Telecommunications
Consultants India Limited
(A Government of India Enterprise)

ANNUAL REPORT

people.
community.
collaboration.

Annual **Report**
2017/18


(A Government of India Enterprise)

people. community. collaboration.

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HIGHLIGHTS

	2017-18 (Rs. In Million)
Turnover	12608
Profit before Tax	599
Net Worth	6179
Order Booking	19765
Foreign Exchange Earnings	226.96

Shri A. Seshagiri Rao
Chairman and Managing Director
and Director (Finance)

Shri Rajiv Gupta
Director

Shri Narendra Jain
Director

Shri Kamendra Kumar
Director

Smt. Vinod Kotwal
Director

Prof. Rekha Jain
Director

Shri Sanjeev Gupta
Director

BOARD OF DIRECTORS
(As on the date of AGM)

Shri A. Seshagiri Rao
Chairman and Managing Director

Directors

Shri Rajiv Gupta
Shri Narendra Jain (w.e.f. 27.03.2018)
Shri Kamendra Kumar (w.e.f. 01.08.2018)
Smt. Vinod Kotwal (w.e.f. 01.08.2018)
Shri Sanjeev Gupta (w.e.f. 13.02.2018)
Prof. Rekha Jain

Executive Director

Shri A.V.V. Krishnan
Finance & Company Secretary

Auditors

Statutory Auditors

M/s Hingorani M. & Co.
Chartered Accountants,
35, Netaji Subhash Marg,
Darya Gang,
New Delhi-110002

Branch Auditors

M/s Jimenez Auditors
P.O.Box 368, Matrah Postal
Code 114, Oman

M/s Al-waha Auditing Office
2nd Floor, Hyla Building,
Ahmed Al-Jabir Street,
Sharq, Kuwait

M/s Bit Associates
1E, Ground Floor,
Buswell Avenue,
St.Jean Road, Quatre,
Bornes, Mauritius

M/s UTC International
P.O. Box 18025,
Riyadh 11415, KSA

M/s Rashid Awaji
Certified Public Accountant,
LIC.No. 468,
P.O Box: Building No. 6483,
Unit No.1, A1-Olaya St.
Zip Code 12271
Saudi Arabia

BANKERS

Allahabad Bank
Nehru Place, New Delhi

Axis Bank
C.R.Park, New Delhi

Bank of Baroda
Nehru Place, New Delhi

HDFC Bank
Bhikaji Cama Place, New Delhi

ICICI Bank
Connaught Place, New Delhi

Indus Ind Bank
Connaught Place, New Delhi

Indian Overseas Bank
Nehru Place, New Delhi

Punjab National Bank
New Delhi / Gurgaon

IDFC Bank
Central Delhi

Punjab & Sind Bank
Connaught Place, New Delhi

State Bank of India
Overseas Branch,
Connaught Place, New Delhi

Vijaya Bank
Nehru Place, New Delhi

Yes Bank
Chanakya Puri, New Delhi

Canara Bank
Nehru Place, New Delhi

IDBI Bank
Nehru Enclave, CC 22,
Hotel Conclave Executive, Kalkaji, New
Delhi-110019

Jammu and Kashmir Bank Ltd.
Vasant Vihar, New Delhi-110057

Registered Office

TCIL Bhawan,
Greater Kailash I, New Delhi-110048

TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED
TCIL BHAWAN, GREATER KAILASH - I, NEW DELHI – 110048.
CIN : U74999DL1978GOI008911

NOTICE

Notice is hereby given that the 40th Annual General Meeting of the members of the Company will be held on Tuesday, the 25th September, 2018 at 12.00 hrs. in TCIL Bhawan, Conference Room, Greater Kailash I, New Delhi – 110048 to transact the following business:-

Ordinary Business

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements consisting of Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2018 together with the Director's Report and Auditor's Report thereon.

2. To declare dividend for the financial year 2017-18.

3. To authorize the Board of Directors to fix Remuneration of the Statutory Auditors for the year 2018 -19.

Special Business

4. APPROVAL OF REMUNERATION PAYABLE TO COST AUDITORS.

To consider, and if thought fit, to pass with or without modification if any, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 80,000/- plus applicable taxes thereon payable to M/s Sanjay Gupta & Associates, Cost Auditors appointed by the Board of Directors of the Company on the recommendations of the Audit Committee, to conduct the audit of the cost records of the Company for the financial year 2018-19, be and is herby ratified.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AS PER THE REQUIREMENT OF COMPANIES ACT, 2013

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the new set of Memorandum of Association, duly approved by the Administrative Ministry, submitted to this meeting be and are hereby approved and adopted including all modifications and alterations incorporated therein, in substitution and to the entire exclusion, of the clauses contained in the existing Memorandum of Association of the Company with immediate effect."

"RESOLVED FURTHER THAT the Company Secretary of the Company be and are hereby authorized to do all acts, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard."

6. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION AS PER THE REQUIREMENT OF COMPANIES ACT, 2013

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the new set of the Articles of Association duly approved by the Administrative Ministry submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company with immediate effect."

"RESOLVED FURTHER THAT, the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard."

By order of the Board

(A.V.V.KRISHNAN)
EXECUTIVE DIRECTOR (F&CS)

New Delhi
Date: 17.09.2018

1. All Members of the Company
2. Statutory Auditors
3. Secretarial Auditor
4. Cost Auditor

NOTES

1. Pursuant to Section 102 of the Companies Act, 2013, an Explanatory Statement setting out material facts and reasons for the proposed special business is annexed herewith.

2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. A blank proxy form is enclosed herewith.

3. The route map of the venue of the meeting is also annexed.

TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED
TCIL BHAWAN, GREATER KAILASH - I, NEW DELHI – 110048.
CIN : U74999DL1978GOI008911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 APPROVAL OF REMUNERATION PAYABLE TO COST AUDITORS.

In accordance with the provisions of Section 148 of the Companies Act, 2013, your Company is required to appoint Cost Auditors to conduct audit of Cost Records of the Company. As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board shall appoint an individual who is a Cost Accountant in practice or a firm of Cost Accountants in practice as Cost Auditors on the recommendations of the Audit Committee, which shall also recommend remuneration for such cost audit and the remuneration so recommended by the Audit Committee shall be considered and approved by the Board of Directors and ratified subsequently by the Shareholders.

Accordingly, the Board of Directors in their meeting held on 09.08.2018 have appointed M/s Sanjay Gupta & Associates as Cost Auditors at a remuneration of Rs.80,000/- plus applicable taxes thereon, on the recommendations of the Audit Committee. Now, the remuneration payable to M/s Sanjay Gupta & Associates is to be ratified by the Shareholders.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the passing of this Resolution. The relevant documents are available for inspection by the members during working hours in the registered office of the Company.

The Directors recommend the aforesaid resolution for approval by Members as an Ordinary Resolution.

ITEM NO. 5 ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AS PER THE REQUIREMENT OF COMPANIES ACT, 2013

The Company was incorporated on 10.03.1978 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013.

The existing Memorandum ("MOA") were based on the Companies Act, 1956 and several clauses in the existing MOA contain references to specific sections of the Companies Act, 1956 and some of which are no longer in conformity with the Act. With the coming into force of the Companies Act, 2013, several Clauses of the existing MOA of the Company require alteration at several places.

