



Angul Sukinda Railway Ltd.

# **ANGUL SUKINDA RAILWAY LIMITED**

## **ANNUAL REPORT**

### **2014-2015**

<b>Sl. No.</b>	<b>CONTENTS</b>	<b>Page No.</b>
<b>1.</b>	<b>Management Team</b>	<b>01</b>
<b>2.</b>	<b>Notice of 6<sup>TH</sup> Annual General Meeting</b>	<b>02-14</b>
<b>3.</b>	<b>Directors' Report</b>	<b>15-44</b>
<b>4.</b>	<b>Statement of Final Accounts</b>	<b>45-58</b>
<b>5.</b>	<b>Auditors' Report</b>	<b>59-66</b>
<b>6.</b>	<b>General</b>	<b>67-70</b>



*Angul Sukinda Railway Ltd.*

**NOTICE  
OF  
6<sup>TH</sup> ANNUAL  
GENERAL MEETING**



*Angul Sukinda Railway Ltd.*

# **MANAGEMENT TEAM**





Angul Sukinda Railway Ltd.

### Board of Directors:

1. **Mr. S S Narayanan**, Chairman, AM (CE), Railway Board
2. **Mr. Dilip Kumar Samantray**, Managing Director
3. **Mr. Sanjay Mahapatra**, Director (Nominee of Govt. of Odisha.)
4. **Mr. Arun Kumar**, Director (Nominee of Rail Vikas Nigam Ltd.)
5. **Mr. Hare Krushna Sahu**, Director (Nominee of Rail Vikas Nigam Ltd.)
6. **Mr. Vinay Kumar Singh**, Director (Nominee of Rail Vikas Nigam Ltd.)
7. **Mr. Kapil Rawat**, Director (Nominee of Jindal Steel & Power Ltd.)
8. **Mr. Sudhansu Ranjan Mohapatra**, Director  
(Nominee of The Odisha Mining Corporation Ltd.)
9. **Mr. Vishal Kumar Dev**, Director (Nominee of Govt. of Odisha)
10. **Mr. K R Narayan**, Director (Nominee of Container Corporation of India Ltd)
11. **Mr. S Verma**, Director (Nominee of Container Corporation of India Ltd)
12. **Mr. S S Guru**, Independent Director
13. **Mrs. Saveeta Mohanty**, Independent Director

### Registered Office:

Plot No – 7622/4706,  
Mauza-Gadakana Press Chhaka,  
Gajapati Nagar,  
Bhubaneswar-751005  
Odisha

### Statutory Auditors:

**M/s MIR & Associates,**  
**Chartered Accountants**  
171, Sachivalaya Marg,  
1<sup>st</sup> Floor, Capital Masjid Market Complex,  
Unit- IV, Bhubaneswar-751001

### Bankers:

**Axis Bank Ltd.,**  
Chandrasekharapur,  
Bhubaneswar- 751016  
Odisha

**Canara Bank,**  
MidCorporate Branch,  
Laxmi Sagar, Cuttack Road  
Bhubaneswar-75106

Union Bank of India  
Chajndrasekharapur  
Bhubaneswar





*Angul Sukinda Railway Ltd.*

**Notice of the Sixth AGM  
On Thursday, 24<sup>th</sup> September, 2015**

**Venue:**  
**Registered Office ASRL,**  
At- Plot No- 7622/4706,  
Mauza- Gadakana, Press Chhaka,  
Bhubaneswar, Orissa-751005

## **NOTICE**

Notice is hereby given that the Sixth Annual General Meeting of the shareholders of Angul Sukinda Railway Limited will be held on Thursday, 24<sup>th</sup> September, 2015 at 12:00 HRS at Bhubaneswar, Odisha to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March, 2015, Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and Auditor's thereon.
2. To appoint a Director in the place of Mr. Kapil Rawat having DIN 02296383, who is liable to retire by rotation and being eligible offers himself for re-appointment.
3. To Fix the Remuneration of M/s MIR & Associates, the Statutory Auditor of the company Appointed by Comptroller and Auditor General (CAG).

### **SPECIAL BUSINESS:**

To consider and if thought fit, to pass with or without modifications, the following resolutions as **Ordinary Resolutions**:

4. **"RESOLVED THAT** Mr. K Narayan (Nominated by M/s Container Corporation of India Ltd) having DIN 03561648 who was appointed by the Board of Directors as an Additional Director under section 161 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation, under the Articles of Association of the Company."
5. **"RESOLVED THAT** Mr. S Verma (Nominated by M/s Container Corporation of India Ltd) having DIN 07054970 who was appointed by the Board of Directors as an Additional Director under section 161 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 of the Companies Act, 2013, be



and is hereby appointed as Director of the Company, liable to retire by rotation, under the Articles of Association of the Company."

6. **"RESOLVED THAT** Mr. S S Narayanan (AM (CE), Ministry of Railway) having DIN 07167329 who was appointed by the Board of Directors as an Additional Director & Non-executive Chairman under section 161 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation, under the Articles of Association of the Company."
7. **"RESOLVED THAT** Mr. V K Dev (Nominated by Govt. of Odisha) having DIN 01797521 who was appointed by the Board of Directors as an Additional Director under section 161 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation, under the Articles of Association of the Company."
8. **"RESOLVED THAT** Mr. S S Guru (Independent Director) having DIN 00095836 who was appointed by the Board of Directors as an Additional Director under section 161 read with Section 149 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 read with section 149 of the Companies Act, 2013, be and is hereby appointed as Independent Director of the Company for a period of three years from the date of his original appointment and not liable to retire by rotation, under the Articles of Association of the Company."
9. **"RESOLVED THAT** Mrs. S Mohanty (Independent Director) having DIN 01854837 who was appointed by the Board of Directors as an Additional Director under section 161 read with Section 149 of the Companies Act, 2013 and holds his office up to the date of this Annual General Meeting in respect of whom the Company has received a notice under section 152 read with section 149 of the Companies Act, 2013, be and is hereby appointed as Independent Director of the Company for a period of three years from the date of her



original appointment and not liable to retire by rotation, under the Articles of Association of the Company.”

**To consider and if thought fit, to pass with or without modifications, the following resolutions as Super Majority Resolutions:**

10. “RESOLVED THAT pursuant to the provisions of Section 14 of Companies Act, 2013 or any amendment or modifications thereof, Article 6 the Shareholders & Share Subscription Agreement signed on 27<sup>th</sup> May 2009 and any amendments thereof and other applicable provisions, rules, if any the consent of the company be and is hereby accorded for the alteration of the Articles of Association of the Company, for changing the Composition of Board of Directors, by way of deleting the existing Article 138 & Article 139 and replacing the same with the following new Articles:

Now Article 138 & 139 should be read as follows:

“ARTICLE- 138:

Unless otherwise agreed between the Shareholders there shall be a maximum of 15 directors on the Board.

ARTICLE- 139:

The persons hereinafter named are the first directors of the Company: -

- 1) Shri Arun Kumar
- 2) Shri Pawan Kumar Bansia
- 3) Shri Bishwa Nath Shukla

The composition of the Board shall comprise of representative directors besides the Chairman, MD and Independent Directors-

3 nominated by RVNL, 1 by JSPL, 2 by Government of Odisha, 1 by OMC, 2 by CONCOR.

The composition of the Board will be reviewed after full subscription to the shareholding is paid by all the Shareholders. The right to nominate a Representative Director (s) by a Shareholder will continue only if the commitment of equity as committed by these companies is maintained. The Company will have a Coordinating Director/Chief Executive Officer till such time Managing Director is appointed by the Board.

The share holders have the right to nominate one Director’s representation against each 10% holding of their equities in ASRL.”

11. “RESOLVED that pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof), read with



Schedule V to the Companies Act, 2013 and pursuant to Article 120(d), 148, 182, 183 and any other applicable Article of the Articles of Association of the Company, the consent of the Company be and is hereby accorded to Consent of the Company be & is hereby accorded to adopt and implement the revised rates Daily Allowances, Lease accommodation (including self lease) as applicable to RVNL's employees from time to time for the MD (at par with Director/RVNL) and other regular employees of ASRL (including Deputationist) & the terms and conditions as recommended by the Board of Directors and as set out in the explanatory statement annexed to the notice."

RESOLVED FURTHER that the Managing Director or Company Secretary of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution."

12. "RESOLVED THAT pursuant to the provisions of Section 203 and other applicable provision (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 the consent of the Company be and is hereby accorded to appoint Mr. Amit Kumar Singh, as Chief Financial Officer (CFO) of the Company with effect from 10<sup>th</sup> August, 2015 on a consolidated monthly remuneration @ Rs. 55,000/- (Rupees Fifty Five Thousand) p.m. plus Lease Accommodation of up to Rs. 14,100/- p.m., to perform the duties which may be performed by a CFO under the Companies Act, 2013 and any other duties assigned to him by MD/Board of ASRL from time to time".

"RESOLVED FURTHER THAT the appointment of Mr. Amit Kumar Singh is on probation, initially for one year from the date of his appointment, and Mr. D. K. Samantray, Managing Director and the Company Secretary be and are hereby authorized to do all the act, deeds and things which are necessary for the aforesaid appointment and to send the necessary intimation in prescribed form to Registrar of Companies of the state of Odisha".

13. "RESOLVED THAT the Construction Agreement signed on 24.04.2015 between ASRL and RVNL was based on the decision of the Board taken "at arm's length basis" and hence does not require to be further approved by a special resolution in the general meeting within three months of the execution of the agreement."

14. "RESOLVED that pursuant to the provisions of Section 180(1)(c) of Companies Act, 2013 or any amendment or modifications thereof, the consent of the company be and is hereby accorded to borrow and raise such sum or sums of money from time to time as may be required for the purposes of the business of the Company, in excess of the aggregate of the paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose, subject to the proviso that such borrowing shall not exceed Rs. 1200,00,00,000 (Rupees One Thousand Two Hundred Crores only) over and above the aggregate of the paid-up capital of the Company and its free reserves and shall exclude all temporary loans obtained by the Company from its bankers in the ordinary course of its business, on such terms and conditions as the Board may consider necessary and expedient in the best interest of the Company."

"RESOLVED FURTHER that for the purpose of giving effect to this resolution the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

"RESOLVED FURTHER THAT Shri D. K. Samantray, the Managing Director of the Company and the Company Secretary be and are hereby authorised to sign and file the necessary forms and returns with MCA and to do all such acts and deeds as may be necessary to give effect to this resolutions."

By Order of the Board of Directors  
For Angul Sukinda Railway Limited

Date: 1<sup>st</sup> September, 2015  
Place: Bhubaneswar

Sd/-  
Srimanta Baboo  
Company Secretary



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. Explanatory Statement as required under Section - 102 of the Companies Act, 2013 for Special Business are annexed herewith.

**EXPLANATORY STATEMENT ON SPECIAL BUSINESS AS REQUIRED UNDER SECTION - 102 OF THE COMPANIES ACT, 2013**

**Item No. 3:**

The Company has received a letter from CAG no- CA.V/COY/ CENTRAL GOVERNMENT, ASRL(0)/186 Dated 07.07.2015 intimating the company that M/s MIR & Associates, Chartered Accountants to be the Statutory Auditors of the Company for the Financial Year 2015-16.

Your Directors recommends fixing the remuneration of the Statutory Auditor.

**Item No. 4: Appointment of Mr. K Narayan as a Director on the Board of the Company**

Mr. K Narayan (Nominated by M/s Container Corporation of India Ltd) having DIN 03561648 was appointed as Additional Director of the Company with effect from 26.12.2014, pursuant to provisions of Section 161 of the Companies Act, 2013.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. K Narayan, as a Director of the Company as required under the aforesaid Section.

