandran	Mr. Vishal Mathur
Date of Birth	May 24 th , 1964	May 22 , 1959
Date of Appointment on the Board	December 28, 2012	January 13, 2016
Qualification	B. Com ,M. Com, PG Dip in Marketing, B. Gen Law, CA, CWA, CS	Bsc. Engg Chemical
Experience	29 years	36 years
Directorships in other companies	<ol style="list-style-type: none">1. L&T Transportation Infrastructure Limited2. International Seaports(Haldia) Private Limited3. L&T Interstate Road Corridor Limited4. L&T Western India Tollbridge Limited5. Devihalli Hassan Tollway Limited6. L&T Deccan Tollways Limited	<ol style="list-style-type: none">1. L&T Western India Tollbridge Limited
Number of Board Meetings attended during the year	4	1
Memberships/ Chairmanships of committees across all companies	<p>Member Audit Committee</p> <ol style="list-style-type: none">1. L&T Transportation Infrastructure Limited <p>Nomination and Remuneration Committee</p> <ol style="list-style-type: none">1. L&T Transportation Infrastructure Limited <p>Corporate Social Responsibility Committee</p> <ol style="list-style-type: none">1. L&T Transportation Infrastructure Limited	Nil
Shareholding in the Company	Holding 1 Share jointly with L&T Infrastructure Development Projects Limited	Nil
Relationship with other Directors/KMPs	Nil	Nil

Handwritten signature/initials



L&T IDPL

L&T PORT KACHCHIGARH LIMITED
(A subsidiary of L&T IDPL)

BOARD'S REPORT

The Directors of your Company are pleased to present their Report and the Company's audited financial statements for the financial year ended March 31, 2016.

FINANCIAL RESULTS

The Company's financial performance, for the year ended March 31, 2016 is summarised below:

Particulars	2015-16	2014-15
	₹ In Crore	₹ In Crore
Profit Before Depreciation, exceptional and extra ordinary items & Tax	(0.03)	(0.03)
Less: Depreciation, amortization and obsolescence	-	-
Add: Transfer from Revaluation Reserve	-	-
Profit / (Loss) before exceptional and extraordinary items and tax	(0.03)	(0.03)
Add: Exceptional Items	-	-
Profit / (Loss) before extraordinary items and tax	(0.03)	(0.03)
Add: Extraordinary items	-	-
Profit / (Loss) before tax	(0.03)	(0.03)
Less: Provision for tax	-	-
Profit / (Loss) after tax from continuing operations	(0.03)	(0.03)
Profit / (Loss) for the period carried to the balance sheet	(0.03)	(0.03)
Add: Balance brought forward from previous year	(4.56)	(4.53)
Less: Dividend paid for the previous year (Including dividend distribution tax)	-	-
Balance carried to Balance Sheet	(4.59)	(4.56)

CIN : U45203TN2008PLC067551

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RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

Your company does not have any operations during the financial year under review.

CAPITAL EXPENDITURE

As there are no operations during the year under review, no capital expenditure was incurred by your company during this period.

DEPOSITS

The Company has not accepted any deposits from the public and no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

The Company did not have any requirement to transfer funds to Investor Education and Protection Fund during the year under review.

SUBSIDIARY/ASSOCIATE/JOINT VENTURE COMPANIES

Your company does not have any Subsidiary / Associate / Joint Venture Company under its purview.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY

Since the Company is engaged in the business of developing infrastructure facility, the provisions of Section 186 except sub-section (1) are not applicable to the Company. However, the details of loans given, investments made and guarantees/securities provided by the Company are given in the Notes to the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions were in the ordinary course of business and at arm's length.

All related party transactions (RPT) during the year have been approved in terms of the Companies Act, 2013. The Company will adhere to the RPT Policy of the Holding Company and guidelines thereunder.

The disclosure as per Form AOC-2 of Companies Act, 2013 is given in Annexure I to this Report.

AMOUNT TRANSFERRED TO RESERVES

Appropriation of profits to any specific reserve is not applicable to the Company.