Further, as per the provisions of Section 13 of Companies Act, 2013 and Rule 32 of The Companies (Incorporation) Rules, 2014, the MOA of the company is to be redrafted as per the new Companies Act and filed with the Registrar of Companies at the time the company proposes to amend the same.

Accordingly, it is considered expedient to wholly replace the existing MOA by adopting them afresh.

The new set of draft MOA are based on the Companies Act, 2013.

The proposed new draft MOA submitted / tabled to this Annual General Meeting / for perusal of the shareholders.

Lot of opportunities are available to undertake projects in the field of Solar Power, Solar Energy, Electrical Works and Railway Signaling works and your Company has requisite expertise to undertake projects in these fields. However, these activities are not included in Objects Clause of Memorandum of Association, which is hindering participation of TCIL in tenders. Therefore, amendment in Objects Clause of Memorandum of Association is required. As per Section 13 of the Companies Act, 2013 for carrying out this amendment in Memorandum of Association, consent of Shareholders by passing a Special Resolution is required. Hence, the new clauses pertaining to these works have been added in the aforementioned new draft MoA placed in this meeting for approval.

In addition, the authorized share capital of the Company has been increased to Rs.160,00,00,000/- (Rupees one hundred and sixty crores) divided into 16,00,00,000 (Sixteen Crores) equity shares of Rs.10/- each, keeping in view the proposed IPO of TCIL.

The consent of DOT has been sought for the adoption of new set of MOA incorporating all the above modifications and inclusions.

In order to authorize the Board for taking further action, it is necessary to pass the above **Special Resolutions** for the adoption of new set of Memorandum as set out in the notice. The provisions of the Companies Act, 2013 require the Company to seek the approval of the Members for adoption of new set of Memorandum of Association as per the requirement of Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the passing of this Special Resolution. The relevant documents are available for inspection by the members during working hours in the registered office of the Company.

The Directors recommend the aforesaid resolution for approval by Members as a Special Resolution.

ITEM NO. 6 ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION AS PER THE REQUIREMENT OF COMPANIES ACT, 2013

The Company was incorporated on 10.03.1978 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013.

The existing Articles of Association ("AOA") were based on the Companies Act, 1956 and several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some of which are no longer in conformity with the Act. With the coming into force of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration or deletions at several places.

Further, as per the provisions of Section 14 of Companies Act, 2013 and Rules 33 of The Companies (Incorporation) Rules, 2014, the AOA of the company is to be redrafted as per the new Companies Act and filed with the Registrar of Companies.

Accordingly, it is considered expedient to wholly replace the existing AOA by adopting them afresh.

The new set of draft AOA to be substituted in place of the existing AoA are based on the Companies Act, 2013 which sets out the model Articles of Association for a company limited by shares.

The proposed new draft AOA submitted / tabled to this Annual General Meeting / for perusal of the shareholders. The approval of the Administrative Ministry has been received in this regard vide letter dated 11.06.2018.

In order to authorize the Board for taking further action, it is necessary to pass the above Special Resolutions for the adoption of new set of Articles of Association as set out in the notice. The provisions of the Companies Act, 2013 require the Company to seek the approval of the Members for adoption of new set of Articles of Association as per the requirement of Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the passing of this Special Resolution. The relevant documents are available for inspection by the members during working hours in the registered office of the Company.

The Directors recommend the aforesaid resolution for approval by Members as a Special Resolution.

By order of the Board

New Delhi
Date: 17.09.2018.

(A.V.V.KRISHNAN)
EXECUTIVE DIRECTOR (F&CS)

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	:
Name of the Company	:
Registered Office	:
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:

   Signatures: ...., or failing him...........

2. Name:
   Address:
   E-mail ID:

   Signatures: ....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on 25th September 2018 at TCIL Bhawan, Conference Room, Greater Kailash I, New Delhi – 110048 and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO. 1

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements consisting of Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2018 together with the Director's Report and Auditor's Report thereon.

RESOLUTION NO. 2

To declare dividend for the financial year 2017-18.

RESOLUTION NO. 3

To authorize the Board of Directors to fix Remuneration of the Statutory Auditors for the year 2018 -19.

RESOLUTION NO. 4

To consider and, if thought fit, to pass with or without modification as Ordinary Resolution in connection with ratification of Remuneration payable to Cost Auditors.

RESOLUTION NO. 5

To consider and, if thought fit, to pass with or without modification as Special Resolution in connection with adoption of new set of Memorandum of Association as per the requirement of Companies Act, 2013.

RESOLUTION NO. 6

To consider and, if thought fit, to pass with or without modification as Special Resolution in connection with adoption of new set of Articles of Association as per the requirement of Companies Act, 2013.

Affix Revenue Stamp

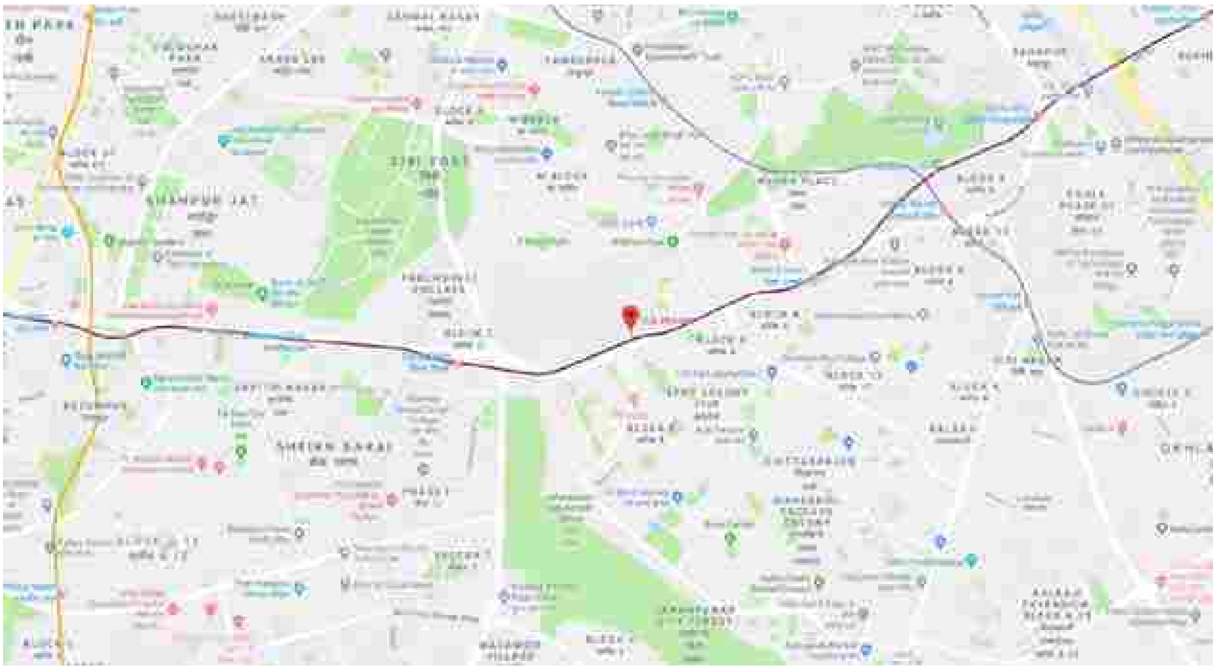
Signed this day of September, 2018.