Except for Mr. K Narayan no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.

**Item No. 5 Appointment of Mr. S Verma as a Director on the Board of the Company**

Mr. S Verma (Nominated by M/s Container Corporation of India Ltd) having DIN 07054970 was appointed as Additional Director of the Company with effect from 26.12.2014, pursuant to provisions of Section 161 of the Companies Act, 2013.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. S Verma, as a Director of the Company as required under the aforesaid Section.

Except for Mr. S Verma no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.



**Item No. 6: Appointment of Mr. S S Narayanan as a Director on the Board of the Company**

Mr. S S Narayanan (Nominee of Ministry of Railway) having DIN 07167329 was appointed as Additional Director (Non-Executive Chairman) of the Company with effect from 24.04.2015, pursuant to provisions of Section 161 of the Companies Act, 2013.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. S S Narayanan, as a Director (Non-Executive Chairman) of the Company as required under the aforesaid Section.

Except for Mr. S S Narayanan no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.

**Item No. 7: Appointment of Mr. V K Dev as a Director on the Board of the Company**

Mr. V K Dev (Nominee of Govt. of Odisha) having DIN 01797521 was appointed as Additional Director (Non-Executive Chairman) of the Company with effect from 24.04.2015, pursuant to provisions of Section 161 of the Companies Act, 2013.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. V K Dev as a Director of the Company as required under the aforesaid Section.

Except for Mr. V K Dev no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.

**Item No. 8: Appointment of Mr. S S Guru as an Independent Director on the Board of the Company**

Mr. S S Guru (Independent Director) having DIN 00095836 was appointed as Additional Director of the Company with effect from 31.03.2015, pursuant to provisions of Section 161 read with section 149 of the Companies Act, 2013. As per the approved criteria for the Appointment of Independent Director, the tenure of Three years is fixed.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. S S Guru as an Independent Director of the Company as required under the aforesaid Section.



Except for Mr. S S Guru no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.

**Item No. 9 Appointment of Mrs. S Mohanty as an Independent Director on the Board of the Company**

Mrs. S Mohanty (Independent Director) having DIN 01854837 was appointed as Additional Director of the Company with effect from 31.03.2015, pursuant to provisions of Section 161 read with section 149 of the Companies Act, 2013. As per the approved criteria for the Appointment of Independent Director, the tenure of Three years is fixed.

Under Section 160 of the Companies Act, 2013, a notice in writing has been received from a member signifying his intention to propose Mr. S Mohanty as an Independent Director of the Company as required under the aforesaid Section.

Except for Mrs. S Mohanty no other directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution.

Your Directors recommends the resolutions for your approval.

**Item no 10 : Modification in the AoA of the Company**

The Companies Act, 2013 has allowed the companies to enhance their Directors number in the board inter-alia few other provisions with respect to the management of the affairs of the company. Pursuant to such enabling provisions under the Companies Act, 2013 the total number of directors can be up to 15 without any special resolution to be passed by the shareholders. As such the company may by passing an ordinary resolution enhance the number upto 15. However, the provision in the Articles of Association of ASRL also need be changed which will be passed as a special resolution.

None of the Directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution

The Board of Directors recommends passing the resolution as **Super Majority (Special) Resolution.**

**Item no 11 : Revised Daily and other Allowances of Employees of the Company**

The Board in their 28<sup>th</sup> Meeting held on 24<sup>th</sup> April, 2015, has approved that the proposal to adopt and implement the revised rates of **Daily Allowances, Lease accommodation** (including self lease) as applicable to Directors of RVNL for the MD ASRL and as



applicable to other employees of RVNL from time to time for the MD (at par with Director/RVNL) and other regular employees of ASRL (including Deputationist).

OTHER THAN Mr. D K Samantray, the Managing Director and except the Company secretary and the CFO, the Key Managerial Personnel, no other Directors of the company or their relatives is in any way concerned or interested in this resolution.

The Board of Directors recommends passing the resolution as **Super Majority (Special) Resolution.**

**Item no 12: Appointment of CFO of the Company**

In the 27<sup>th</sup> BOD it was decided to appoint a Chief Financial Officer (CFO) for the Company. In the meeting it was decided to constitute a committee for the selection of CFO headed by MD/ASRL. The Members of the Committee are Sri S Mohapatra, (Director/ASRL & CRC), Sri H K Sahu (Director/ASRL & GM/Finance/RVNL) and CA Venugopala Rao, Chartered Accountant as an expert. The interview was conducted on 9<sup>th</sup> July, 2015 and Mr. Amit Kumar Singh has been found suitable by the CFO Selection Committee of ASRL and recommended to the Board for the appointment of CFO. The Board in their 29<sup>th</sup> Meeting held on 22<sup>th</sup> July, 2015 has appointed Sri Amit Kumar Singh as a CFO of the Company.

Except for Mr. Amit Kumar Singh, CFO, no other Directors, Key Managerial Personnel of the company or their relatives are in any way concerned or interested in this resolution

The Board of Directors recommends passing the resolution as **Super Majority (Special) Resolution.**

**Item no 13 : Ratification of the Singing of Construction Agreement**

ASRL has executed a Construction Agreement with M/s RVNL for the Construction of the total Rail Line of 104 KM in pursuance to the approval of the Board in its meeting held on 24.04.2015. This was again put up to the 29<sup>th</sup> meeting of the Board of Directors held on 22<sup>nd</sup> July, 2015. During the discussion the Board took the following view, that, the instant new rail line project is a sanctioned work of Ministry of Railway, Govt. of India and the same is being constructed under Public Private Partnership (PPP) mode. Besides, Angul Sukinda new rail-line, another rail line project Haridaspur Paradeep new line in Odisha, Krishnapatnam port rail-line in A.P., etc are similar PPP mode projects of Ministry of Railways (MoR). As per the policy guidelines of MoR these lines as specified in



the MOU between the SPVs and MoR have to be constructed by RVNL, a PSU of Ministry of Railways, Govt. of India, as EPC agency. Accordingly, being a Government undertaking, RVNL is levying uniform rates towards D & G charges and Departmental charges for the services they are providing for construction of these PPP based rail-lines. Although RVNL is also a major stake holder (31.50%) of ASRL, their role as EPC agency is based on the decision of MoR (GoI) and they are being guided by the uniform and standard rules and regulations of a Govt. Public Undertaking. Therefore, they do have little scope of subjectivity in treating ASRL or for that matter any other such SPVs differently, as discussed above. Therefore, the Construction Agreement entered into between ASRL and RVNL, should not infringe into the arm's length status of RVNL while discharging the other role vis-a-vis ASRL, i.e. EPC agency.

The Board of Directors recommends passing the resolution as **Super Majority (Special) Resolution.**

**Item no 14: Power of Board of Directors to borrow in excess of the paid up capital and free Reserve of the Company**

ASRL is in the process of Implementation of the Project. The Total Project Cost as estimated by CANARA Bank is Rs. 1768.19 Crores. The Paid up Capital of the Company at present is Rs. 549.04 Crores and the Authorised Capital is Rs. 600.00 Crores. The Debt required for the Project is Rs. 1168.19 Crores. As per the Companies Act, 2013 the company has to take the approval of the share holders in a general meeting for taking loan in excess of the paid of Capital and free reserve of the Company.

As in the case the debt to be raised exceeds the Paid up capital and free reserve of the company the approval of the share holders is necessary. The resolution has already been passed at the 29<sup>th</sup> BOD of ASRL held on 22<sup>nd</sup> July, 2015.

None of the Directors, Key Managerial Personnel of the company or their relatives is in any way concerned or interested in this resolution

The Board of Directors recommends passing the resolution as **Super Majority (Special) Resolution.**

**By Order of the Board of Directors  
For Angul Sukinda Railway Limited**

Date: 1<sup>st</sup> September, 2015  
Place: Bhubaneswar

Sd/-  
Srimanta Baboo  
Company Secretary

Page 12 of 13





Angul Sukinda Railway Ltd.

**Form No. MGT-11**

**Proxy form**

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

CIN : U45203OR2009PLC010620  
Name of the company : Angul Sukinda Railway Limited  
Registered office : Plot No. 7622/4706,  
Mauza- Gadakana Press Chhaka  
Bhubaneswar  
Orissa-751005, INDIA

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:....., or failing him as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the .....Annual general meeting/ Extraordinary general meeting of the company, to be held on the ..... day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....

2.....

Signed this..... day of..... 2015

Signature of shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**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. Appointing a Proxy does not prevent a member from attending the meeting in person if he so wishes.



*Angul Sukinda Railway Ltd.*

# **DIRECTORS' REPORT**





## **DIRECTORS' REPORT**

### **DISTINGUISHED MEMBERS,**

Your Directors present herewith the Sixth Annual Report of the Company along with Audited Annual accounts for the financial year 2014-2015.

Angul Sukinda Railway Limited (ASRL) was incorporated under Companies Act, 1956 on 20<sup>th</sup> February, 2009, and has its registered Office in Bhubaneswar, Odisha. The Company was set up for developing, financing, construction, operation and maintenance of 104.242 KM long new Railway line between Budhapank in Angul District, Odisha to Baghuapal in Jajpur District on Built-Own-Operate basis. It is a Joint Venture Public Limited Company initially promoted by Rail Vikas Nigam Limited with Jindal Steel & Power Limited. Another partner, M/s Bhushan Steel Limited joined the Company as equity partner by signing Shareholders and Share Subscription Agreement on 27<sup>th</sup> May, 2009. The Shares of BSL have been forfeited due to non payment of Cash calls and the same have been reissued to Government of Odisha, Odisha Industrial Infrastructure Corporation (A govt. of Odisha Undertaking) IDCO and The Odisha Mining Corporation Limited (OMC). IDCO joined the Company as equity Partner after signing the Participation Agreement on 7<sup>th</sup> October, 2013 and Govt. of Odisha and OMC joined the Company as equity partners after signing the Participation Agreement II on 21<sup>st</sup> March, 2014. Another Equity partner Container Corporation of India Limited (CONCOR) joined the Company as equity partner after signing the Participation Agreement III on 19<sup>th</sup> January, 2015.

## **FINANCIAL HIGHLIGHTS**

The salient financial parameters of ASRL for 2014-15 are given below:

<b>Particulars</b>	<b>Financial Year ended March 31, 2015 Rs. in lakh</b>	<b>Financial Year ended March 31, 2014 Rs. in lakh</b>
Profit/ Loss Before Tax	(13.20)	356.07
Less: Current Tax	-	71.24
Deferred Tax	-	(12.40)
Profit for the year	(13.20)	297.23
<b>Transferred to General Reserve</b>	<b>(13.20)</b>	<b>297.23</b>

## **FINANCIAL PERFORMANCE FOR THE YEAR 2014-15**

During the Year under review, the Company earned a gross income of Rs. 14,45,999/-. The company has incurred administrative expenditure of Rs. 28,89,389/-. In the financial year as per the expert opinion the treatment of income has been changed and all the income earned by the Company is being charged to the Capital Work in Progress and not been taken in the Profit & Loss statement. The Company has incurred a loss of Rs 13,20,953/- during the Financial Year 2014-15. Further during the year the company has incurred an expenditure of Rs. 4,48,834/- on Fixed Assets of the Company and Rs. 11,29,52,244/- on capital work in progress which include Rs. 1,24,29,074/- on account of incidental Expenditure (i.e. administrative expenditure). The total capital Work in progress till 31.03.2015 after adjusting the interest on mobilization advance of Rs. 1,56,70,790/-, sale of tender of Rs. 2,35,000/- & Interest on Bank Deposits till 31.03.2015 was Rs 1,23,78,95,489/-.