DIVIDEND

As your Company does not have distributable profits, the Board of Directors are unable to declare any dividend for the year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

No material changes and commitments have occurred affecting the financial position of the Company between the end of the financial year and the date of this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

L&T Infrastructure Development Projects Limited (Parent Company) had given a Performance Bank Guarantee of ₹. 5.00 Crore in favour of Gujarat Maritime Board (GMB) on behalf of the Company valid upto 30th April, 2015 (Including extension). GMB vide its letter dated March 10, 2015 opted for encashment of the Bank Guarantee. The Company had obtained a Stay Order against the revocation letter for encashment of the same from the Hon'ble Gujarat High Court on 19th March, 2015. Subsequently after hearing the parties at length, Division Bench of Hon'ble High Court of Gujarat at Ahmedabad in Special Civil Application No.4870 of 2015 vide its final Judgement and order dated 17/02/2016 and 18/02/2016 has restrained the GMB from encashing the BG and further directed L&T Infrastructure Development Projects Limited (L&T IDPL) to ensure that the BG shall remain valid at least till 31/03/2016 to enable GMB to approach the Supreme Court of India.

GMB by virtue of Special Leave Petition (SLP) No.7874/2016 has approached the Supreme Court of India and the SLP is likely to be listed on 18/07/2016.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

In view of the nature of activities which are being carried on by the Company, Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, conservation of energy and technology absorption does not apply to the Company.

FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings or outgo during the year.

RISK MANAGEMENT POLICY

The Risk Management Policy of the Holding Company is applicable to our Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Your company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

CORPORATE SOCIAL RESPONSIBILITY

Since your Company does not exceed any of the threshold limits specified under section 135 of the Companies Act, 2013, it is not required to spend any amount on account of Corporate Social Responsibility under the said act during the year under review.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL ("KMP") APPOINTED/RESIGNED DURING THE YEAR

CHANGES IN DIRECTORS AND KMP

Mr. Sharad Goel, Director, who retired by rotation at the Annual General Meeting held on 23rd September, 2015 was reappointed as a Director of the Company.

Mr. R.G.Ramchandran, Director, retires from Board by rotation and are eligible for re-appointment at the forthcoming Annual General Meeting.

Mr.Vishal Mathur has been appointed as Additional Director of the Company on 13th January, 2016, hold office upto the Conclusion of the 8th Annual General Meeting.

Mr. P.G.Suresh Kumar was appointed as an Additional Director of the Company on 27th March, 2015 and got regularized in the 7th Annual General Meeting held on 23rd September, 2015.

The Board of Directors of the Company as on March 31, 2016 are as follows:

S. No.	Name	Designation	Din
1	Mr. P.G. Suresh Kumar	Director	07124883
2	Mr. R. G. Ramchandran	Director	02671982
3	Mr. Vishal Mathur	Additional Director	07402865

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Meetings of the Board are held at regular intervals with a time gap of not more than 120 days between two consecutive Meetings. Additional Meetings of the Board of Directors are held as per business requirement.

During the year, four Board Meetings were held and the details are given below:

Date	Board Strength	No of Directors Present
29 th April, 2015	3	3
31 st July, 2015	3	3
28 th October, 2015	3	3
13 th January, 2016	3	3

The agenda of the meetings are circulated in advance to the Directors. Minutes of the meetings of the Board of Directors are drafted and circulated amongst the members of the Board for their perusal.

AUDIT COMMITTEE

Since your Company does not exceed any of the threshold limits specified under section 177 of the Companies Act, 2013, it is not required to constitute audit committee under the said act during the year under review.

COMPANY POLICY ON DIRECTOR APPOINTMENT AND REMUNERATION

Since your Company does not exceed any of limits specified under section 178 of the Companies Act, 2013, it is not required to constitute nomination and remuneration committee under the said act during the year under review.

DECLARATION OF INDEPENDENCE

Your Company is not required to appoint any Independent Director under section 149 of the Companies Act, 2013

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in Form No. MGT – 9 is enclosed as *Annexure II* to this Report.

DIRECTORS RESPONSIBILITY STATEMENT

The Board of Directors of the Company confirm that:

- a) In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the Annual Accounts and the same is not on a going concern basis.
- e) The Directors have laid down an adequate system of internal financial control with respect to reporting on financial statement and the said system is operating effectively.
- f) The Directors have devised proper systems to ensure compliance with the provisions

of all applicable laws and that such systems were adequate and were operating effectively.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND DIRECTORS

Your Company is not required to appoint Independent Directors on its Board as it is not getting attracted by the threshold limits prescribed under Section 149 of the Companies Act, 2013.

DISCLOSURE OF REMUNERATION

There are no employees in the company covered by the provisions of the sub rule 2 of rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS

The Company has complied with Secretarial Standards issued by the Institute of the Company Secretaries of India on Board Meeting and Annual General Meeting.

PROTECTION OF WOMEN AT WORKPLACE:

The Parent Company Larsen & Toubro Limited (L&T) has formulated a policy on 'Protection of Women's Rights at Workplace' which is applicable to all group companies. This has been widely disseminated. There were no cases of sexual harassment received in the Company during 2015-16.

AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITORS

M/s Sharp & Tannan, who are currently the statutory auditors, shall hold office until the conclusion of the ensuing Annual General Meeting ("AGM"). The Board recommends the appointment of M/s Sharp & Tannan Chartered Accountants, Chennai as auditors of the Company from the conclusion of the ensuing AGM until the conclusion of the 12th AGM. Certificate from the said audit firm has been received to the effect that they are eligible to act as Auditors of the Company under Section 141 of the Companies Act, 2013.

The Auditors Report for the financial year 2015-16 is unqualified. The Notes to the accounts referred to in the Auditors Report are self- explanatory and do not call for any further clarification under Section 134(3)(f) of the Companies Act, 2013

SECRETARIAL AUDITORS

Since your Company does not exceed any of the threshold limits specified under section 204 of the Companies Act, 2013, it is not required to conduct secretarial audit under the said act during the year under review.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the employees, Financial Institutions, Banks, Central and State Government authorities, Regulatory authorities, and all other stakeholders for their continued co-operation and support to the Company.

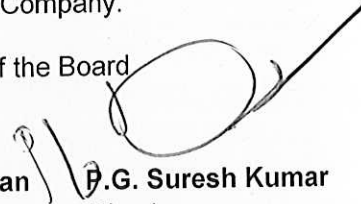
For and on behalf of the Board



R. G. Ramachandran

Director

DIN: 02671982



P. G. Suresh Kumar

Director

DIN: 07124883

Place: Chennai

Date: April 29, 2016

ANNEXURE I

FORM NO. AOC.2

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

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

The Company has not entered into such transactions during the year.

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

The Company has not entered into such transactions during the year.

Name of the related party	Nature of relationship	Nature of contract/ arrangement/ transactions	Duration of contract/ arrangement/ transactions	Salient terms of contract/ arrangement/ transactions	Amount paid as advance
Nil	Nil	Nil	Nil	Nil	Nil
Nil	Nil	Nil	Nil	Nil	Nil
Nil	Nil	Nil	Nil	Nil	Nil

Date(s) of approval by the Board, if any 29th April. 2016.

For and on behalf of the Board

Place: Chennai
Date: April 29, 2016


R. G. Ramachandran
Director
DIN: 02671982


P.G. Suresh Kumar
Director
DIN: 02294059

ANNEXURE II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2016
 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
 (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	U45203TN2008PLC067551
Registration Date	30/04/2008
Name of the Company	L&T PORT KACHCHIGARH LIMITED
Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES/INDIAN NON-GOVERNMENT COMPANY
Address of the Registered office and contact details	P.O.BOX.979, MOUNT POONAMALLEE ROAD, MANAPAKKAM, CHENNAI- 600089
Whether listed company Yes / No	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharepro Services India Pvt. Ltd. 13 AB Samitha Warehousing Complex, 2nd Floor, Saki Naka Telephone Exchange Lane, Sakinaka, Andheri East Mumbai – 400072 (Phone: +91 22 67720329)Mobile: +919833515383

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	L&T Infrastructure Development Projects Limited	U65993TN2001PLC046691	Holding	99.99%	2(46)

d) State Govt (s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1):-									
2) Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ` 1 lakh	2	-	2	0.0001	-	2	0.0001	2	0.0001
ii) Individual shareholders holding nominal share capital in excess of ` 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)									
Sub-total (B) (2):-									
Total shareholding of Promoter (B)	2	-	2	0.0001	-	2	0.0001	2	0.0001
= (B)(1)+(B)(2)	2	-	2	0.0001	-	2	0.0001	2	0.0001
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	4159994	6*	4160000	100	6*	4159994	100	4160000	100

*shares are held by nominees of L&T Infrastructure Development Projects Limited

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the Year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	L&T Infrastructure Development Projects Limited(with nominees)	4159998	99.999%	Nil	4159998	99.999%	-	-
	Total	4159998	99.999%	Nil	4159998	99.999%	-	-

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

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	4159998	99.99%	4159998	99.99%
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
3.	At the End of the year	4159998	99.999%	4159998	99.999%

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

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	2	0.0001	2	0.0001
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc.):				
3.	At the End of the year (or on the date of separation, if separated during the year)	2	0.0001	2	0.0001

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	-	-	-	-
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer /bonus/ sweat equity etc.):	-	-	-	-
3.	At the End of the year	-	-	-	-