Signatures of shareholder...............................

Signatures of Proxy holder(s)................................

Note: 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

ROUTE MAP



CHAIRMAN'S SPEECH

Dear Shareholders,

I welcome you all on the occasion of 40th Annual General Meeting of your company. It is my pleasure to present the 40th Annual Report of your Company for the financial year 2017-18 along with highlights of achievements of the company, the Audited Annual Accounts, Board Report, Independent Auditor's Report and NIL Comments of C&AG. The copies of the same have already been circulated to you. With your kind permission, I take them as read.

THE ECONOMY AND INDUSTRY

Firstly, let me discuss about Industry scenario and the economic environment before taking up the Financial Performance of the company.

Telecommunications Services has emerged as one of the key drivers of the country's economy. India is currently the world's second-largest telecommunications market with a subscriber base of 1200 million and has registered strong growth in the past decade and half. The country is the fourth largest app economy in the world. The Indian mobile economy is growing rapidly and will contribute substantially to India's Gross Domestic Product (GDP). Every monumental year for an industry brings with it certain decisive turn of priorities that change its landscape, for good. The same has been true for telecommunication this year. FY'18 has been quite disruptive for the industry in India for more reasons than one – and hence quite transformational as well. India's telecom sector is going through a period of stress owing to growing losses and rising debt, amid heightened competition due to the disruptive entry of Reliance Jio. On the other hand, Technology, in today's times, is developing very rapidly with innovations every day from different parts of the world. However, on a broader level, technologies like IoT, blockchain, M2M, big data, AR/VR and artificial intelligence have the potential to shape the future. Companies across sectors are understanding these technologies and implementing them to come up with better offerings.

TCIL continues to leverage innovation in technology, adapting to new age developments to facilitate a future that is digital and secure. With our pro-active approach to innovation, your Company is at the forefront of this transformation. Telecom is clearly heading towards a data-centric future, which is destined to throw up its new set of opportunities and challenges. As most of TCIL's business comes from Telecom Projects, the growth/ opportunities in the Telecom Industry would drive the growth and new project volume for the company.

PERFORMANCE HIGHLIGHTS

Your Company has achieved a Turnover of Rs. 12608 Millions during the year 2017-18 as compared to the previous year Turnover of Rs. 12051 Millions. The Profit after Tax of your Company was Rs. 461 Million as against previous year's figure of Rs. 708 Millions. The shortfall of profit is due to Rs. 204 Millions dividend received from BHL, as against a dividend of Rs. 577 Millions in the year 2016-17.

DIVIDEND

This year, your Board has recommended dividend of 30% of the Profit after Tax subject to your approval at the Annual General Meeting.

PROJECTS

During the year, the NFS OFC Defence Network Project spread over states of Uttarakhand, Rajasthan and UP covering a total area of around 9500 km under various Army commands is nearing completion. Project is expected to be completed by September, 2018 barring some OFC Links where work may be delayed because of Right of Way issues

Your Company has completed the supply portion of Rural ICT-Hardware (RH) Project by Department of Posts, Ministry of Communications & IT, which is a part of the larger IT modernization project being undertaken by the Department of Posts.

Your Company is also successfully executing the project of Procurement, Supply, Trenching, Laying, Installation, Testing and Maintenance of OFC, PLB duct, Accessories, Optical Inventory Tool, Fibre Monitoring System, Fibre Intrusion Prevention System for Construction of OFC network on turnkey basis for Indian Navy. Execution work is in progress at all the stations. Approx 1519 Kms of trenching works is completed as on 31st March, 2018

TCIL has won the BSNL's WiFi Project funded under USoF for involving Supply, Installation, Commissioning, Operation and Maintenance of 12050 Hotspots at Rural BSNL's Exchanges & associated WiFi Access System at three WLCs Locations (Pune-1, Bangalore & Chennai) on turnkey basis. The work is on fast progress.

Your Company has also been appointed as implementing agency for the implementation of e-VBAB (e-VidyaBharati and e-AarogyaBharati) Network Project, as extended Phase-2 of PAN Africa e-Network Project (PAeNP), to continue providing Tele Education and Tele Medicine services from elite Indian Universities and Super Specialty Hospitals to African nations using Internet as transmission media. TCIL had already successfully executed Phase-1 of PAeNP from 2008 to 2017. The e-VBAB Project is fully funded by MEA, GoI and is envisaged to be implemented in 9 months followed by 5 years of operations and maintenance

TCIL successfully completed the following prestigious projects under ICT Scheme on BOOT Basis, which are under operation:

Exchanging the signed agreement with MEA in the presence of Hon'ble Minister of Communications (Independent Charge) Sh. Manoj Sinha, Hon'ble Minister of External Affairs, Madam Sushma Swaraj.

- Implementation of ICT@School for providing Computer Education In 591 Schools of Odisha on behalf of Department of Mass Education, ODISHA.

- Implementation of ICT@School for providing Computer Education in 1110 Government and Government Aided Schools across Delhi by Department of Education, Delhi.

Under Sawachh Bharat Mission, Ministry of Urban Development has appointed TCIL for setting up the ICT based Feedback system with live monitoring of Dashboard for gathering public feedback in terms of cleanliness of the public toilets across the fifteen states/UTs (A&N Island, Arunachal Pradesh, Assam, Chandigarh, Daman & Diu, Dadra Nagar & Haveli, Goa, Jammu & Kashmir, Manipur, Meghalaya, Mizoram, Nagaland, Sikkim, Tripura and West Bengal).

TCIL successfully completed the turnkey implementation of various network components required for the NIB-II Messaging and Storage service Platform, OSS and Billing, Security System and EMS in Data Centers in four cities viz. Bangalore (Main), Noida, Mumbai and Pune (Disaster recovery). The Project is presently under AMC.

Apart from above, there are many other prestigious projects in the bag of TCIL, the details of which have been given in the Director's Report.

MOU RATING

Your Company was rated 'Very Good' in its MOU Performance during the year 2016-17. This year, the company is expected to get 'Good' Rating in its evaluation under MOU mainly due to shortfall of turnover target.

FUTURE PLANS

TCIL is a premier telecommunication consultancy, and engineering company. Hence, telecom, IT and infrastructure management are at the heart of our operations. We have operated extensively across e-governance, project management and green energy in India as well as in several global markets and we continue to focus on these strengths. We are now also focusing on the new frontiers of Artificial Intelligence, Cyber Security and more.

During the year, TCIL is planning to focus on new lines of business such as:

1. Smart cities & Smart Application, Homeland security projects and Integrated Private Security Projects

2. New lines of technology like Carrier-Grade WiFi Enabling, next-gen voice services with VoLTE, Connecting the IoT, Integration with Content etc.