## **CAPITAL STRUCTURE**

The Company was initially registered with an Authorized Share Capital of Rs. 5 lakhs. Later on it was increased to Rs. 420 Crores on 29.06.2009 and to Rs. 470.40 Crores on 24.09.2013. At present the Authorised Capital of the Company is Rs. 600.00 Crores. The Paid up share capital of the Company was Rs. 549,04,00,250/- as on 31.03.2015.

For Equity Participation, the Company has entered into Shareholders and Share Subscription Agreement with 6 parties who have agreed to subscribe the equity of the Company in following percentages (i) Rail Vikas Nigam Limited (RVNL) 31.50%, (ii) Jindal Steel and Power Limited (JSPL) 10.00%, (iii) Odisha Industrial Infrastructure Corporation (IDCO) 0.70% (iv) Government of Odisha (GoO) 21.30 % (V) The Odisha Mining Corporation Limited (OMC) 10.50% and (vi) Container Corporation of India Limited (CONCOR) 26.00%. During the year 2014-15, company made the 7<sup>th</sup> cash call. Initially M/s Bhusan Steels Limited was an equity Partner of the Company, but the shares of BSL have been forfeited due to non-payment against equity cash calls.

## **DETAILS OF PROJECT**

The project involves construction of new Broad Gauge Railway Line from Angul to Sukinda. The length of this new Rail Line is 104.242km ( as per updated estimate) and the project passes through 69 villages in three districts (Angul, Dhenkanal, Jajpur) of Odisha. Total land required for the project is 1779.186 Acres (on 'HAL' settlement basis). Out of the total land required, Private land is 1199.081 Acres, Government land is 219.145 Acres and Forest land is 360.96 Acres. The Company is presently undertaking the project by mobilizing funds through equity participation and will supplement it through Debt Syndication. The Company has already finalized the 'Debt Syndicator' Canara Bank and ASRL will raise debt from market to fund the balance project cost, after utilizing the equity portion. The construction of the project is being undertaken by RVNL, under the Construction Agreement with the Company.



**PROJECT EXECUTION:**

The project work has made a serious beginning from 2014-15. The State Govt. has handed over the entire private land and permission to work in Government Land. The position of land acquisition and others works is given hereunder in a comparative format:

Particulars	AGM Sep-2014	AGM Sep-2015	Remarks
<b>Private Land      Total Land involved - 1199.081 acres ( 69 villages)</b>			
(i) Order U/ Section 7	69 villages	69 villages	
(ii) Possession taken	Ac. 1017.696 (65 villages)	Ac. 1197.821 (69 villages)	
(iii) Land cost deposited to Govt.	Rs. 77.08 Crores	Rs. 83.14 Crores	
<b>Government Land      Total villages -60      Total Land - 219.145 acres</b>			
(i) Alienation sanctioned / Notice received.	44.50 Acre (32 Villages)	110.32 Ac (60 Villages)	Permissive possession is available for executing works in the Govt. Land from the State Govt.
<b>Forest Land      Total villages 46      Total Land 251.06 Acres + 109.90 Acres</b>			
Status of Diversion proposal	Forest Diversion Proposal (FDP) has been submitted by DFO, Cuttack to RCCF Angul on 11.04.2014 for 251.06 Acres. Further FDP for additional 109.90 Acres on the basis of SABIK kisam record is in progress.	<ul style="list-style-type: none"><li>Field inspection by RCCF/Angul with RVNL &amp; Railway official completed on 2<sup>nd</sup> &amp; 3<sup>rd</sup> May 2015</li><li>Demarcation in identified forest land (sabik kisam) is in progress.</li><li>Diversion proposal has been forwarded to Addl. PCCF/BBS on 12.05.15 by RCCF/Angul.</li></ul>	1 <sup>st</sup> stage of Diversion proposal for combined proposal targeted to be submitted to MOEF through State Govt. by 31.08.15.

**Bridge Works.**

Tender awarded for 3 major Bridges No.12, 29 & 41 on 31.05.2011 at a Total cost of Rs. 81.64 Crores.

Physical Progress	46%	58.5 %	
Financial Progress	48%	56.0 %	

Directors' Report



### Construction of Embarkment

Roadbed and Minor Bridges between KM 19 to KM 47 and 3 nos steel girder bridges and 8 nos ROB between KM 19 to KM 67	Tender awarded on 23.12.2013 for Rs. 144.30 Crores and the work has been started.	Earth work filling - 6.41 lakh cum out of total scope of 28.99 lakhs cum completed and Cutting done 300 cum.  Works are in progress in 10 nos of bridges out of total 46 nos.	Work is in progress between ch. 27.70 km to ch 39.50 km
Execution of Roadbed KM 0-19 and KM 47-97 for 76 route KM including tie lines and laying blanket for entire 104 route KM	Tender floated on 25.07.2014	Contractor yet to mobilize plants & machinery at site.	

### RESERVES & DIVIDEND

The company is presently in the process of implementation of the project. The commercial operation has not begun. There is no revenue and no profit in the FY 2014-15, therefore, no dividend has been recommended by the Board of Directors.

#### **Disclosure regarding Issue of Equity Shares with Differential Rights - Not Applicable**

Details to be given as stated in Rule 4(4) of Companies (Share Capital and Debenture Rules, 2014) for the Financial Year in which such issue was completed.

#### **Disclosure regarding issue of Employee Stock Options- Not Applicable**

Details to be given as stated in Rule 12(9) of Companies (Share Capital and Debenture Rules, 2014).

#### **Disclosure regarding issue of Sweat Equity Shares- Not Applicable**

In case sweat equity shares have been issued during the Financial Year, details as specified in Rule 8(13) of Companies (Share Capital and Debenture Rules, 2014) are to be given.

**Extract of Annual Return**

The extract of Annual Return, in format **MGT -9**, for the Financial Year 2014-15 has been enclosed with this report.

**Particulars of Contracts or Arrangements with Related Parties**

No contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2014-15.

**Explanation to Auditor's Remarks**

No qualification, reservation, adverse remark or disclaimer made by the statutory auditor in his report and/or by the secretarial auditor in the secretarial Audit Report.

**Deposits**

No Deposits have been received by the company during the Financial Year 2014-15.

**Declaration by Independent Director**

Declaration to affirm the points given u/s 149(6) of CA, 2013

**Secretarial Audit Report**

Secretarial Audit Report in prescribed format **MR 3** given by a PCS to be annexed to the Board Report.

**Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

No such cases filed during the Financial Year.

**Fraud Reporting (Required by Companies Amendment Bill, 2014) - Not Applicable****Statutory Auditors**

M/s MIR & Associates, Chartered Accountants, the Statutory Auditors of the Company have been reappointed by the C & AG for the FY-2015-16.



## **PARTICULARS OF CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION**

The particulars required to be disclosed in respect of the Conservation of Energy and Technology Absorption shall be treated as NIL as the Company is presently neither energy intensive nor technology intensive.

## **FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company has neither earned nor expended any foreign exchange during the period under review.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors of the Company in pursuance of Section 134 (5) of the Companies Act, 2013 as amended hereby confirms that:

- i) in the preparation of the annual accounts, all the applicable accounting standards had been followed and there has been no material departures.
- ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2014-15 and of the profit or loss of the company for that period.
- iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities and
- iv) the directors had prepared the Annual Accounts on a Going Concern Basis.

## **BOARD OF DIRECTORS**

The Board of Directors of the Company consists of nominees of Ministry of Railways (MoR), Rail Vikas Nigam Limited (RVNL), Jindal Steel & Power Limited (JSPL), Government of Odisha, The Odisha Mining Corporation Limited(OMC) & Container Corporation of India Ltd (CONCOR).

During the year under review, Shri Kapil Rawat having DIN 02296383, director retires at the 6<sup>th</sup> Annual General Meeting of the Company and being eligible, offer him for re-appointment.

Since the last Annual General Meeting, Shri K R Narayan, Shri S Verma nominee of CONCOR, Shri S S Guru & Smt Saveeta Mohanty( Independent Directors) were appointed as Additional Director of the Company. They hold office upto the date of the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received notice under section 161 of the Companies Act, 2013, proposing their appointment as Directors of the Company, subject to retirement by rotation.

The Board met Five times during the Financial Year 2014-15. The meetings were held on 23/05/2014, 30/06/2014, 28/08/2014, 29/09/2014 & 26/12/2014.

At present the Board of Directors of the Company consists of Eleven Directors.

The present Board of Directors is as under:

1. **Shri Sanjaya Mahapatra**, Director
2. **Shri Dilip Kumar samantray**, Managing Director,
3. **Shri Arun Kumar**, Director,
4. **Shri Hare Krushna Sahu**, Director,
5. **Shri Vinay Kumar Singh**, Director,
6. **Shri Kapil Kumar Rawat**, Director,
7. **Shri Sudhanshu Ranjan Mohapatra**, Director
8. **Sri K Narayan**, Director
9. **Sri Sharad Verma**, Director
10. **Sri S S Guru**, Independent Director
11. **Smt Saveeta Mohanty**, Independent Director



### **AUDIT COMMITTEE**

The Board of Directors had constituted Audit Committee as per the provision of Section 177 of the Companies Act, 2013 with the following members:

1. Mr. Arun Kumar
2. Mr. H. K. Sahu
3. Mr. Kapil Rawat
4. Mr. Sanjay Mahapatra

### **AUDITORS AND AUDITOR'S REPORT**

The Company has received a letter from CAG no- CA.V/COY/ CENTRAL GOVERNMENT, ASRL(0)/424 Dated 01.08.2014 intimating the company that M/s MIR & Associates, Chartered Accountants to be the Statutory Auditors of the Company for the Financial Year 2014-15.

The observations given by Auditor in their Report read together with notes to Accounts are self explanatory and hence do not call for any further comments under Section 134.

### **FOLLOWING SIGNIFICANT CHANGES HAVE TAKEN PLACE SINCE 31<sup>ST</sup> MARCH, 2015**

#### **1. RECONSTITUTION OF COMMITTEES**

The Committees of the Company has been reconstituted with the following:

##### **a) Reconstitution of the Audit Committee**

"RESOLVED THAT pursuant to the provisions of section 177 of Companies Act, 2013, Audit Committee of the Board of Directors be and is hereby reconstituted with the following Directors and two members present in person in the meeting be the quorum for the meeting.:"

- |                          |             |
|--------------------------|-------------|
| 1) Mr. Hare Krushna Sahu | Chairperson |
| 2) Mr. S S Guru          | Member      |
| 3) Mrs. S Mohanty        | Member      |

##### **b) Reconstitution of Nomination & Remuneration Committee.**

"RESOLVED THAT pursuant to the provisions of section 177 of Companies Act, 2013, the Nomination & Remuneration Committee of the Board of

Directors of the Company be and is hereby reconstituted with the following Directors :

- |                          |             |
|--------------------------|-------------|
| 1) Mr. Sanjaya Mahapatra | Chairperson |
| 2) Mr. S S Guru          | Member      |
| 3) Mrs. S Mohanty        | Member."    |

**c) Reconstitution of the "Debt Syndication Committee"**

"RESOLVED THAT the Debt Syndication Committee of the Board of Directors be and is hereby reconstituted and the Composition of the Committee is as follows:"

- |                          |             |
|--------------------------|-------------|
| 1) Mr. D K Samantray     | Chairperson |
| 2) Mr. Sanjaya Mahapatra | Member      |
| 3) Mr. V K Singh         | Member      |
| 4) Mr. H K Sahu          | Member      |
| 5) Mr. S R Mohapatra     | Member      |
| 6) Mr. Sharad Verma      | Member      |
| 7) Mrs. S Mohanty        | Member      |

**d) Reconstitution of Investment Committee.**

"RESOLVED THAT the Investment Committee of the Board of Directors of the Company be and is hereby reconstituted consisting of Mr. D.K. Samantray (MD), Mr. Sanjaya Mahapatra, Mr. H.K. Sahu, Mr. Kapil Rawat and Mr. S Verma Directors of the Company."