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-

iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
Addition	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	Gross salary	NA	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
	- as % of profit	-	-
	- others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors:

S. N o.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	NA	NA	
	Fee for attending Board Meeting	-	-	
	Fee for attending	-	-	

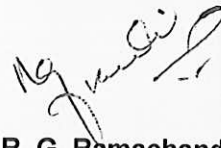
	Committee Meeting				
	Commission	-	-		
	Others	-	-		
	Total (1)				
2.	Other Non – Executive Directors	Mr. P. G. Suresh Kumar	Mr. R.G. Ramachandran	Mr. Vishal Mathur	
	Fee for attending Board Meeting	Nil	Nil	Nil	Nil
	Fee for attending Committee Meeting	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others Please Specify	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)				
	Total Managerial Remuneration	NA			
	Overall Ceiling as per the Act	Sitting fees not more than Rs.1 lakh per meeting of Board or Committee.			

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NA	NA	NA	NA
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-
5.	Others, please Specify				
	Total	NA	NA	NA	NA

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board



R. G. Ramachandran
Director
DIN: 02671982



P.G. Suresh Kumar
Director
DIN: 07124883

Place: Chennai

Date: April 29, 2016



INDEPENDENT AUDITOR'S REPORT

To the members of L&T Port Kachchigarh Limited

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's

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PKK

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

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

Opinion

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

Emphasis of matter

We draw attention to Note G(6) stating that the financial statements have not been prepared based on Going concern assumption. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in Annexure 'A' to this Report, a statement on the matters specified in para 3 and 4 of the said Order.
- 2) As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

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- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure 'B'.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 003792S

P. Rajesh Kumar

P. Rajesh Kumar
Partner
Membership No. 225366

Place: Chennai
Date : 21 Apr 2016

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

With reference to Annexure A referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of the Independent Auditor's report to the members of L&T Port Kachchigarh Limited on the financial statements for the year ended 31 March 2016 we report that:

- (i) The Company does not carry any fixed assets in its books and hence reporting under Clause (i) (a), (b) and (c) of the Order relating to fixed assets does not arise.
- (ii) The Company does not carry any inventory in its books and hence reporting under Clause (ii) of the Order relating to inventories does not arise.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly reporting on clause (iii) (a), (b) and (c) of the Order does not arise.
- (iv) According to the information and explanations given to us, the company has not advanced any loan, made any investment, given any guarantee or provided any security to the parties covered under Section 185 and 186 of the Companies Act, 2013. Accordingly reporting on clause (iv) of the Order does not arise.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public and therefore reporting on compliance with the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder does not arise.
- (vi) The maintenance of cost records under section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 (as amended) is not applicable to the Company for the current year. Accordingly, reporting under clause (vi) of the Order does not arise.
- (vii)
 - a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company is regular in depositing undisputed statutory dues including income tax and other statutory dues as applicable with appropriate authorities. According to the information and explanations given to us there were no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues outstanding as at 31 March 2016 for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us and the records of the Company examined by us, there are no income tax, sales tax, service tax, duty of customs, duty of excise and value added tax as at 31 March 2016 which have not been deposited on account of a dispute.
- (viii) The Company does not have any loans or borrowing from any bank, government or financial institution. The Company has not issued any debentures during the year. Accordingly, reporting on any default in repayment of loans / borrowing / dues under clause (viii) of the Order does not arise.

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- (ix) The Company has neither taken any term loans during the year nor has raised any money by way of initial public offer or further public offer (including debt instruments) and hence reporting on clause (ix) of the Order does not arise.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instances of fraud by the Company, or any instances of frauds on the Company by its officers or employees, noticed or reported during the year, nor we have been informed of such cases by the management.
- (xi) According to the information and explanations given to us, the Company has not paid or provided for, managerial remuneration during the year. Accordingly reporting on clause (xi) of the Order does not arise.
- (xii) The Company is not a Nidhi Company. Accordingly reporting on clause (xii) of the Order does not arise.
- (xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with the provisions of Sections 177 and 188 of the Companies Act, 2013, to the extent applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly reporting on clause (xiv) of the Order does not arise.
- (xv) According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly reporting on clause (xv) of the Order does not arise.
- (xvi) The Company is not engaged in the business of non-banking financial institution and is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly reporting on clause (xvi) of the Order does not arise.

For SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 003792S

P. Rajesh Kumar

P. Rajesh Kumar
Partner

Membership No. 225366

Place: Chennai

Date : 29 Apr 2016



SHARP & TANNAN
Chartered Accountants

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) of our Report of even date]

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

We have audited the internal financial controls over financial reporting of L&T Port Kachchigarh Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

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Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

for SHARP & TANNAN
Chartered Accountants
(Firm's Registration No. 003792S)

P. Rajesh Kumar

P. Rajesh Kumar
Partner
Membership No. 225366

Place: Chennai
Date: 29 Apr 2016

L&T Port Kachchigarh Limited
Balance sheet as at March 31,2016

Particulars	Note	As at March 31, 2016		As at March 31, 2015	
		₹	₹	₹	₹
Equity and Liabilities					
Shareholders' Funds					
Share capital	A	4,16,00,000		4,16,00,000	
Reserves and surplus	B	(4,59,48,955)	(43,48,955)	(4,56,21,910)	(40,21,910)
Current liabilities					
Other current liabilities	C		43,90,114		40,63,069
			41,159		41,159
Assets					
Current assets					
Cash and cash equivalents	D	41,159	41,159	41,159	41,159
		-		-	
			41,159		41,159
Contingent liabilities and commitments					
Notes forming part of accounts	G(1)				
Significant Accounting Policies	G H				

The accompanying notes form an integral part of financial statements

for SHARP & TANNAN
Chartered Accountants
(Firm's Registration No. 003792S)

P. Rajesh Kumar

P Rajesh Kumar
Partner
Membership No.: 225366
Place: Chennai
Date: 29 Apr 2016

for and on behalf of the Board

P. G. Suresh Kumar
Director
P.G. SURESH KUMAR
DIN: 07124883
Place: Chennai
Date:

R. G. Ramachandran
Director
R.G. RAMACHANDRAN
DIN: 02671982
Place: Chennai
Date:

L&T Port Kachchigarh Limited

Statement of Profit and Loss for the year ended March 31,2016

Particulars	Note	2015-16	2014-15
		₹	₹
Revenue			
		-	-
Expenses			
Administration and other expenses	E	3,27,045	3,10,735
Finance costs	F	-	278
Total expenses		3,27,045	3,11,013
Profit/(Loss) before tax		(3,27,045)	(3,11,013)
Tax expense:			
Current tax		-	-
Profit/(Loss) after tax		(3,27,045)	(3,11,013)
Earnings per share			
Basic and diluted	G(3)	(0.08)	(0.07)
Nominal value of equity share		10.00	10.00
Notes forming part of accounts	G		
Significant Accounting Policies	H		

The accompanying notes form an integral part of financial statements

for SHARP & TANNAN

Chartered Accountants

(Firm's Registration No. 003792S)

P. Rajesh Kumar

P Rajesh Kumar

Partner

Membership No.: 225366

Place: Chennai

Date: 29 Apr 2016

for and on behalf of the Board

PG Suresh Kumar *RG Ramachandran*
 Director Director
 PG SURESH KUMAR RG RAMACHANDRAN
 DIN: 07124883 DIN: 02671982

Place: Chennai

Date:

L&T Port Kachchigarh Limited
Cash Flow Statement for the year ended March 31, 2016

	Particulars	As at	As at
		March 31, 2016	March 31, 2015
		₹	₹
A	Cash Flow from operating activities		
	Net Profit / (Loss) as per statement of Profit and Loss	(3,27,045)	(3,11,013)
	Adjustments for working capital changes :		
	Increase / (Decrease) in current liabilities	3,27,045	3,11,013
	Net cash (used in) / from operating activities (A)	-	-
B	Cash flow from investing activities :		
	Net cash (used in) / from investing activities (B)	-	-
C	Cash flow from financing activities		
	Net cash (used in) / from financing activities (C)	-	-
	Net (decrease) / increase in cash and cash equivalents (A+B+C)	-	-
	Cash and cash equivalents as at beginning of the year	41,159	41,159
	Cash and cash equivalents as at end of the year	41,159	41,159

NOTES

- Cash Flow statement has been prepared under the Indirect Method as set out in the Accounting Standard (AS) 3 : " Cash Flow Statement" as specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- Cash and cash equivalents represent bank balances as given in Note D below.
- Previous year's figures have been regrouped/reclassified wherever necessary

for SHARP & TANNAN
Chartered Accountants
(Firm's Registration No. 003792S)

P. Rajesh Kumar

P Rajesh Kumar
Partner
Membership No.: 225366
Place: Chennai
Date: 29 Apr 2016

for and on behalf of the Board

P. G. Suresh Kumar
Director
PG-SURESH KUMAR
DIN: 07124883

R. G. Ramachandran
Director
R.G. RAMACHANDRAN
DIN: 02671982

Place: Chennai
Date:

L&T Port Kachchigarh Limited

Notes accompanying financial statements for the year ended March 31,2016

Note A Share Capital	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	₹	No. of Shares	₹
Authorised Equity Shares of Rs.10/- each	10,000,000	100,000,000	10,000,000	100,000,000
Issued, Subscribed and Paid up Equity Shares of Rs.10/- each fully paid up	4,160,000	41,600,000	4,160,000	41,600,000

a. Reconciliation of the Shares outstanding at the beginning and at the end of the year:

Particulars	2015-16		2014-15	
	No. of Shares	₹	No. of Shares	₹
Equity Shares:				
At the beginning of the year	4,160,000	41,600,000	4,160,000	41,600,000
Issued during the year	-	-	-	-
At the end of the year	4,160,000	41,600,000	4,160,000	41,600,000

b. Terms, rights and restrictions attached to shares

- The Company has only one class of equity share having a par value of ₹ 10/- per share.
- Each holder of equity shares is entitled for one vote per share.
- The Company has not issued any securities with the right / option to convert the same into equity shares at a later date.
- The Company has not reserved any shares for issue under options and contracts / commitments for the sale of share/ disinvestment.
- The shares issued carry equal rights of dividend declared by the Company and no restrictions are attached to any specific shareholder.

c. Shares held by Holding / Ultimate holding company and/or their subsidiaries/associates:

Particulars	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	₹	No. of Shares	₹
L&T Infrastructure Development Projects Limited, the Holding Company (including shares held along with its nominees) Equity shares of ₹10/- each fully paid up	4,159,998	41,599,980	4,159,998	41,599,980

L&T Port Kachchigarh Limited

Notes accompanying financial statements for the year ended March 31,2016

d. Details of Shareholders holding more than 5% shares in the company:

Particulars	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	₹	No. of Shares	₹
L&T Infrastructure Development Projects Limited, the Holding Company (including shares held along with its nominees) Equity Shares of ₹10/- each fully paid	4,159,998	99.99%	4,159,998	99.99%

e. Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: NIL

f. Calls unpaid: NIL; Forfeited shares: NIL.

Note B Reserves and surplus	As at March 31, 2016		As at March 31, 2015	
	₹	₹	₹	₹
Deficit in the Statement of Profit and Loss				
As per the last Balance Sheet	(45,621,910)		(45,310,897)	
Add: Loss for the year	(327,045)		(311,013)	
		(45,948,955)		(45,621,910)
		(45,948,955)		(45,621,910)

Note C Other Current liabilities	As at	As at
	March 31, 2016	March 31, 2015
	₹	₹
Due to Micro and small enterprises (refer note (i) below)	-	-
Others		
Due to Holding company	4,306,313	3,847,091
Due to Ultimate holding company	-	18,381
Due to fellow subsidiaries	-	125,470
Due to others	76,501	65,827
Statutory liabilities	7,300	6,300
	4,390,114	4,063,069

Note (i): There have been no transactions during the year with Micro and Small enterprises covered under the Micro, Small and Medium Enterprises Development (MSMED) Act 2006. Hence reporting details of principal and interest paid / outstanding does not arise.

L&T Port Kachchigarh Limited

Notes accompanying financial statements for the year ended March 31, 2016

Note D Cash and cash equivalents	As at March 31, 2016	As at March 31, 2015
	₹	₹
Balances with banks on current account with scheduled banks	41,159	41,159
	41,159	41,159
Note E		
Administration and other expenses	2015-16	2014-15
	₹	₹
Rates and taxes	5,510	3,066
Auditor's remuneration [refer note (i)]	83,585	73,683
Professional charges	35,930	36,768
Bank Guarantee Charges	202,020	197,218
	327,045	310,735
Note E (i) : Auditors' remuneration :		
Particulars	2015-16	2014-15
	₹	₹
Audit fees	62,975	56,180
Company law matters	9,160	11,885
Other Services	11,450	5,618
	72,135	73,683
Note E (ii)		
<p>L&T Infrastructure Development Projects Limited, the holding company, has given a performance bank guarantee (BG) of ₹ 5,00,00,000/- in favour of Gujarat Maritime Board (GMB) on behalf of the Company. GMB vide its letter dated March 10, 2015 (communication) revoked the LOI and opted for encashment of the said BG. The Holding Company made a petition for setting aside the said communication to Hon'ble High Court of Gujarat and obtained an interim stay order on March 19, 2015. Meanwhile, GMB withdrew its encashment request vide letter dated March 26, 2015. During the year, the Hon'ble High Court of Gujarat vide its order dated February 23, 2016 set aside the said communication. The Court also ordered that the BG shall be extended at least till March 31, 2016 to enable GMB to approach Supreme Court. The Holding Company has extended the BG till April 30, 2016.</p>		
Note F		
Finance Cost	2015-16	2014-15
	₹	₹
Interest Others	-	278
	-	278