3. Cyber Security, Artificial Intelligence, VR/AR, Services and Fiber rollout in Bharat Broadband etc.

4. Next Generation Wireless Services like 5G, VOIP, VOLTE, Mobile applications in rural markets

5. Business in Rail segment such as Railway signaling Projects, Video surveillance at Railway Stations, GSM - Rollout etc.

TCIL is planning to start its operations in USA and exploring business opportunities in the Balkan Countries including Macedonia etc. and CLMV (Cambodia Laos, Myanmar, Vietnam) Countries.

CORPORATE GOVERNANCE

As a business entity, we have always believed in staying ahead of the curve with regard to adopting best practices in transparency and corporate governance.

Corporate Governance is more than set of processes and compliances at TCIL. We follow global standards of Corporate Governance and continuously benchmark ourselves to adopt the best practices It underlines the role that we see for ourselves for today, tomorrow and beyond. TCIL is having a well defined corporate structure that establishes checks and balances and delegates decision making to appropriate levels in the organization, though the board remains in effective control of the affairs of the company.

The Corporate Governance structure of the Company is multi-tiered, comprising of Board of Directors at the apex level and various committees, which collectively ensure highest standards of Corporate Governance and transparency in the Company's functioning. TCIL has laid down a well-defined Code of Conduct for all the Board Members and Senior Management Personnel of the Company, which is also uploaded on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance to the Code of Conduct.

CORPORATE SOCIAL RESPONSIBILITY

TCIL is committed to conduct business in a socially, economically and environmentally responsible and sustainable manner, which enables the creation and distribution of wealth for the betterment of all its stakeholders, internal as well as external, through the implementation and integration of ethical systems and sustainable management practices.

During the year 2017-18, CSR project of Tele-education Network for delivering education in under developed regions, Skill development through Telecom Sector Skill Council, Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh was undertaken by TCIL. Also, TCIL contributed some portion of its CSR Fund to Swachh Bharat Kosh & Clean Ganga Fund.

ACKNOWLEDGEMENT

I would like to express my sincere gratitude and acknowledge the assistance, support and guidance extended time to time by the Government of India, Department of Telecommunications, Telecom Commission, Comptroller and Auditor General of India, all our valuable clients in Public and Private sector, Statutory Auditors and Branch Auditors, our Bankers, Exim Bank, ECGC and other valued stakeholders for their continued co-operation.

The inspiration, guidance and support I drew all through this period from other distinguished Members on the Board needs a special mention. I express my sincere thanks to all of them.

And, finally, I would like to place on record our appreciation and sincere thanks to the "Team TCIL", for their immense contribution in our forward march.

Thank you very much.

Chairman & Managing Director

DIRECTORS' REPORT

BOARD'S REPORT TO THE MEMBERS

Your Directors are pleased to present the 40th Annual Report together with Audited Financial Statement for the year ended 31st March 2018.

1. FINANCIAL HIGHLIGHTS

The important financial highlights for the year 2017-18 are as under:

(Rs. in Million)

PARTICULARS	CONSOLIDATED		STANDALONE	
	2017-18	2016-17	2017-18	2016-17
Turnover including Other Income	12719	12121	12608	12051
Profit before Tax	(80)	1936	599	795
Provision for Tax	138	87	138	87
Profit after Tax	(218)	1849	461	708
Profit available for appropriation	(145)	1929	461	708
Appropriation :				
Dividend	70.8	36.5	70.8	36.5
Dividend Tax	14.4	7.4	14.4	7.4
Interim Dividend	-	-	-	-
Tax on Interim Dividend	-	-	-	-
Transfer to General Reserve	376	664	376	664
Net Worth	24022	24337	6179	5889

2. DIVIDEND AND TRANSFER TO RESERVES

Subject to the approval of the Members at the Annual General Meeting, the Board of Directors of your company recommends payment of Dividend of 30% of the Profit after Tax for Financial Year 2017-18.

An amount of Rs. 376 Millions has been transferred to General Reserve and Rs. 86 Millions to other Comprehensive income in the year 2017-18.

3. YEAR IN RETROSPECT – STANDALONE TCIL OPERATIONS

Your Company has achieved a Turnover of Rs. 12608 Millions during the year 2017-18 as compared to the previous year Turnover of Rs. 12051 Millions. The Profit after Tax of your Company was Rs. 461 Million as against previous year's figure of Rs. 708 Millions. The decline in profit is mainly due to slump in Telecom Market, and the dividend being Nil from Bharti Hexacom Limited as compared to Rs. 204 Million dividend of year 2016-17.

4. VISION AND MISSION

VISION

"To excel in providing solutions in information and Communication Technology, Power and Infrastructure Sectors globally by anticipating opportunities in technology"

MISSION

"To excel and maintain leadership in providing Optimal solutions on Turnkey basis in Telecommunications and Information Technology Service Sector globally and to diversify by providing excellent infrastructure facilities particularly in the high tech areas."

ROAD AHEAD

TCIL continues to leverage innovation in technology, adapting to new age developments to facilitate a future that is digital and secure. During the year, TCIL is planning to focus on new lines of business such as:

i. Smart cities & Smart Application, Homeland security projects and Integrated Private Security Projects

ii. New lines of technology like Carrier-Grade WiFi Enabling, next-gen voice services with VoLTE, Connecting the IoT, Integration with Content etc.

iii. Cyber Security, Artificial Intelligence, VR/ AR, Services and Fiber rollout in Bharat Broadband etc.

iv. Contribute towards Next Generation Wireless Services like 5G, VOIP, VOLTE, Mobile applications in rural markets

v. Business in Rail segment such as Railway signaling Projects, Video surveillance at Railway Stations, GSM - Rollout etc.

TCIL is planning to start its operations in USA for Fibre infrastructure and IT Projects. It is exploring business opportunities in the Balkan Countries including Macedonia etc. and CLMV (Cambodia Laos, Myanmar, Vietnam) Countries.

The steps taken to expand the range of services offered by TCIL are given under :

Domestic Markets

1. Greater focus on ICT works in-line with Digital India Initiatives and Government's thrust on education and health sectors

- Competent system integrators (business associates) for several verticals in ICT have been selected through open tenders. TCIL will explore markets with the empanelled Business Associates.
- KPMG has been engaged to assist in the Smart city projects.
- TCIL to contribute value addition up to 20% by taking over part of the work

2. VAS (Value Added Services) to be offered in areas like logistics, infotainment, office management. VAS Partners have been selected through a open process.

3. Participation in Bharat Broadband projects valuing billions of rupees.

- TCIL has participated in major Bharatnet Tenders floated by BBNL, BSNL & State Governemtns.
- TCIL is likely to get projects under Bharatnet for turnkey execution & project management

4. Development of an experience center to showcase services that run on BBNL fiber.

5. Focus on Cyber Security

6. Participation in security works of Navy, Air Force and Army.

7. Introduction of new vertical – Railway Signaling and all Railway related projects.

Global Markets

In addition to exploring business in India, TCIL is exploring opportunities in the fields of defence security, cyber security, training through strategic tie up with reputed India & Global Companies.