**(e) Corporate Social Responsibility (CSR) Committee:**

"RESOLVED THAT the Corporate Social Responsibility (CSR) committee of the Board of Directors of the Company be and is hereby constituted and consisting of Mr. S R Mohapatra, Mr. V K Singh and Mrs. S Mohanty Directors of the Company."

**2. Appointment of Chairman & Nominee from Govt. of Odisha.**

Shri S S Narayanan, (DIN: 07167329 ) Additional Member (CE), Railway Board & Shri Vishal Kumar Dev (DIN-01797521) a nominee of Govt. of Odisha were appointed as Additional Directors of the Company who will hold the office till the next Annual General Meeting of the Company.



Shri S S Narayanan, also appointed as (Non-Executive) Chairman (ex-officio) of the Company.

3. **Signing of the Construction Agreement between RVNL & ASRL**

The Construction Agreement has been signed with ASRL & RVNL on 24.04.2015 for the construction of the total 104 KM Rail line of ASRL. This had been approved by the board at their 29<sup>th</sup> meeting held on 24.04.2015. AOC 2 has been enclosed with the report.

**ACKNOWLEDGEMENTS**

We record our appreciation and thanks to Ministry of Railways (MOR), Government of Orissa, East Coast railway and Rail Vikas Nigam Limited for their continued interest and support to the Company and without their support, it would not have been possible to achieve the progress made by the Company.

Further we thanks our Banks (Axis Bank & CANARA Bank), Internal Auditor (M/s Tej Raj & Pal), Statutory Auditor (M/s MIR & Associates), Secretarial Auditor (ADP & Associates), Accounts Service Provider (UCC & Associates LLP) and Equity participants for their deep support and contribution towards the company and expect the same co-operation in the future as well.

For and on behalf of the Board of Directors of  
**ANGUL SUKINDA RAILWAY LIMITED**

Date: 22/07/2015  
Place: Bhubaneswar

Sd/-  
D.K. Samantray  
(Managing Director)  
(DIN- 05302646)

Sd/-  
Vinay Kumar Singh  
(Director)  
(DIN- 06497700)

**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on 31.03.2015**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

- i) CIN:- **U45203OR2009PLC010620**
- ii) Registration Date: **20/02/2009**
- iii) Name of the Company : **Angul Sukinda Railway Limited**
- iv) Category / Sub-Category of the Company : **Company limited by shares / Indian Non-Government Company**
- v) Address of the Registered office and contact details  
Plot No. 7622/4706,  
Mauza- Gadakana Press Chhaka  
Bhubaneswar, Orissa-751005, INDIA  
Tele & Fax- 0674-2300842  
Email: [asrlbbs@asrl.in](mailto:asrlbbs@asrl.in), Website: [www.asrl.in](http://www.asrl.in)
- vi) Whether listed company Yes-/ No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any

**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:- Not Applicable

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1			
2			
3			



### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - Not Applicable

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1					
2					

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

#### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total
<b>A. Promoters</b>							
(1) Indian							
(a) Individuals / HUF	5		5		5		
(b) Central Govt.	-		-	-	-		-
(c) State Govt. (s)	4,91,80,327		4,91,80,327	11.98	8,70,00,000		15.56
(d) Bodies Corporate	36,11,99,995		36,11,99,995	88.02	47,21,99,995		84.44
(e) Banks/FI							
(f) Any Others							
<b>Sub-total (A) (1)</b>	41,03,80,327		41,03,80,327	100	55,92,00,000		100





[illegible]

**(ii) Shareholding of Promoters**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2014				Share holding at the end of the year 31/03/2015				% of change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares		
1	<b>Rail Vikas Nigam Limited</b>	188999995	46.05	-		188999995	33.80	-		<b>12.26</b>
2	<b>Jindal Steel &amp; Power Limited</b>	105000000	25.59	-		60000000	10.73	-		<b>14.86</b>
3	<b>SHRI ASHOK KUMAR GANJU</b>	1	0.00	-		1	0.00	-		<b>0.00</b>
4	<b>SHRI ARUN KUMAR</b>	1	0.00			1	0.00	-		<b>0.00</b>
5	<b>SHRI B S KALSI</b>	1	0.00	-		0		-		<b>0.00</b>
6	<b>SHRI S C AGNIHOTRI</b>	1	0.00	-		1	0.00	-		<b>0.00</b>
7	<b>SHRI A K TYAGI</b>	1	0.00	-		1	0.00	-		<b>0.00</b>
8	<b>SHRI SURENDRA KUMAR</b>	0	-	-		1	0.00	-		<b>0.00</b>
9	<b>Government of Odisha</b>	49180327	11.98	-		87000000	15.56	-		<b>3.57</b>
10	<b>Odisha Mining Corporation Limited</b>	63000000	15.35	-		63000000	11.27	-		<b>4.09</b>
11	<b>Orissa Industrial Infrastructure Development Corporation</b>	4200000	1.02	-		4200000	0.75	-		<b>0.27</b>
12	<b>Container Corporation Of India Limited</b>	-	-	-		156,000,000	27.90	-		<b>27.90</b>
	<b>Total</b>	<b>410,380,327</b>	100.00			<b>559,200,000</b>	100.00			



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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	<b>410,380,327</b>	<b>100</b>	<b>41,03,80,327</b>	<b>100</b>
2	Dt. 23/05/2014 Allotment of shares to Govt. of Odisha	<b>9619673</b>	<b>2.29</b>	<b>42,00,00,000</b>	<b>100</b>
3	Dt. 26/12/2014 Allotment of Shares to CONCOR	<b>10,00,00,000</b>	<b>19.23</b>	<b>52,00,00,000</b>	<b>100</b>
4	Dt. 31/03/2015/ Allotment of shares to Govt. of Odisha	<b>8,42,00,000</b>	<b>15.05</b>	<b>55,92,00,000</b>	<b>100</b>
5	At the End of the year	<b>55,92,00,000</b>	<b>100.00</b>	<b>55,92,00,000</b>	<b>100</b>

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
1	At the beginning of the year				
2	Date wise Increase / Decrease in Share holding 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)				

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	1	0	0	0
2.	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/sweat equity etc):	-	-	-	-
3.	At the End of the year	1	0	0	0

**V. INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment- Not Applicable**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				
<b>Change in Indebtedness during the financial year</b>				
· Addition				
· Reduction				



<b>Net Change</b>				
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount				
ii) Interest due but not paid iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sl. no.	Particulars of Remuneration	Sri D K Samantray	Total Amount
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	27,79,777 3,07,148 0	30,86,925
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify...		
5.	Others, please specify		
	Total (A)		30,86,925
	Ceiling as per the Act		

**B. REMUNERATION TO OTHER DIRECTORS:**

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		-----	-----	-----	---	
1.	Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify					
2.	Total (1)					
3.	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify					
4.	Total (2)					
5.	Total (B)=(1+2)					
6.	Total Managerial Remuneration					
	Overall Ceiling as per the Act					



C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/MTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CF O	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		528049  57184 0		585233
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify ...				
5.	Others, please specify				
	Total				585233

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors of  
**ANGUL SUKINDA RAILWAY LIMITED**

Date : 22/07/2015  
Place : Bhubaneswar

Sd/-  
D.K. Samantray  
(Managing Director)  
(DIN- 05302646)

Sd/-  
Vinay Kumar Singh  
(Director)  
(DIN- 06497700)



To,  
The Board of Directors,  
Angul Sukinda Railway Limited  
Plot No-7622/4706,  
Mauza- Gadakana Press Chhaka,  
Bhubaneswar, Odisha-751005

**Sub: Declaration under sub-section (6) of section 149:**

I, **Saveeta Mohanty**, hereby certify that I am an Independent (Non-executive) Director of Angul Sukinda Railway Limited and comply with all the criteria of independent director envisaged under the provisions of section 149(6) Companies Act, 2013 as & when it may be notified. I hereby certify that:

- I am not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters or directors in the company, its holding, subsidiary or associate company
- I have/had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- none of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither Me nor any of my relatives—
  - (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; **or**
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - (iii) holds together with his relatives 2% or more of the total voting power of the company; **or**
  - (iv) is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

Thanking you,

Place: Bhubaneswar  
Date : 22/07/2015

Signature: Sd/-  
(Saveeta Mohanty)

To,  
The Board of Directors,  
Angul Sukinda Railway Limited  
Plot No-7622/4706,  
Mauza- Gadakana Press Chhaka,  
Bhubaneswar, Odisha-751005

**Sub: Declaration under sub-section (6) of section 149:**

I, **S S Guru**, hereby certify that I am an Independent (Non-executive) Director of Angul Sukinda Railway Limited and comply with all the criteria of independent director envisaged under the provisions of section 149(6) Companies Act, 2013 as & when it may be notified. I hereby certify that:

- I am not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters or directors in the company, its holding, subsidiary or associate company
- I have/had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- none of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither Me nor any of my relatives—
  - (iii) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year
  - (iv) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; **or**
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - (iii) holds together with his relatives 2% or more of the total voting power of the company; **or**
  - (v) is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

Thanking you,

Place: Sambalpur  
Date : 22/07/2015

Signature: Sd/-  
(S S Guru)



SECRETARIAL AUDIT REPORT  
OF  
ANGUL SUKINDA RAILWAY LIMITED  
FOR  
THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2015

ADP & ASSOCIATES  
COMPANY SECRETARIES

Offices-

- Plot No-733, Ground Floor, Saheed Nagar, Bhubaneswar, Odisha-751007  
Telefax 0674-2549636, 09338843388, 09040203020, E-mail: [nayakfcs@gmail.com](mailto:nayakfcs@gmail.com)
- F4F-53/2, Indradhanu Market Complex, Nayapalli, Bhubaneswar-751015  
Phone: 0674- 2552765 (O)/ 9437503765(M), E-mail: [cs\\_deba@yahoo.co.in](mailto:cs_deba@yahoo.co.in)

# ADP & ASSOCIATES

## COMPANY SECRETARIES

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2015

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment of Managerial Personnel) Rules, 2014)

To

The Members,  
Angul Sukinda Railway Limited  
Plot No. 7622/4706, Mauza- Gadakana Press Chhaka,  
Bhubaneswar, Odisha-751005  
CIN-U45203OR2009PLC010620

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by Angul Sukinda Railway Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Angul Sukinda Railway Limited's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2015 complied with the statutory provisions listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2015 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

(ii) Following other laws as are specifically applicable to the Company:

- a. Employees PF & Misc. Provisions Act, 1954
- b. Payment of Gratuity Act
- c. Employees State Insurance Act, 1948
- d. Industrial Disputes Act, 1947
- e. Contract Labour (Regulations and Abolition) Act, 1970.
- f. Payment of Bonus Act, 1965.
- g. Service Tax Rules, 1994,
- h. Orissa State Tax on Professions, Trades, Callings and Employments Act 2000/ Orissa State Tax On Professions, Trades, Callings And Employments Rules, 2000.