L&T PORT KACHCHIGARH LIMITED**G Notes accompanying financial statements for the year ended March 31, 2016**

1. (a) Contingent liability as at March 31, 2016 is ₹ Nil (Previous year – ₹ Nil)
- (b) Estimated amount of contracts remaining to be executed on capital account (net of advances) as at March 31, 2016 is ₹ Nil (Previous year – ₹ Nil)

2. Disclosure of Related Parties / related party transactions:

- (a) List of Related Parties where control exists / with whom transaction have taken place during year:

Ultimate Holding Company	Larsen & Toubro Limited
Holding Company	L&T Infrastructure Development Projects Limited

- (b) Transactions with Related Parties: (Figures in ₹)

Name of the Party	Relationship	Nature of transaction	Transaction during the year	Amount due to
Larsen & Toubro Limited	Ultimate Holding company	Purchase of services	17,175 (16,854)	- (18,381)
L&T Infrastructure Development Projects Limited	Holding Company	Reimbursement of expenses charged from	227,409 (252,089)	4,306,313
		Payments made on behalf of the Company	231,813 (72,127)	(3,847,091)

Note: Comparative previous year figures are given in brackets.

- (c) No amounts due to related parties have been written back during the year is ₹ Nil (Previous year ₹ Nil).
- (d) No amounts due from related parties have been written off during the current year and previous year.

3. Earnings Per Share (EPS) :

Basic and Diluted EPS computed in accordance with Accounting Standard (AS) 20 - 'Earnings per Share' is as follows:

Particulars		2015-16	2014-15
		₹	₹
Loss after tax (₹)	A	(327,045)	(311,013)
Weighted average number of shares outstanding	B	41,60,000	41,60,000
Basic EPS (₹)	A/B	(0.08)	(0.07)

4. The Company was solely engaged in the business of developing a seaport in India and hence furnishing details of primary and secondary segment does not arise.

L&T PORT KACHCHIGARH LIMITED

G Notes accompanying financial statements for the year ended March 31, 2016

5. The Company does not have any timing differences giving rise to deferred tax liabilities and deferred tax assets.
6. The Company had received a Letter of Intent (LOI) dated February 6, 2008, from Gujarat Maritime Board (GMB) for setting up a sea port at Sutrapada near Vadodara Jhala village, Junagadh District, Gujarat. The land for the sea port was required to be handed over by GMB within the validity period of the LOI which was 18 months. As GMB could not allocate the said land within the validity period, the Company had asked for an extension of the validity period and allocation of land at an alternate location. GMB had extended the validity of the LOI to August 2011 and approved to shift the location of site to Kachchigarh, Tal. Dwarka District, Gujarat from Sutrapada to develop the Greenfield seaport vide their letter dated July 15, 2010. The validity of the LOI had been further extended to August 2013 by GMB vide their letter dated December 24, 2012.

The validity period of LOI expired in August 2013 and the Company had communicated to GMB vide its letters dated September 6, 2013 and March 7, 2014 that based on the marine surveys carried out, environmental clearance cannot be obtained for development of port at Kachchigarh and therefore does not seek further extension for the validity period of LOI. The matter of cancellation of Letter of Intent is under consideration by the Gujarat Maritime Board (GMB) / Government of Gujarat.

Since the intention of the Management is not to pursue the development of the seaport in the present circumstances, the financial statements have not been prepared on the assumption of going concern.

7. The figures of the previous year have been regrouped / reclassified wherever necessary.

Note H Significant Accounting Policies

a. Basis of preparation

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with the Generally Accepted Accounting Principles (GAAP) and in compliance with the provisions of the Companies Act, 2013 and including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. Further, the guidance notes / announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable.

The accounts have not been prepared on the assumption of Going concern for reasons mentioned in Note G (6) accompanying the financial statements. Accordingly, all the assets are presented on net realizable value and all the liabilities are presented at settlement value.

b. Presentation of financial statements

The Balance sheet and the Statement of Profit and loss are prepared and presented on the format in the Schedule III to the Companies Act, 2013 ("the Act"). The Cash Flow Statement has been prepared and presented as per the requirement of Accounting Standard (AS) 3 "Cash Flow Statements". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards.