6 MAJOR PROJECTS UNDER EXECUTION

I Domestic Projects

6.1 NFS OFC DEFENCE NETWORK PROJECT

TCIL was awarded the Contract from BSNL for Procurement, Supply, Trenching, Laying, Installation, Testing and Maintenance of Optical Fiber Cable, PLB Duct and Accessories for construction of exclusive optical NLD backbone and Access routes for Defence Network. The work was awarded on turnkey basis for setting up of the OFC Network for Defence installations in the States of Uttarakhand, Rajasthan and Uttar Pradesh covering a total route length of around 10,000 Km. The scope of work included design of cable network after detailed survey, supply of material, ducting, laying and termination of optical fiber cable, commissioning of the exclusive optical fiber cable network system followed by 3-year warranty and 7-year AMC services. Total value of the work was around Rs. 20000 Millions. TCIL has successfully completed around 93% of trenching and ducting work and commissioned 124 out of the total of 158 OFC Links in the three States. Project is expected to be completed by September, 2018 barring some OFC Links where work may be delayed because of Right of Way issues which are beyond the control of TCIL.

6.2 DEPARTMENT OF POSTS' RURAL INFORMATION & COMMUNICATION TECHNOLOGY (ICT) PROJECT

Your company was awarded Rural ICT-Hardware (RH) Project by Department of Posts, Ministry of Communications & IT, Government of India. The project is being executed in consortium with M/s RICOH India Limited on a lease model of Build Own & Transfer (BOT) basis.

The project is divided into two phases, implementation followed by Operation and Maintenance services for a period of 5 years. The objective of the Rural ICT project is to provide a low power technology solution (ICT Device) to each Branch Postmaster (BPM) which will enable each of approx. 130,000 Departmental Post Offices (EDO's) to improve the quality of service, add value to service and achieve "financial inclusion" of un-banked rural population while taking advantage of the opportunity to increase revenue traffic.

The value of the project is Rs. 13610 Millions. Actual deliveries have started and as on date phase-1 of the project comprising of 44076 Main Computing Devices including accessories at Divisional Post Offices and 38012 Solar Solution at various Branch Post Offices have been delivered. In phase-II, 34527 Main Computing Devices including accessories at Divisional Offices and 26889 Solar Solution at various Branch Post Offices have been delivered.

6.3 DEDICATED OFC NETWORK FOR INDIAN NAVY

BSNL awarded the work of Construction, commissioning and maintenance of OFC network on turnkey basis for Indian Navy of total value of Rs. 5558.20 Millions on 22nd July' 2015. The project aims to rollout 3000 Kms of OFC network to be owned and operated by the Indian Navy, MoD. The network uses state-of-art technology to ensure completely secured network to Indian Navy. Even some of the systems are being used in Indian Navy for the first time. The OFC network is basically an access overlay network connecting designated Navy buildings, Jetty areas, Naval ships. The entire work is spread on four(4) zones viz. Eastern, Western, Northern and Southern Zone covering 33 nodes in 19 states and 4 UTs. The Works are predominantly in rocky/coastal areas.

Execution work is in progress at all the stations. Approx 1519 Kms of trenching works is completed as on 31st March, 2018

6.4 SUPPLY, INSTALLATION, COMMISSIONING, OPERATION AND MAINTENANCE OF 12050 HOTSPOTS AT RURAL BSNL'S EXCHANGES & ASSOCIATED WIFI ACCESS SYSTEM AT THREE WLCS LOCATIONS (PUNE-1, BANGALORE & CHENNAI) ON TURNKEY BASIS.

TCIL won the BSNL's WiFi Project funded under USoF for Rs 2055.11 Millions, which covers the following areas:

- Supply Installation & commissioning with Operation of EMS and CMS system for all the WiFi Hotspot, WLCs devices and associated networking and power equipments.
- WLC devices have to be installed at three central locations at Chennai, Bangalore and Pune to manage all the WiFi Hotspots installed in 12050 rural BSNL's exchanges of Kerala, Tamil Nadu, Telangana, Andhra Pradesh, Karnataka, Chhattisgarh, Madhya Pradesh and Maharashtra.

The works are to be executed in two phases. The first phase of the value of Rs. 717.22 Millions is under execution.

6.5 SCHOOL ICT PROJECTS

a. Your Company has been awarded project for "Implementation of the ICT@School Project in Government and Government Aided Higher Secondary Schools across Delhi, for providing Computer Education Services and maintenance of equipment, on Build, Own, Operate and Transfer (BOOT) model" by Department of Education, Delhi valuing Rs. 2153.40 Millions. The installation is completed successfully and project is under operation phase currently.

b. TCIL has been awarded project for "Implementation of the ICT@School Project in Government and Government Aided Higher Secondary Schools across the State of Odisha, for providing Computer Education Services and maintenance of equipment, on Build, Own, Operate and Transfer (BOOT) model" by Odisha Knowledge Corporation Ltd on behalf of Department of Mass Education, ODISHA valuing Rs. 1071.40 Millions. The project is under operation phase currently.

6.6 INSTALLATION, COMMISSIONING & MAINTENANCE OF ICT BASED FEEDBACK POLLING STATION FOR GATHERING PUBLIC FEEDBACK FOR PUBLIC TOILETS ON MONTHLY RENTAL BASIS UNDER DIU MUNICIPALITY

Under Sawachh Bharat Mission, Ministry of Urban Development has appointed TCIL for setting up the ICT based Feedback system with live monitoring of Dashboard for gathering public feedback in terms of cleanliness of the public toilets across the fifteen states/UTs (A&N Island, Arunachal Pradesh, Assam, Chandigarh, Daman & Diu, Dadra Nagar & Haveli, Goa, Jammu & Kashmir, Manipur, Meghalaya, Mizoram, Nagaland, Sikkim, Tripura and West Bengal). The feedback system has to be installed in coordination with Local urban bodies with SLA and payment agreement. The payment for the same is on monthly Rental basis per device per month.

TCIL has started the work for DIU Municipal for twenty numbers of toilets.

6.7 IMPLEMENTATION OF CLASS ROOM BASED VIDEO CONFERENCING SOLUTION IN 15 CENTERS OF NATIONAL INSTITUTE OF FASHION TECHNOLOGY (NIFT) ACROSS INDIA

TCIL is executing a prestigious project for “Implementation of class room based Video conferencing solution in 15 NIFT centers across India including bandwidth provisioning & central site on cloud from Service provider. The project is under operation phase & infrastructure created in this project is being utilized by NIFT centers in delivering lectures, conducting meetings etc through video conferencing via cloud of service provider. The project is under operation phase.

6.8 STATE-OF-THE-ART E-PROCUREMENT PORTAL SERVICE OF TCIL

Your company has been offering State-of-Art e-Procurement and e-Auction services since 2011 using its own e-Procurement Portal that has built using the cutting-edge e-procurement/e-auction software licensed from ElectronicTender.com (India) Pvt. Ltd. The Electronic Tendering System (ETS) of TCIL is unique as well as unmatched by any other entity in this field, Government or Private as well. This can be clearly established by following facts:

- It includes all processes required for meeting every kind of Public Procurement including but not limited to multi-stage, multi-envelope sealed bidding, online public tender opening event.
- This system is distinctively ahead of all others with respect to total integrity (bid-confidentiality, transparency, and accountability), versatility and user-friendliness.
- The software used by TCIL is also highly configurable and can be readily deployed in any organization without any customization of the core tendering processes.
- First software which was duly certified by STQC for compliance of DeitY guidelines (dated 31st August, 2011) in the year 2013. The certification is still continuing.
- It has the most secured bid encryption methodology eliminating possibility of any breach of bid confidentiality prior to due date and time of submission of bids.