#### Offices-

- Plot No-733, Ground Floor, Saheed Nagar, Bhubaneswar, Odisha-751007  
Telefax: 0674-2549636, 09338843388, 09040203020, E-mail: [nayakfcs@gmail.com](mailto:nayakfcs@gmail.com)
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Phone: 0674-2552765 (O)/ 9861073815(M) /9437503765(M), E-mail: [cs\\_deba@yahoo.co.in](mailto:cs_deba@yahoo.co.in)





We have also examined compliance with the applicable clauses of the Secretarial Standards (though not mandatory during the year) issued by the Institute of Company Secretaries of India, under Section 118 (10) of the Companies Act, 2013 to the extent observed by the Company.

The management has represented and we have also checked that the Company being an unlisted Public Company the following Acts, Regulations, Guidelines, Agreements etc. as specified in the prescribed MR-3 Form were not applicable to the Company:

- (i) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (ii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registers to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and;
  - (h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;
- (iii) Listing Agreements with Stock Exchanges.

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

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice was given to all directors to schedule the Board Meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of minutes.



We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that there are no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

Place : Bhubaneswar

Date: 16/07/2015

For ADP & Associates  
Company Secretaries

(CS Priyadarshi Nayak)  
Partner  
FCS-6455  
C.P. No-7042



This is to be read with our letter of even date which is annexed as Enclosure-A and Forms an integral part of this report.



# ADP & ASSOCIATES

## COMPANY SECRETARIES

Enclosure-A

To  
The Members,  
Angul Sukinda Railway Limited  
Plot No. 7622/4706, Mauza- Gadakana Press Chhaka,  
Bhubaneswar, Odisha-751005  
CIN-U45203OR2009PLC010620

Our report of even date is to be read along with this letter.

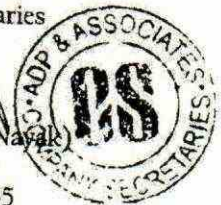
1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practice and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules, regulations, guidelines, standards and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test check basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place :Bhubaneswar

Date: 16/07/2015

For ADP & Associates  
Company Secretaries

(CS Priyadarshi Nayak)  
Partner  
FCS-6455  
C.P. No-7042



### Offices-

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Phone: 0674-2552765 (O)/ 9861073815(M)/9437503765(M), E-mail: [cs\\_deba@yahoo.co.in](mailto:cs_deba@yahoo.co.in)

## FORM NO. AOC -2

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

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

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions'	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Rail Vikas Nigam Limited
	Nature of contracts/arrangements/transaction	Construction Agreement
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	To Construct the line of ASRL
	Date of approval by the Board	24.04.2015
	Amount paid as advances, if any	

For and on behalf of the Board of Directors of  
ANGUL SUKINDA RAILWAY LIMITED

Sd/-

Sd/-

Date : 22/07/2015  
Place : Bhubaneswar

D.K. Samantray  
(Managing Director)  
(DIN- 05302646)

Vinay Kumar Singh  
(Director)  
(DIN- 06497700)





*Angul Sukinda Railway Ltd.*

# **STATEMENT OF FINAL ACCOUNTS**

ANGUL SUKINDA RAILWAY LIMITED  
BALANCE SHEET AS AT 31st March 2015

(Amount ₹)

Particulars	Note No.	As at 31 March 2015	As at 31 March 2014
<b>I. EQUITY AND LIABILITIES</b>			
1 Shareholders' funds			
(a) Share capital	2	5,49,04,93,250	1,75,26,10,496
(b) Reserves and surplus	3	13,46,77,772	13,59,98,726
2 Share Application money pending allotment	4	-	4,10,76,004
3 Non Current Liabilities			
(a) Deferred Tax Liability (Net)	5	-	-
4 Current liabilities			
(a) Other current liabilities	6	1,64,29,205	55,34,03,012
		<b>5,64,16,00,227</b>	<b>2,48,30,88,238</b>
<b>II. ASSETS</b>			
1 Non-current assets			
(a) Fixed assets	7		
(i) Tangible assets		25,12,079	35,76,564
(ii) Intangible assets		1,436	8,370
(iii) Capital work-in-progress		1,23,78,95,489	1,12,49,43,245
(b) Long-term loans and advances	8	21,27,85,166	3,57,27,725
2 Current assets			
(a) Cash and bank balances	9	4,15,48,15,377	1,29,52,38,830
(b) Short-term loans and advances	10	1,76,260	46,454
(c) Other current assets	11	3,34,14,420	2,35,47,050
		<b>5,64,16,00,227</b>	<b>2,48,30,88,238</b>
<b>III. NOTES FORMING PART OF FINANCIAL STATEMENTS</b>	1 to 21		

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

For MIR & Associates  
Chartered Accountants  
FRN:-323590E



(CA Mohammed Riyaz)  
Partner

Mem. No.-060356

Place: Bhubaneswar  
Date : 22nd July, 2015

By order of the Board and on behalf of  
Angul Sukinda Railway Limited

V.K Singh  
Director  
DIN-06497700

D.K Samantray  
Managing Director  
DIN-05302646

Srimanta Baboo  
Company Secretary



ANGUL SUKINDA RAILWAY LIMITED  
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March 2015

		(Amount ₹)	
Particulars	Note No.	Year ended 31 March 2015	Year ended 31 March 2014
I. Revenue from operations	12	12,98,062	-
II. Other income	13	1,47,937	3,85,82,206
III. Total Revenue (I + II)		14,45,999	3,85,82,206
IV. Expenses:			
(a) Employee benefits Expenses	14	1,60,268	11,65,925
(b) Other Expenses	15	11,12,046	9,82,764
(c) Depreciation & amortization Expenses	7	14,94,638	7,40,700
Total expenses		27,66,952	28,89,389
V. Profit before exceptional and extraordinary items and tax (III-IV)		-13,20,953	3,56,92,817
VI. a. Exceptional items		-	-
b. Prior Period Items		-	85,270
VII. Profit before extraordinary items and tax (V - VI)		-13,20,953	3,56,07,547
VIII. Extraordinary Items			
IX. Profit before tax (VII- VIII)		-13,20,953	3,56,07,547
X Tax expense:			
(1) Current tax		-	71,24,890
(2) Deferred tax		-	-11,689
(3) Earlier Year		-	-12,29,303
XI Profit (Loss) for the period from continuing operations (IX-X)		-13,20,953	2,97,23,650
XII Profit/(loss) from discontinuing operations		-	-
XIII Tax expense of discontinuing operations		-	-
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		-	-
XV Profit for the period (IX + XIV)		-13,20,953	2,97,23,650
XVI Earnings per equity share (Face Value ₹ 10/-)	19		
(1) Basic		-0.01	0.25
(2) Diluted		-0.01	0.25
XVII NOTES FORMING PART OF FINANCIAL STATEMENTS		1 to 21	

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

For MIR & Associates  
Chartered Accountants  
FRN:-323590E

(CA Mohammed Riyaz)  
Partner  
Mem. No.-060356

Place: Bhubaneswar  
Date : 22nd July, 2015



By order of the Board and on behalf of  
Angul Sukinda Railway Limited

V.K. Singh  
Director  
DIN-06497700

D.K. Samantray  
Managing Director  
DIN-05302646

Srimanta Baboo  
Company Secretary



**ANGUL SUKINDA RAILWAY LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2015**

		(Amount ₹)	
S. No.	Particulars	For the Year ended March 2015	For the Period ended March 2014
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Profit before tax	(13,20,953)	3,56,07,547
	Adjustments for:		
	Depreciation	14,94,638	7,40,700
	Interest income	(1,47,937)	(3,85,82,206)
	Operating profit before working capital changes	<b>25,748</b>	<b>(22,33,959)</b>
	Changes in working capital:		
	Change in Other Current Assets	(3,04,41,39,663)	(1,01,91,34,800)
	Change in Short Term Loans and Advances	(1,29,807)	(31,784)
	Change in Long Term Loans and Advances	(52,000)	(90,000)
	Change in Other Current Liabilities	1,50,06,193	53,32,74,457
	Cash generated from operations	<b>(3,02,92,89,529)</b>	<b>(48,82,16,086)</b>
	Income tax paid, net of refunds	(2,63,30,093)	(1,24,38,569)
	<b>Net cash (used)/ generated from operating activities (A)</b>	<b>(3,05,56,19,622)</b>	<b>(50,06,54,655)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Capital expenditure (including capital advances)	(26,40,62,141)	(30,28,39,633)
	Proceeds from sale of fixed assets - Other items	11,330	
	Interest received	1,47,937	(1,79,23,65,028)
	<b>Net cash used in investing activities (B)</b>	<b>(26,39,02,874)</b>	<b>(2,09,52,04,661)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds from issue of shares	3,14,48,26,750	90,54,57,500
	<b>Net cash (used)/ generated in financing activities (C)</b>	<b>3,14,48,26,750</b>	<b>90,54,57,500</b>
	<b>Net increase/ (decrease) in cash and cash equivalents (A + B + C)</b>	<b>(17,46,95,746)</b>	<b>(1,69,04,01,816)</b>
	Opening balance of cash and cash equivalents	24,91,72,257	10,86,26,839
	Closing balance of cash and cash equivalents, consisting of	<b>7,44,76,511</b>	<b>(1,58,17,74,977)</b>
	<b>Balance with Scheduled Banks</b>		
	--On Current Accounts	7,44,76,511	3,91,72,257
	--Deposits with Original Maturity of Less than Three Months	-	21,00,00,000
	<b>Closing balance of cash and cash equivalents</b>	<b>7,44,76,511</b>	<b>24,91,72,257</b>

This Cash Flow statement has been prepared under the indirect method setout in AS-3 issued by The Institute of Chartered Accountants of India.

Previous year's figures have been regrouped and rearranged, wherever necessary.

This is Cash Flow Statetment referred to in our report of even date

For MIR & Associates  
Chartered Accountants  
FRN:-323590E

(CA Mohammed Riyaz)  
Partner  
Mem. No.-060356

Place: Bhubaneswar  
Date : 22nd July, 2015



By order of the Board and on behalf of  
Angul Sukinda Railway Limited

*V.K. Singh*  
V.K Singh  
Director  
DIN-06497700

*D.K. Samantray*  
D. K. Samantray  
Managing Director  
DIN-05302646

*Srimanta Baboo*  
Srimanta Baboo  
Company Secretary



## ANGUL SUKINDA RAILWAY LIMITED

### NOTE-1

#### Notes to the financial statements

##### 1 General Information

The company was incorporated on February 20, 2009 as a Special Purpose Vehicle for the construction of new railway line from Angul to Sukinda on East Coast Railways. The Company is a Joint Venture of Rail Vikas Nigam Limited (RVNL), Govt of Odisha (GoO), Odisha Mining corporation limited (OMC), Container corporation of India limited (Concor), Odisha Industrial Infrastructure Development Corporation (IDCO) and Jindal Steel and Power Limited (JSPL). The Company is a public limited company.

As per the Shareholders' agreement dated May 27, 2009, the construction of the project will be undertaken by Rail Vikas Nigam Limited (RVNL) in terms of Construction Agreement with the company.

The Company has entered into a Concession Agreement with Ministry of Railways (MoR), Government of India dated 14th May, 2010 in terms of which the Ministry of Railways (Concessions Authority) has authorized the Company (Concessionaire) to develop, finance, design, engineer, procure, construct, operate and maintain the Project Railway and to exercise and/or enjoy the rights, powers, benefits, privileges, authorizations and entitlements upon its completion. Further, in terms of the said agreement, the East Coast Railway (ECOR) will lease the existing Land to the company for the purpose of the Project, lease rental for which shall be as per the extant policy of the MoR as revised from time to time and the new land acquired by it in lieu of a nominal Annual Lease rental of ₹ 1 as referred to in the Lease Deed forming part of the Concession Agreement. Further Land acquisition will be done by ASRL (through ECR) and will remain the property of ASRL till the expiry of 30 year lease period or Net present Value (NPV) payback equal to equity investment @14% whichever is earlier. In case the NPV payback is reached earlier than 30 years, the concession agreement would stand terminated and the project line would be repossessed by railway.