Amount in the financial statements are presented in Indian Rupees rounded off to the nearest Rupee. Per Share data are presented in Indian Rupees to two decimals places.

c. Use of estimates

The preparation of the financial statements is in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported balances of the assets and liabilities as of the date of the financial statements. Examples of such estimates include useful life of fixed assets, provision for doubtful advances, etc. Difference between actual results and estimates is recognized in the period in which the results are known.

d. Cash and bank balances

Cash and bank balance comprises cash on hand and demand deposit with bank, Short term and liquid investment being not free from more than insignificant risk of change in value, are not included as part of cash and bank balances.

Note H Significant Accounting Policies

e. Taxes on Income

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance of the provisions of the Income Tax, 1961 and based on expected outcome of assessments / appeals.

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax assets relating to unabsorbed depreciation / business losses / losses under the head "capital gains" are recognized and carried forward to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Other deferred tax assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

f. Provisions, contingent liabilities and contingent assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- i) the Company has a present obligation as a result of a past event;
- ii) a probable outflow of resources is expected to settle the obligation; and
- iii) the amount of the obligation can be reliably estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.

Contingent Liability is disclosed in the case of:

- i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation;
- ii) a present obligation when no reliable estimate is possible; and
- iii) a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Assets are neither recognized, nor disclosed.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

L&T Port Kachchigarh Limited

Notes accompanying financial statements for the year ended March 31, 2016

Note H Significant Accounting Policies

g. Cash Flow Statement

Cash Flow Statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under indirect method, the net profit is adjusted for the effects of:

- i) Transactions of non-cash nature;
- ii) Any deferrals or accruals of past or future operating cash receipts or payments; and
- iii) Items of income or expense associated with investing or financing cash flows.

Cash and cash equivalents (including bank balances) are reflected as such in the Cash Flow Statement.

for SHARP & TANNAN
Chartered Accountants
(Firm's Registration No. 003792S)

P. Rajesh Kumar

P. Rajesh Kumar
Partner
Membership No: 225366
Place: Chennai
Date: 29 Apr 2016

for and on behalf of the Board

R.G. SUREMACHANBRAN

Director
R.G. SUREMACHANBRAN
DIN: 02671982
Place: Chennai
Date:

P.G. SURESH KUMAR

Director
P.G. SURESH KUMAR
DIN: 07124883

ATTENDANCE SLIP

L&T PORT KACHCHIGARH LIMITED

CIN: U45203TN2008PLC067551

Regd. Office: P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai - 600089.

Eighth Annual General Meeting, Thursday, 29th September 2016.

Reg. Folio No. _____

No. of Shares _____

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Eighth Annual General Meeting of the Company, held on Thursday, 29th September 2016 from 03:30 P.M. to 04:00 P.M at the registered office of the Company at P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai - 600089.

Name of the member

Signature of Member

Name of the Proxy (In block letters)

Signature of Proxy

Note: Please fill the Attendance slip and hand it over at the Entrance of the Meeting Hall.

PROXY FORM

Form No. MGT-11

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

CIN: U45203TN2008PLC067551

Name of the Company: L&T Port Kachchigarh Limited

Regd. Office: P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai - 600089.

Name of the member (s) :	
Registered address :	
E-mail Id:	
Folio No/ Client Id :	
DP ID :	

I/We, being the member (s) of _____ shares of the above named company, hereby appoint:

1. Name:

Address:

E-mail Id:

Signature:

failing him

2. Name:

Address:

E-mail Id:

Signature:

failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighth Annual General Meeting of the Company, to be held on Thursday, 29th September 2016 at 03:30 P.M. at the Registered office of the Company at P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai – 600089 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions	For	Against
Ordinary Business			
1	Adoption of the audited Financial Statements for the period from 1 st April, 2015 to 31 st March 2016 and the Reports of the Board and Auditors thereon.		
2	Re-appointment of Mr R.G.Ramachandran (DIN 02671982), Director who retires by rotation.		
3	Appointment of Statutory Auditors of the Company and to fix their Remuneration.		
Special Business			
4	Appointment of Mr. Vishal Mathur (DIN 07402865) as Director of the Company.		

Signed this _____ day of _____ 2016

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix one Rupee Revenue Stamp
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Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. This is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Route map to the 8th AGM venue of L&T Port Kachchigarh Limited