PowerGrid Corporation of India Limited (PGCIL, Central Water Commission (CWC) and more than 90 reputed CPSUs and Government Departments have been using TCIL’s e-procurement portal satisfactorily for their e-tendering activities with variety of bidding methodologies. TCIL’s e-Portal is STQC Certified and also audited satisfactorily by World Bank.

6.9 TURNKEY PROJECT FOR SETTING UP WAN IN CCL ON RENTAL BASIS FOR 5 YEARS

TCIL has implemented the project of Supply, Installation, commissioning and Integration of WAN in Central Coalfields Limited (CCL) Command areas spread in 11 coal field areas and 6 central units through MPLS connectivity with CCL HQ using Radio networks, OFC, VSATs and LAN on rental basis for 5 years including Operations and Maintenance (O&M) of entire network. Up-gradation of capacity and augmentation/additions of new sites, wherever required. The value of Project is Rs. 366 Millions. The project is in operation phase.

6.10 OPERATIONS & MAINTENANCE (O&M) OF PUNJAB STATE WIDE AREA NETWORK (PAWAN)

TCIL is executing PAWAN Project valuing Rs. 490 Millions which covers the following areas:

- Operations and Maintenance (O&M) of PAWAN.

- Up-gradation / Augmentation of equipment at SNC/DNC/BNC level POPs, wherever required.
- Enhancement of Service Level Agreements (SLAs) for improved services during the tenure of the Agreement.
- Extend and maintain horizontal connectivity to various offices at State, Districts and Block levels on need basis.

In addition, TCIL has received and executed Add-on work orders worth Rs. 300 Millions under PAWAN project.

6.11 RENOVATION OF SITUATION ROOM, SOUTH BLOCK, MEA

TCIL has been appointed as Turnkey Execution Agency for Renovation of the Situation Room at South Block, MEA. It will be equipped with advanced communications equipments which allows the officers to communicate with different units/offices and individuals globally. It includes functionality with state-of-art tools to provide best visualization infrastructure in the Situation Room. Equipments include Sate-of-Art multi channel seamless Video Display and Control System, Multimedia Projector, Voice Communication solution, Video Conferencing solution, Audio Solution, Civil works and furniture. The work is in progress.

6.12 SECURITY EQUIPMENT AT THE HIGH COMMISSION OF INDIA RESIDENTIAL COMPLEX AT ISLAMABAD, PAKISTAN

Your company has been awarded a turnkey project for Supply, Installation, Testing and Commissioning of Security Equipment vis–à–vis Fixed, Dome, and PTZ Cameras, Sliding Gates, X-Ray system, UVSS, Flap and Hydraulic Barrier, Door Frame Metal Detectors, Boom Barrier, Tyre Buster, Public Address System etc at the High commission of India Residential Complex at G-5 Diplomatic Enclave, Islamabad, Pakistan. The aforesaid material has been delivered at Islamabad site and visa for carrying out installation is awaited. The total project value is Rs. 87 Millions.

6.13 EVENT MANAGEMENT SYSTEM FOR PLANNING AND DEVELOPMENT, GOVERNMENT OF BIHAR

Your company has been appointed as Turnkey Execution Agency by Bihar State Electronics Development Corporation Ltd. (BSEDC) for Supply, Installation, Commissioning & Maintenance of Event Management System for a period of 5 years for Planning and Development, Government of Bihar.

6.14 SUPPLY, INSTALLATION, TESTING, COMMISSIONING AND MAINTENANCE OF CCTV SURVEILLANCE SYSTEM, X RAY BIS, HANDHELD METAL DETECTOR , HANDHELD WALKIE-TALKIE, DOOR FRAME METAL DETECTOR

TCIL has successfully supplied, installed and commissioned CCTV surveillance system, X Ray BIS, Handheld Metal Detector, Handheld Walkie-talkie, Door Frame Metal Detector in State Trading Corporation of India Ltd, New Delhi. The value of the project is Rs. 22 Millions. The system is now under O&M phase for a period of 3 years.

6.15 TELECOM CONSULTANCY

The Telecom Consultancy Projects undertaken by the TCIL during the year include:

i. Consultancy for development of last Mile Connectivity and Early Warning Dissemination Solution for the state of Goa under NCRMP II valuing Rs. 13.10 Millions plus taxes. (Duration – 16 months). TCIL was awarded the above work by Water Resource Dept. Govt. of Goa in May 2017.

ii. Technical services for development and implementation support for EWDS and LMC in selected coastal regions of Maharashtra Client by SPIU, Maharashtra valuing Rs.11.30 Millions plus taxes. (Duration – 16 months). TCIL was awarded the above work in September 2017.

iii. Consultancy services for EWDS and LMC under NCRMP II by SPIU, Karnataka valuing Rs.9.80 Millions plus taxes. (Duration – 16 months) TCIL was awarded the above work in December 2017.

iv. Preparation of DPR for submarine OFC connectivity of Lakshadweep Islands to mainland India at Kochi by USOF valuing Rs. 26.70 Millions plus taxes. Date of award of the above work is 2nd Feb 2018 (Duration – 6 months)

6.16 ESTABLISHMENT OF COMPUTER AIDED LABS (CAL) WITH SMART CLASS ROOM IN 120 SCHOOLS UNDER SARVA SHIKSHA ABHIYAN (SSA), JAMMU & KASHMIR

The Sarva Shiksha Abhiyan (SSA), Government of Jammu & Kashmir has proposed to set up Computer Aided Learning (CAL) Centers in 120 across 11 districts throughout the State. It further intends to create CAL based Smart Classrooms in various upper primary schools for interactive education.

The scope of work under the project includes setting up of a CAL enabled interactive teaching environment in schools using the following:

- Technology aided Classroom equipped with Projector, Interactive computer device, Whiteboard, Bluetooth speakers as per specifications
- Computer aided Education through State Board Curriculum mapped Multimedia Learning Modules for all subjects
- Capacity building of Teachers in using IT Tools for Teaching in the classroom
- Maintaining and up keep of the supplied infrastructure at each location during the project period for 3 years
- After successful commissioning of the project, training will be provided for two days to the teachers to equip them to use the CAL Center for classroom teaching

6.17 WIRELESS INFRASTRUCTURE

During the year, your company's Wireless Infrastructure division has executed the following Projects as under:

a. <u>TETRA based Radio Trunking System for MP Police, Ujjain project - Simhastha 2016.</u>

The project has been successfully completed on 31st March 2018 for Commissioning & Maintenance (SITC) of Digital Open Standard Radio Trunking System in 800 MHz for Ujjain City.