##### 1.1 Summary of significant accounting policies

###### I. Basis of preparation

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention, except for items stated in Note 2.9. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

###### II. Use Of Estimate

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses for the years presented. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to the accounting estimates is recognized prospectively in current and future periods.

###### III. Extraordinary and Exceptional Items

Income or Expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the Company are classified as extraordinary items. Specific disclosure of such events/transactions is made in the financial statements. Similarly, any external event beyond the control of the company, significantly impacting income or expense, is also treated as extraordinary item and disclosed as such.

###### IV. Events occurring after the balance sheet date and prior period items

Prior period items which arise in the current period as a result of error or omission in the preparation of prior periods financial statements are separately disclosed in the current financial statements.

Material events occurring after the Balance Sheet date and Prior Period items are taken into cognizance.



*Amrinder*

*DA*

*Amrinder*



V. **Fixed Assets & Depreciation**

**A) Tangible Fixed assets**

Tangible Fixed Assets are stated at acquisition cost, inclusive of inward freight, duties, taxes and incidental expenses related to acquisition.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value or net realizable value and are shown separately in the financial statements. Any expected loss is recognized immediately in the Statement of Profit and Loss. Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

**B) Depreciation**

Depreciation is provided on WDV method over the estimated useful lives of the assets at the rates prescribed under Schedule II of companies Act 2013.

Till year ended 31 March 2014, to comply with the requirements of Schedule XIV to the Companies Act, 1956, the company was charging 100% depreciation on assets costing less than ₹5,000/- in the year of purchase. However, Schedule II to the Companies Act 2013, applicable from the current year, does not recognize such practice. Hence, to comply with the requirement of Schedule II to the Companies Act, 2013, the company has changed its accounting policy for depreciations of assets costing less than ₹5,000/-. As per the revised policy, the company is depreciating such assets over their useful life as assessed by the management. The management has decided to apply the revised accounting policy prospectively from accounting periods commencing on or after 1 April 2014.

The change in accounting for depreciation of assets costing less than ₹5,000/- did not have any material impact on financial statements of the company for the current year.

Leasehold improvements are amortized over the period of lease from the month in which such improvements are capitalized.

**C) Intangible Assets and Amortization**

Computer software is amortized over a period of three years on pro-rata basis.

**D) Capital Project Work in Progress**

Expenditure which can be directly identified with the Project undertaken by the company is debited to "Capital Work in Progress" Under Note 7 "Direct Project Expenditure". Indirect expenditure in the nature of employee benefits and other expenses has been charged to project. Interest earned on Mobilization advances given by the Company in respect of project execution, amount received on sale of tender and Interest earned on deposits with bank is reduced from Capital Work in Progress.

VI. **Impairment**

In accordance with Accounting Standard-28 Impairment of Assets (AS-28), the carrying amounts of Company's assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated as the higher of the net selling price and the value in use. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. On the basis of review, the management is of the opinion that the economic performance of Fixed Assets of the Company is not worse than expected and therefore there is no impairment of any assets as on the Balance Sheet date.

VII. **Revenue Recognition**

Revenue is recognized based on the nature of activity when consideration can be reasonably measured and there exists reasonable certainty of its recovery.

(a) Interest on Fixed deposits with Bank is accounted for on accrual Basis.

(b) Other items of Income are accounted for as and when right to receive is established.



*[Handwritten signature]*

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*[Handwritten signature]*



**VIII. Current and deferred tax**

Tax on Income is determined on the basis of taxable Income and tax credits computed in accordance with the provisions of the Income Tax Act 1961.

Deferred tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only 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. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the group re-assesses unrecognized deferred tax assets, if any.

Deferred tax assets in respect of unabsorbed depreciation/brought forward losses are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternative Tax credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**IX. Taxes on Income and interest, penalty, claims and debit notes**

Tax/Interest/Fines/penalties on account of late deposit and non-deduction of income tax deducted at source and other statutory dues are accounted for in the year in which they are levied by the statutory authorities.

Claims are accounted for in the year in which they are received/finally settled.

Debit notes/adjustments in respect of deductions are accounted for in the year in which they are received/settled

**X. Provisions, Contingent Liabilities and Contingent Assets**

Provisions: Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is termed as a contingent liability.

Contingent Assets: Contingent Assets are neither recognized nor disclosed. However, when realisation of income is virtually certain, related asset is recognized.

**XI. Earning Per Share**

Basic earning per share is computed by dividing the profit/loss after tax by the number of weighted average shares outstanding during the year. Diluted earning per share is calculated by dividing the net profit for the year attributable to equity shareholder by the weighted average number of equity shares outstanding during the year adjusted for all potential equity shares.

**XII. Material Events**

Material events occurring after the Balance Sheet date are taken into cognizance.



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### XIII. Lease Accounting

Finance leases, which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased asset, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are recognized as borrowing costs in the statement of profit and loss.

Leases where the lesser effectively retains substantially all the risks and benefits of ownership of Leased term, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term unless there is a more systematic basis which is more representative of the time pattern of the lease expenses.

### XIV. Cash Flow Statement

The cash flow statement is prepared by the indirect method set out in Accounting Standard 3 on "cash flow statement" and presents the cash flows by operating, Investing and financing activities of the company. Cash and bank Balance that have insignificant risk of change in value, which have duration upto 3 months are included in the company's cash and cash equivalents in cash flow statement.

XV. The Accounting policies that are currently not relevant to the company have not been disclosed. When such accounting policies become relevant, the same shall be disclosed.

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## 2.1 Share Capital

Particulars	As at 31 March 2015 Amount (₹)	As at 31 March 2014 Amount (₹)
<b>Authorized</b> 60,00,00,000 Equity Shares of ₹10 each (Previous Year 47,04,00,000 Equity Shares of ₹10 each)	6,00,00,00,000	4,70,40,00,000
<b>Issued &amp; Subscribed</b> 60,00,00,000 Equity Shares of ₹10 each (Previous Year 42,00,00,000 Equity Shares of ₹10 each)	6,00,00,00,000	4,20,00,00,000
<b>Paid Up</b> <b>Fully paid</b> Equity Shares fully paid 49,92,25,000 at Rs 10 per equity share (Previous Year 50,000 Equity shares of ₹ 10 each)	4,99,22,50,000	5,00,000
<b>Partly paid</b> Equity Shares 5,99,75,000 partly paid up @ 8.31 per equity share (amount called per share is ₹ 8.31) . (Previous Year Equity shares partly paid up 41,99,50,000 at ₹ 4.27)	49,82,43,250	1,75,21,10,496
<b>Total</b>	<b>5,49,04,93,250</b>	<b>1,75,26,10,496</b>

## 2.2 Equity Share Forfeited

8,40,00,000 partly Equity Shares of face value Rs 10 each, allotted to Bhushan Steel Limited on 18th May, 2012 having paid up value of ₹ 1.19 per share, were forfeited by the Company during the financial year 2012-13, in the Board meeting Dt. 20th March, 2013, due to non payment of ₹ 15.40 Crore against 3rd and 4th cash call of ₹ 7.00 Crore & ₹ 8.40 Crore, respectively. These shares were reissued during the financial year 2013-14 at face value, entire amount forfeited from Bhushan Steel Limited was transferred to capital reserve.

### NOTE 2A

#### Reconciliation of Number of Shares

Particulars	2014-15 Equity Shares		2013-14 Equity Shares	
	Number	Amount (₹)	Number	Amount (₹)
<b>Equity Shares Fully paid up</b>				
Shares outstanding at the beginning of the year	50,000	5,00,000	50,000	5,00,000
Shares issued during the Period	19,38,19,673	1,93,81,96,730	-	-
Partly Paid converted to fully paid up	30,53,55,327	3,05,35,53,270	-	-
Shares bought back during the Period	-	-	-	-
<b>Shares outstanding at the end of the Period</b>	<b>49,92,25,000</b>	<b>4,99,22,50,000</b>	<b>50,000</b>	<b>5,00,000</b>
<b>Equity Shares Partly paid up</b>				
Shares outstanding at the beginning of the year	41,03,30,327	1,75,21,10,496	29,39,50,000	88,77,29,000
Shares issued during the Period	-	-	11,63,80,327	86,43,81,496
Shares surrendered by JSPL	4,50,00,000	-	-	-
Partly Paid converted to fully paid up	30,53,55,327	1,25,38,67,246	-	-
<b>Shares outstanding at the end of the period</b>	<b>5,99,75,000</b>	<b>49,82,43,250</b>	<b>41,03,30,327</b>	<b>1,75,21,10,496</b>

During the year ended 31st March 2014, Jindal Steel and Power Limited has surrendered 4.50 Crore shares, which were reallocated to Container Corporation of India Limited.

### Note 2B

#### Terms & Rights attached to equity shares

The company has only one class of equity shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share and also to dividends in Indian rupees, if declared/ approved by the shareholders. During the period ended 31 March 2015, no dividend declared for distribution to equity shareholders. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company after distributing all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

### Note 2C

#### Shares held by holding/ultimate holding company and/or their subsidiaries/associates

The company does not have any holding/ultimate holding company and/or their subsidiaries/associates.

### NOTE 2D

#### Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares</b>				
1 Rail Vikas Nigam Limited ( 189000000, shares are Fully paid up @ ₹ 10.00/- per share (Previous Year @ ₹ 4.27)	18,90,00,000	34%	18,90,00,000	46%
2 Jindal Steel and Power Limited (25,000 shares are Fully paid up @ ₹ 10/- per share (599,75,000 shares are partly paid up @ ₹ 8.31/- per share (Previous Year@ ₹ 4.27))	6,00,00,000	11%	10,50,00,000	26%
3 Government of Odisha( 8,70,00,000 shares are Fully paid up @ ₹ 10/- per share) (Previous Year 4,91,80,327 shares are partly paid up @ ₹ 4.27/- per share)	8,70,00,000	16%	4,91,80,327	12%
4 Odisha Mining Corporation Limited (6,30,00,000 shares are Fully paid up @ ₹ 10/- per share) (Previous Year@ ₹ 4.27))	6,30,00,000	11%	6,30,00,000	15%
5 Orissa Industrial Infrastructure Development Corporation ( 42,00,000 shares are Fully paid up @ ₹ 10/- per share) (Previous Year@ ₹ 4.27))	42,00,000	1%	42,00,000	1%
6 Container Corporation of India Limited (15,60,00,000 shares are Fully paid up @ ₹ 4.27/- per share)	15,60,00,000	28%	-	-
<b>Total</b>	<b>55,92,00,000</b>	<b>100%</b>	<b>41,03,80,327</b>	<b>100%</b>



*Panigrahi*

*DB*

*Sanjay*

**NOTE 3**  
**Reserves & Surplus**

Particulars	As at 31 March 2015	As at 31 March 2014
	Amount (₹)	Amount (₹)
<b>Surplus</b>		
Opening balance	3,59,98,726	62,75,076
(+) Net Profit/(Net Loss) For the Period	-13,20,953	2,97,23,650
<b>Total (A)</b>	<b>3,46,77,772</b>	<b>3,59,98,726</b>
<b>Capital Reserve</b>		
Opening balance	10,00,00,000	-
(+) Addition during the Period	-	10,00,00,000
<b>Total (B)</b>	<b>10,00,00,000</b>	<b>10,00,00,000</b>
<b>Closing Balance (A+B)</b>	<b>13,46,77,772</b>	<b>13,59,98,726</b>

**NOTE 4**  
**Share application money pending allotment**

Particulars	As at 31 March 2015	As at 31 March 2014
	Amount (₹)	Amount (₹)
Share application money pending allotment	-	4,10,76,004
<b>Total</b>	<b>-</b>	<b>4,10,76,004</b>
Number of Share proposed to be issued	-	96,19,673
Period before which shares are to be issued	-	26.05.2014
Whether the company has sufficient authorized capital	-	Yes
Interest accrued on amount due for refund	-	-
Period for which pending beyond the period for allotment	-	NA

**NOTE 5**  
**Deferred Tax Liabilities Net**

As per the Accounting Standard 22 issued by the Institute of Chartered Accountants of India, Deferred tax assets in respect of unabsorbed depreciation/ brought forward losses are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Keeping in view the financial prudence, company has decided not to recognize the deferred tax asset because of uncertainty of sufficient taxable profits in near future to set off the same.