This project has enabled MP Police and para military forces to use more than 2325 radio handsets to communicate among each other for providing security to 50 Million pilgrims in the city of Ujjain during largest Simhastha Mela 2016 in India. The value of the project is approx Rs. 143.70 Millions.

b. <u>Turnkey Implementation of Professional Mobile Radio Communication System (TETRA Digital Communication System) for Kannur Airport</u>

TCIL was awarded the project on 02.05.2017 for Turnkey Implementation of Professional Mobile Radio Communication System (TETRA Digital Communication System) for Kannur Airport. The value of the project is approx Rs. 29.80 Millions. The project is currently in progress.

c. <u>Project Management Consultancy for Govt. of NCT of Delhi's Project "Secured Communication Network (TETRA)</u>

Wireless Infrastructure Division has been successfully providing its Project Management services to Govt. of NCT of Delhi since more than 9 years

TCIL has been successfully monitoring the operations of the entire Network consisting of 55 base stations, 2 redundant Control Centers and more than 4800 Radio sets deployed among various users in the Network. This TETRA Network is only one of its kind implemented in the entire country for such a large Metro city like Delhi.. The yearly revenue of the Project is approx Rs. 14.98 Millions.

d. <u>Project for providing IBS solutions</u>

Your company's Wireless division has successfully deployed wireless in Building Solution (IBS) for improving GSM 3G, 4G network coverage of radio signals of mobile telephone service operators like Airtel, Vodafone, Idea, MTNL, Reliance Jio, Tata etc. of Delhi inside the building and campus of AIIMS Delhi. The yearly revenue of the Project is approx. Rs. 5 Millions.

e. <u>Digital education and cloud based services in state of Andhra Pradesh</u>

Wireless Infrastructure Division has successfully established virtual classrooms for the Department of Education, Andhra Pradesh in 2017-18. In this project smart virtual classroom devices were installed in 88 education institutions and MIS reports module ERP was installed in 289 technical polytechnic of AP. Also the work of 101 educational institutions is in progress for education digital devices in AP. The value of the project is approx Rs. 260 Millions.

f. <u>SITC of 50m Towers for All India Radio (Prasar Bharti):</u>

During 2017-18, your company's wireless division has successfully completed the project in north east remote locations at Tuipang (Mizoram), Kolasib (Mizoram), and Udaipur (Tripura) of Latticed steel supporting 50M tower over the hill tops. The total Project value is approx Rs. 13.30 Millions.

g. UPNEDA Solar power project :

Your company's Wireless infrastructure division has executed UPNEDA Solar power project during the year 2017-18.

The Project involves design, supply, installation & commissioning with 5 years comprehensive warranty maintenance of Solar PV Power Packs of 120w each in 10143 Lohiya avas and other awas of Uttar Pradesh.

Wireless division has already successfully procured and assembled Solar power packs and supplied to 3175 houses locations spread across various districts of Uttar Pradesh. Installation and testing completed in Approx 1100 houses in 2017-18.

h. TDWSP consultancy-Telengana

WI Division was awarded project in 2017 for carrying out Consultancy services for the preliminary and detailed engineering design for instrumentation under Telangana Drinking Water Supply Project for Government of Telangana.

SCADA (supervisory Control and Data Acquisition) system is proposed to be provided in the Mission Bhageeratha which shall provide flexibility of remotely monitoring and controlling of water distribution parameters over web SCADA and smart devices in the Nine Districts of Telangana. As a part of the project, ICCC (Integrated Command control centre) will be established at central location and 9 Regional Control Command Centre will be established at 9 remote locations across Telangana. The total value of the consultancy project is approx Rs. 9 Millions.

i. Lawful Interception Monitoring projects

The system has been designed especially for Law Enforcement Agencies like CBI, Delhi Police etc. to intercept and monitor PSTN, GSM, CDMA and ILD gateways. Most of the projects are under AMC and we are providing services to Delhi police, BSNL, Bihar police, NIA, CBI and Chandigarh police

j. EPABX

EPABX unit has successfully installed, commissioned and is maintaining EPABX systems for following clients:

1. Dr. Ram Manohar Lohia Hospital
2. Ministry of External Affairs, South Block and Jawaharlal Nehru Bhawan.
3. State Trading Corporation of India Ltd, Jawahar Vyapar Bhawan
4. Indian National Science Academy, ITO, Bahadur Shah Zafar Marg
5. NDMC, Vidyut Bhawan, Abdul Kalam Road

Apart from this, WI Division is also providing Facility Management Support (FMS) for Audio Video Equipments installed in the various meeting/conference rooms of Ministry of External Affairs, Jawaharlal Nehru Bhawan (JNB).

6.18 NATIONAL INTERNET BACKBONE PHASE – II (PROJECT -3)

TCIL has successfully completed the turnkey implementation of various network components required for the NIB-II Messaging and Storage service Platform, OSS and Billing, Security System and EMS in Data Centers in four cities viz. Bangalore (Main), Noida, Mumbai and Pune (Disaster recovery). Total 10M subscriber capacity achieved in four stages. Year-1 order implementation for 1.8M, Year-2 order expansion up to 3.2M, 50% Add-on order expansion up to 5M and finally 5M to 10M expansion order up to 10M subscriber base has been done successfully. The Project is presently under AMC from 14.03.2018 to 13.03.2021 for a value of Rs. 980 Millions.

6.19 SOUTHERN REGION PROJECTS

Following Projects are under execution/ completed in the Southern Region by your company:

1. Trenching, laying of Telecom & OFC cable, installation & commissioning of Way Station Equipments, Head Quarter Control Equipment with Power Supplies, Emergency Sockets etc., and adjacent block sections to provide communication and to clear induction zone in connection with Electrification in Kannur – Panambur of Palghat Division of Southern Railway. The Total value of work is Rs.18.70 Millions.

2. Laying, Testing and Commissioning of Additional 6 Quad jelly filled underground

telecom cable system including supply, installation and commissioning of way station equipments and LC gate telephones with power supplies etc. on KZJ-BZA-BPQ section of SC division/BZA Division of South Central Railway valuing Rs.42.70 Millions.

6.20 CRIME & CRIMINAL TRACKING NETWORK SYSTEMS (CCTNS) PROJECT

Ministry of Home Affairs (MHA), GoI is implementing CCTNS project, a Mission Mode Project under National e-Governance Plan towards enhancing productivity/outcome in areas of Crime Investigation, Criminal detection and improving efficiency of Policing through creation of a nationwide Network infrastructure for evolution of IT-enabled state-of-the-art system delivery for Policing by NCRB covering more than 15000 Police Stations(PSs) and Higher Offices(HOs) in all 29 States & 7 UTs of India since 2012 and the project has been extended up to March 2019 including O&M period up to 2022. As State Project Management Unit (SPMU): TCIL is monitoring and managing CCTNS projects in Jammu & Kashmir, Himachal Pradesh, Jharkhand, Chhattisgarh & Meghalaya.

6.21 CIVIL INFRASTRUCTURE PROJECTS:

Civil division is presently operating in more than twenty States of India delivering the complete infrastructure services by way of providing comprehensive Project Management Consultancy Services and Architectural Services.