**NOTE 6**  
**Other Current Liabilities**

Particulars	As at 31 March 2015	As at 31 March 2014
	Amount (₹)	Amount (₹)
(a) Statutory Liabilities	8,96,113	3,41,660
(b) Other Payables	13,54,137	10,81,352
(c) Calls in Advance	-	55,19,80,000
(d) Payable towards Project Expenditure	1,41,78,955	-
<b>Total</b>	<b>1,64,29,205</b>	<b>55,34,03,012</b>



*Ramzan*

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## NOTE 7

Particulars	Gross Block			Fixed Asset			Accumulated Depreciation			Net Block	
	As at 1 April 2014	Additions	(Disposals)	As at 31 March 2015	As at 1 April 2014	Depreciation charge for the period***	On disposals	As at 31 March 2015	As at 31 March 2015	As at 31 March 2014	As at 31 March 2014
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
<b>Tangible Assets</b>											
CAR	11,74,326			11,74,326	4,50,953	2,37,658		6,88,611	4,85,715		7,23,373
COMPUTER	3,95,107	56,239		4,51,346	1,94,013	1,82,366		3,76,379	74,967		2,01,094
FURNITURE & FIXTURE	12,30,654	58,329		12,88,983	2,32,657	2,45,327		4,77,984	8,10,999		9,97,997
Office Equipment	7,20,079	2,44,518	43,290	9,21,307	1,05,634	3,99,007	17,675	4,86,966	4,34,341		6,14,445
Lease hold improvement	12,05,988	39,748		12,95,736	1,66,333	4,23,346		5,89,619	7,06,057		10,39,655
<b>Intangible Assets</b>											
Software	14,500			14,500	6,130	6,934		13,064	1,436		8,370
<b>Total</b>	<b>47,40,654</b>	<b>4,48,834</b>	<b>43,290</b>	<b>51,46,198</b>	<b>11,55,720</b>	<b>14,94,638</b>	<b>17,675</b>	<b>26,32,683</b>	<b>25,13,515</b>		<b>35,84,934</b>
<b>Capital Work In Progress (CWIP)</b>											
<b>A. Direct Project Expenditure</b>											
<b>Civil Work</b>											
Preliminary Project Expenditure	1,12,43,922	26,32,632		1,38,76,554					1,38,76,554		1,12,43,922
Expenditure Pending Allocation											
Land*	66,08,24,903	5,35,713		66,14,10,616					66,14,10,616		66,08,24,903
Bridge Work	34,22,66,533	10,66,07,470		44,88,74,003					44,88,74,003		34,22,66,533
Detail Design Eqp. (CIVIL)	9,990			9,990					9,990		9,990
Formation		4,52,97,954		4,52,97,954					4,52,97,954		
Permanent Way		30,73,560		30,73,560					30,73,560		
Site Facilities		25,21,632		25,21,632					25,21,632		
Direction & General Charges**	9,25,03,274	1,01,61,578		10,26,64,852					10,26,64,852		9,25,03,274
Departmental Charges		6,40,72,050		6,40,72,050					6,40,72,050		
<b>Electrical Work</b>											
General Electrification		40,12,715		40,12,715					40,12,715		
Direction & General Charges**		3,51,111		3,51,111					3,51,111		
<b>Signalling &amp; Telecom</b>											
Detailed Design Engineering	10,11,235			10,11,235					10,11,235		10,11,235
Direction & General Charges**	1,08,101	-9,617		88,484					88,484		1,08,101
<b>Financing Cost</b>											
Interest of RVNL		11,55,425		11,55,425					11,55,425		
Less: Sale of Tender											
Less: Interest On Mobilization	2,35,000			2,35,000					2,35,000		2,35,000
Advance (Note - 16)	1,40,79,393	15,61,397		1,56,70,790					1,56,70,790		1,40,79,393
Less: Interest on Bank Deposits (Note - 16)		13,83,37,656		13,83,37,656					13,83,37,656		
	1,09,36,53,565	10,05,23,170		1,19,41,76,735					1,19,41,76,735		1,09,36,53,565
<b>B. Incidental Expenditure During Construction (IEDC)</b>											
	3,12,89,680	1,24,79,074		4,37,18,754					4,37,18,754		3,12,89,680
<b>Total (A+B)</b>	<b>1,12,49,43,245</b>	<b>11,29,52,244</b>		<b>1,23,78,95,489</b>					<b>1,23,78,95,489</b>		<b>1,12,49,43,245</b>

## Note 7.1

\* Leasehold Land under the head Capital Work in Progress represents payments made for land acquisition through East Coast Railways. The total payment made during the period amounts to ₹ 0.08 Crore (Previous year ₹ 18.02 Crore). The title of land acquired / to be acquired will however continue to remain with East Coast Railway and the company hold the leasehold rights on the Land till the period of Concession Agreement i.e., 30 years or on to attainment of the Net Present Value (NPV) payback equal to equity investment @14% whichever is earlier. In case the NPV payback is reached earlier then 30 years, the concession agreement would stand terminated and the project line would be repossessed by railway.

The Leasehold Land acquired by ASRL (through ECoR) will remain the property of ASRL till the period of Concession Agreement and thereafter will revert to ECoR on an amount equal to the cost of land, financed by ASRL at the time of acquisition of land without any interest.

Construction agreement has been signed by RVNL on 24th April 2015, Direction & General (D&G) and Departmental charges have been charged by RVNL as per the terms of agreement. Financial implication of change has been accounted for in the financial statements.



**NOTE 8****Long-term loans and advances**

Particulars	As at 31 March 2015 Amount (₹)	As at 31 March 2014 Amount (₹)
<b>Unsecured, Considered Good</b>		
(a) Capital Advances		
Advance towards Project Expenditure:		
- Advance for Land	17,00,00,000	
- Mobilization Advance	69,85,533	2,85,57,385
- Advance for Electrical Work	22,47,200	
(b) Security deposits	1,42,000	90,000
(c) Other Loans & Advances		
(i) Income Tax Refund	52,89,494	17,63,562
(ii) Advance Tax and TDS ( Net of Provision for Taxes)	2,81,20,939	53,16,778
<b>Total</b>	<b>21,27,85,166</b>	<b>3,57,27,725</b>

**NOTE 9****Cash and Bank Balance**

Particulars	As at 31 March 2015 Amount (₹)	As at 31 March 2014 Amount (₹)
<b>Cash and Cash Equivalents</b>		
<b>Balances with Banks:</b>		
--On Current Account	7,44,76,511	3,91,72,257
--Deposits with Original Maturity of Less than Three Months		21,00,00,000
<b>Other Bank Balances</b>		
--Deposits with Original Maturity for More than Three Months but Less Than 12 Months	4,08,03,38,866	1,04,60,66,573
<b>Total</b>	<b>4,15,48,15,377</b>	<b>1,29,52,38,830</b>

**NOTE 10****Short-term loans and advances**

Particulars	As at 31 March 2015 Amount (₹)	As at 31 March 2014 Amount (₹)
<b>Unsecured, Considered Good</b>		
(a) Other Loans & Advances		
(i) Staff Imprest	13,559	30,859
(ii) Prepaid Expenses	39,101	15,595
(iii) Balances with Statutory & Government Authorities	1,23,600	
<b>Total</b>	<b>1,76,260</b>	<b>46,454</b>

**NOTE 11****Other current assets**

Particulars	As at 31 March 2015 Amount (₹)	As at 31 March 2014 Amount (₹)
(a) Interest Accrued on Fixed Deposits	3,34,14,420	84,98,817
(b) Advances to Creditors		1,50,48,233
<b>Total</b>	<b>3,34,14,420</b>	<b>2,35,47,050</b>



*Ranjana*

*DP* *Saboo*



**Note-12**  
**Revenue from Operations**

Particulars	Year ended 31 March 2015 Amount (₹)	Year ended 31 March 2014 Amount (₹)
Revenue from Operations		
Project Consultancy Services	12,98,062	-
<b>Total</b>	<b>12,98,062</b>	<b>-</b>

**NOTE 13**  
**Other Income**

Particulars	Year ended 31 March 2015 Amount (₹)	Year ended 31 March 2014 Amount (₹)
Interest Income on		
Bank Deposits	13,83,37,656	3,85,82,206
Mobilisation Advance	15,91,397	45,84,391
Income Tax Refund	1,47,937	-
	<b>14,00,76,990</b>	<b>4,31,66,597</b>
Less : Interest on Mobilization Advance Transferred to CWIP (Note - 7)	15,91,397	45,84,391
Less : Interest on Bank Deposits transferred to CWIP (Note-7)	13,83,37,656	-
<b>Total</b>	<b>1,47,937</b>	<b>3,85,82,206</b>

**Note: 13.1** There is a change in the policy for interest earned on deposits with banks, earlier interest earned on deposits with bank had been taken to the profit and loss account. From current financial year the interest earned during year on deposits with bank will be taken to the capital work in progress. Had the company continued to apply the earlier policy, capital work in progress would have been higher by ₹13,83,37,656/- and profit of the company would have been higher by ₹13,83,37,656/-.

**NOTE 14**  
**Employee Benefits Expenses**

Particulars	Year ended 31 March 2015 Amount (₹)	Year ended 31 March 2014 Amount (₹)
Salary, Wages and Bonus	57,23,292	38,38,031
Staff Welfare Expenses	9,46,457	5,23,854
Contribution to Provident and other funds	4,99,521	2,16,750
		85,065
	<b>71,69,270</b>	<b>46,63,700</b>
Less : Amount transferred to CWIP as IEDC (Refer Note below)	70,09,002	34,97,775
<b>Total</b>	<b>1,60,268</b>	<b>11,65,925</b>

**Note: 14.1** There is a change in the policy for allocation of indirect expenditure (employee benefits and other expenses etc.) on project. Earlier these expenditure were charged on the project to the extent of 75% and remaining 25% were charged against the revenue, now 100% of such indirect expenditure to the project except the portion of expenses related to the income from operation as identified by the company.

Had the company continued to apply the earlier policy of allocation of indirect expenditure on project, the capital work in progress would have been lower by ₹ 31,07,269/- and profit of the company would have been lower by ₹ 31,07,269/-.



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**NOTE 15****Other expenses**

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
	Amount (₹)	Amount (₹)
Project Consultancy fees paid	10,00,000	-
Legal & Professional Fees	9,46,432	10,31,591
Payment to Auditors:		
As Auditors - Statutory Audit	49,438	44,944
For Other Services	11,236	-
Traveling Expense	5,68,582	4,93,675
Printing and Stationary	1,88,027	1,32,897
Power & Fuel	94,627	65,113
Repair and Maintenance Expenses	1,70,021	68,124
Housekeeping and Office Security Expense	8,07,825	4,04,009
Insurance Charges	20,577	15,590
Rent	5,80,000	4,95,000
Meeting & Conference	1,30,775	1,87,785
Rates & taxes	36,500	7,550
Vehicle Hire Charges	8,60,897	5,85,878
Communication Expenses	1,51,553	1,01,208
Counsultancy Charges -Land	5,46,129	4,80,000
Miscellaneous Expense	3,69,501	2,97,692
	<b>65,32,118</b>	<b>44,11,056</b>
Less : Amount transferred to CWIP as IEDC (Refer Note 14.1)	54,20,072	34,28,292
<b>Total</b>	<b>11,12,046</b>	<b>9,82,764</b>

**NOTE 16**

There are no reported Micro, Small and Medium enterprises as defined in the "The Micro, Small & Medium Enterprises Development Act 2006" to whom the company owes dues.

**NOTE 17****Other Disclosures as per Schedule III of Companies Act, 2013**

Expenditure in Foreign Currency - Nil (Previous year Nil)

Earnings in Foreign Currency - Nil (Previous year Nil)

**NOTE 18**

Due to application of Schedule II to the Companies Act, 2013, the company has changed the manner of depreciation for its fixed assets. Now, the company identifies and determines separate useful life for each major component of the fixed asset, if they have useful life that is materially different from that of the remaining asset. The company has used transitional provisions of Schedule II to adjust the impact of component accounting arising on its first application. If a component has zero remaining useful life on the date of Schedule II becoming effective, i.e., 1 April 2014, its carrying amount, after retaining any residual value, is charged to the opening balance of retained earnings. The carrying amount of other components, i.e., components whose remaining useful life is not nil on 1 April 2014, is depreciated over their remaining useful life.



*Amrinder Singh* *ADP* *Subash*



**NOTE 19**  
Earning Per Share

Particulars	Year ended 31 March 2015	Year ended 31 March 2014
Profit After Tax but before extra-ordinary items (₹)	-13,20,953	2,97,23,650
Weighted average number of Equity Shares (Face value of ₹ 10 each)	24,40,28,846	11,95,50,325
Basic & Diluted EPS before Extra-Ordinary items (₹)	-0.01	0.25
Profit After Tax and after extra-ordinary items (₹)	-13,20,953	2,97,23,650
Basic & Diluted EPS after Extra-Ordinary items (₹)	-0.01	0.25

**NOTE 20**  
Related Party Disclosures  
20.1 Related Parties

S. No.	Name	Nature of Relationship
1	Rail Vikas Nigam Limited (RVNL)	Parties to the Joint Venture Agreement
2	Jindal Steel and Power Limited (JSPL)	Parties to the Joint Venture Agreement
3	Government of Odisha	Parties to the Joint Venture Agreement
4	Odisha Mining Corporation Limited	Parties to the Joint Venture Agreement
5	Orissa Industrial Infrastructure	Parties to the Joint Venture Agreement
6	Container Corporation of India	Parties to the Joint Venture Agreement
7	Dilip Kumar Samantray	Managing Director

20.2 Disclosure of transaction with related parties

SL. NO.	Particulars	Amount (₹)		Outstanding Amount Payable/ (Receivable) (₹.)	
		Year ended 31 March 2015	Year ended 31 March 2014	As at 31 March 2015	As at 31 March 2014
1	Rail Vikas Nigam Limited (RVNL)				
	Expenditure towards project	23,82,75,113	32,15,76,367	1,41,78,955	-1,50,48,233
	Amount received towards Equity Share	1,08,28,26,750	23,62,18,750	-	-
	Capital Advance given/Adjusted	-15,06,75,348	-2,42,34,698	-17,92,32,733	-2,85,57,385
2	Jindal Steel and Power Limited				
	Amount received towards Subscription of Equity Shares	5,00,00,000	13,12,18,750	-	-
3	Container Corporation of India Limited				
	Amount received towards Subscription of Equity Shares	1,56,00,00,000	-	-	-
4	Odisha Government				
	Amount received towards Subscription of Equity Shares	45,00,00,000	-	-	-
5	Dilip Kumar Samantray				
	Amount Paid towards Remuneration	30,86,925	27,50,077	-	-

**NOTE 21**

Previous year figures have been restated/regrouped/ reclassified wherever considered necessary to confirm to the current period classification.

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

For MIR & Associates  
Chartered Accountants  
FRN:-323590E

(CA Mohammed Riyaz)  
Partner  
Mem.No.-060356

Place: Bhubaneswar  
Date: 22nd July, 2015



By order of the Board and on behalf of  
Angul Sukinda Railway Limited

V.K Singh  
Director  
DIN-06497700

D. K Samantray  
Managing Director  
DIN-05302646

Srimanta Baboo  
Company Secretary



*Angul Sukinda Railway Ltd.*

# **AUDITORS' REPORT**





## Independent Auditor's Report

The Members of  
Angul Sukinda Railway Limited  
Bhubaneswar

### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Angul Sukinda Railway Limited (the Company), which comprise the Balance Sheet as at 31 March 2015, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

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

### Auditor's Responsibility

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

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



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

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- a. in the case of the Balance Sheet of the state of affairs of the Company as at 31<sup>st</sup> March 2015,
- b. in the case of the Profit and Loss Account, of the loss for the year ended on that date, and
- c. in the case of the Cash Flow statement, the cash flow for the year ended on that date.

### Emphasis of matters:

*We draw attention to Note no. 13.1 as regards change in policy in respect of interest earned on fixed deposit out of temporary surplus fund infused as share capital for meeting the cost of execution of project having been reduced from Capital Work in Progress. The said change in policy has resulted in decrease in profit to the tune of Rs. 13.83 Crores with a consequential decrease in Capital Work in Progress. Our Opinion is not qualified in this matter.*

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.



2. As required by Section 143 (3) of the Act, we report that:

- (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (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;
- (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the directors as on 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) with respect to the other matters to be included in the Auditor's Report in accordance with

Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in 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 **MIR & Associates**  
Chartered Accountants  
FRN-323590E

CA Md. Riyaz  
Partner  
Mem No: 060356



Bhubaneswar

22nd July 2015



**Annexure to the Independent Auditors' Report**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2015, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets of the company have been physically verified by the management during the year and no serious discrepancies have been noticed on such verification.
- (ii) The Company now in project construction stages no physical stores and other materials. Thus, paragraph 3(ii) of the Order is not applicable.
- (iii) a) The Company does not granted any loans to the companies, firms or other parties listed in the register maintained U/s-189 of the companies Act, 2013. Accordingly sub clauses (b), (c) and (d) of paragraph 4 (iii) are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and sale of services. The company is in project construction period, we have not observed any major weakness in the internal control system during the course of the audit.
- (v) The Company has not accepted any deposits from the public within the meaning of section 73, section 74, section 75 and section 76 of the Companies Act and the rules framed there under.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, for any of the services rendered by the Company.
- (vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.  
  
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.
- b) No disputed statutory dues pending.
- (viii) The Company does not have any accumulated losses at the end of the financial year and as the company in project construction period it has incurred only depreciation loss not cash loss in the current financial year.
- (ix) The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.






- (x) In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions..
- (xi) The Company did not have any term loans outstanding during the year.
- (xii) 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 instance of fraud on or by the Company, noticed or reported during the year, nor have been informed of such case by the management.

for MIR & Associates  
Chartered Accountants  
FRN-323590E

  
CA Md. Riyaz  
Partner  
Mem No: 060356



Bhubaneswar

 July'2015



**Report on Directions under section 143(5) of Companies Act 2013**

Of

**Anqul Sukinda Railway Limited for the Financial Year 2014-15**

Sl. No.	Directions	Auditor Comment
1	If the Company has been selected for disinvestment, a complete status report in terms of valuation of Assets (including intangible assets and land) and Liabilities (including Committed & General Reserves) may be examined including the mode and present stage of disinvestment process.	NO
2	Please report whether there are any cases of waiver/ write off of debts/loans/interest etc., if yes, the reasons there for and the amount involved.	NO
3	Whether Proper records are maintained for inventories lying with third parties & assets received as gift from Govt. or other authorities.	DOES NOT ARISE
4	A report on age-wise analysis of pending legal/arbitration cases including the reasons of pendency and existence/effectiveness of a monitoring mechanism for expenditure on all legal cases (foreign and local) may be given.	NO PENDING LEGAL/ARBITRATION CASES.

For and on behalf of

MIR & Associates  
Chartered Accountants  
FRN-323590E

(CA Md. Riyaz)  
Partner  
Mem. No.-060356







कार्यालय प्रधान निदेशक लेखापरीक्षा  
पूर्व तट रेलवे, भुवनेश्वर



OFFICE OF THE PRINCIPAL DIRECTOR OF AUDIT  
EAST COAST RAILWAY, BHUBANESWAR

सं: समन्वय/2-1/Supp. Audit/ASRL/2015-16/820

दिनांक: 15.09.2015

To,  
The Managing Director,  
Angul Sukinda Railway Ltd.,  
Plot No.-7622/4706,  
Press Chhaka, Gajapati Nagar,  
Bhubaneswar- 751 005

Sub: Comments of the Comptroller & Auditor General of India under section 139 of the Companies Act, 2013 on the accounts of Angul-Sukinda Railway Limited for the year ended 31st March 2015.

Sir,

I am to send herewith the comments of Comptroller and Auditor General of India under Section 139 of the Companies Act, 2013 on the accounts of Angul-Sukinda Railway Limited for the year ended 31st March 2015. Assurances made for on the following two points given in your reference dated 04 September 2015 are taken into consideration.

Para 2: Irregular levy of D&G charges on land cost and preliminary expenses.

Para 3: Irregular collection of site facility charges.

Encl: As above.

Yours faithfully,

(A.N.Sarkar)

Principal Director of Audit

**Comments of the Comptroller and Auditor General of India under Section 139 of the Companies Act, 2013 on the accounts of Angul-Sukinda Railway Limited for the year ended 31<sup>st</sup> March 2015**

The preparation of financial statements of Angul-Sukinda Railway Limited for the year ended 31<sup>st</sup> March 2015 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 143 (6) & (7) of the Companies Act, 2013 are responsible for expressing opinion in these financial statements under Section 143 of the Companies Act, 2013 based on the independent audit in accordance with the auditing and assurance standards prescribed by their professional body, the Institute of Chartered Accountants of India. This is stated to have been done by them vide their Audit Report dated 22 July 2015.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under Section 139 of the Companies Act, 2013 of the financial statements of Angul-Sukinda railway Limited for the year ended 31<sup>st</sup> March 2015. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditor's report under Section 139 of the Companies Act, 2013.

**For and on the behalf of the  
Comptroller and Auditor General of India**

  
(A.N. Sarkar)  
**Principal Director of Audit  
East Coast Railway**

**Place: Bhubaneswar  
Date: 15.09.2015**





*Angul Sukinda Railway Ltd.*

# GENERAL

## Works-in-progress of Major Bridges







**Earth works-in-information**



**Site visit by Conservator of Forest (Central),  
MOEF for Forest Land Clearance**





**Meeting with ECoRly officials on alignment and yard plans**



**29th BoD Meeting Chaired by Sri S.S. Narayan, AM (CE)**



**Meeting of MD/ASRL with Chief Secretary/Govt. of Odisha**





**Welcoming to New Directors of ASRL**



**Signing of the Construction Agreement between RVNL and ASRL**