The high performance and Quality work of Civil division has enabled TCIL to book orders of more than Rs. 4500 Millions in the financial year 2017-18 from various government departments including work on Nomination Basis and through National Competitive Bidding . In addition to handling a number of Major Buildings and Roads Projects, Civil Division is also providing Third Party Quality Control services and Project Management Consultancy Services in the following areas:-

- Construction of Educational and Institutional Buildings,
- Construction of Corporate offices,
- Development of Spiritual & Tribal circuit under Swadesh Darshan Yojna,
- Healthcare Infrastructure and Hospitals Buildings,
- Construction of Residential Complexes
- Construction of National and State Highways including BOT Projects.

Some major projects in hand include:-

- Construction of 500 Bedded Hospital & 100 seated Medical Colleges at Tura, Phase-1 for Govt. of Meghalaya, Ministry of Health & Family welfare having construction cost of approx 2700 Millions
- Construction & Development of World HQ Building of Rural Electrification Corporation Limited at Gurgaon in 18580 sq. mts. area of land. The project registered under GRIHA compliance for obtaining the Five star rating for Green Buildings valuing Rs. 4000 Millions.
- Construction of Boundary Wall, Toilets and Providing Access to Disabled Persons in the Centrally Protected Monuments under ASI having construction cost of approx 2250 Millions.
- Construction services in Healthcare and Medical sector like Renovation and expansion of ESIC Hospital at Okhla, New Delhi having construction cost of approx 2400 Millions.
- Construction of Jawahar Navodaya Vidyalaya and its additional dormitories in U.P., Uttrakhand, Haryana, Rajasthan, Delhi having construction cost of approx 2600 Millions.
- Construction of various Infrastructure work in Bodoland Territorial Council Area in the State of Assam valuing Rs.3500 Millions.
- Development and Construction of Tribal Tourism Circuit under Swdesh Darshan Yojna in District of Chhatisgarh Ministry of Tourism, Govt. of Chhattisgarh, having construction cost of approx 800 Millions.
- Development and Construction of Spiritual Circuit in 15 District of Uttar Pradesh (UP), Ministry of Tourism, GOI, having construction cost of approx 760 Millions.
- Construction of Nepal Bharat Maitri Polytechnic at Hetauda, Makwanpur District, Nepal having construction cost of approx 365 Millions.

- Third Party Inspection and Certification Agency (TPICA) for Underground and Over Ground Specialized Integrated EMP Protected Hardened structures at 10 Nos. of Location in India for Consultancy fess of approx 165 Millions.

- Construction of 6 Lane standard road with two service lanes on Indian Border connecting Belhiya to Butwal in Nepal having construction cost of approx 600 Millions

TCIL is also successfully operating following BOT Road Projects:-

- Bhawanigarh-Nabha-Gobindgarh Road corridor project of 55Km length of Value Rs. 900 Millions in Punjab.

- Bina-Kurwai-Sironj Road Project of 57 km.valuing Rs. 1200 millions in Madhya Pradesh under TCIL Bina Toll Road Limited.

- Lakhnadon-Ghansore Road Project of 38 Km valuing Rs. 790 Millions in the state of Madhya Pradesh under TCIL Lakhnadone Toll Road Limited

II International Operations

6.22 NEPAL

TCIL is operational in Nepal at Kathmandu for the last 16 years and the Company has been registered as a Branch in Nepal. During the year 2017-18, following projects were executed:-

- Two packages of road project (Belhiya to Butwal package 3 and package 5), costing NPRs 1040 Millions (Equivalent to INR 651.40 Millions) are under execution despite facing various bottlenecks and hindrances, execution of work suffered a lot and even after such country wide hindrances, TCIL has completed 65% of work.

- Optical Fiber Cable construction work between Trishuli & Raswagadhi passing through tough Himalayan mountain, earthquake prone and frequent land sliding area, connecting Nepal to China boarder has been completed for Ncell, Nepal.

- Agreement for Construction of Bharat-Nepal Maitri Polytechnic Building at Hetauda, Makhwanpur district of Nepal was signed with MEA, Govt. of India during the year. Mobilization of project costing Rs. 365.20 Millions has already been started. Site being fully covered with dense forest, construction activities can only be started with full swing once permission is accorded for cutting 2200 trees at site by Ministry of Environment & Forest, Govt of Nepal.

  During the year, Branch has achieved turnover of Rs. 150.70 Millions and net profit of Rs. 1.44 Millions

6.23 KUWAIT

TCIL Kuwait has been operating in Kuwait under the aegis of M/s. Ahmed Yousuf Behbehani General Trading & Contracting Company W.L.L. Kuwait. TCIL Kuwait Branch has been continuously winning and implementing Telecommunications Turnkey and Maintenance Projects since about 40 years. TCIL Kuwait has been a major contractor of the Ministry of Communications (MOC), Kuwait since 1978 for Construction and Maintenance of Telecommunications Networks and other prestigious clients. The following activities are carried out by TCIL in Kuwait:-

Civil Works:

- Survey & designing of Telecom Trench Routes for FO and Copper Cables
- Survey & designing of Internal UTP Cabling
- Excavation of Trenches for making telecom routes for various clients like MoC, VIVA, Zain, IMCO, KOC etc.
- Supply & Laying of OFC, Copper Cables in Ducts, Sub Ducts & direct buried as per clients specifications & MoC standards

- Construction & Installation of RCC Man Holes and Hand Holes
- Design and Construction of Cabinet RCC Foundations
- Directional Boring

Telecommunications Works:

- Supply, Laying & Termination of Copper and Optical Fiber Cables
- Splicing of Optical Fiber Cable from 1 to 144 Fiber Cables
- Jointing & Testing of Copper Cable from 10 Pairs to 2400 Pairs.
- Testing of Optical Cable Fiber Networks by OTDR & Power Meter
- Supply & installation MDF, ODF, Patch Panel, DP & Cabinets
- Fault Localization & Rectification of U/G Copper Cables and Optical Fiber Cables
- Maintenance of FTTH Networks including of installation of OLT, ONT etc.
- Maintenance of Cooper Cable & Fiber Cable Networks
- Operation and Maintenance of EPABX's, Video Conferencing, CCTV, LAN Network and VMS.
- Supply, Installation & Maintenance of Advanced Technology MUX systems to extend Telecom services for Digital PRI, Analog Lines etc.

TCIL Kuwait has been awarded "ASSE GCC HSE Excellence Gold Award 2018" for Health, Safety and Environment (HSE) procedures in Kuwait by TCIL, from American Society of Safety Engineers (ASSE), Kuwait Chapter.

During the Year 2017-18, TCIL Kuwait has participated in many Telecom & IT tenders for the worth of Rs. 1194 Millions and secured the orders of Rs. 200 Millions. TCIL Kuwait bagged major contracts, i.e. Project from M/s Arab Contractors for Rs. 28.5 Millions and M/s VIVA for Rs. 115 Millions. Other significant clients from whom the orders were bagged include Al Rashid, Fast Telco, KEMS, ISCO, CBK, KPA& Copenhagen.

TCIL Kuwait has achieved a Turnover of Rs. 680.24 Millions with a profit of Rs.44.59 Millions during the financial year 2017-2018.

6.24 MAURITIUS

During the last financial year, following projects were completed in the main island of Mauritius as well as Rodrigues Island:

Project Name	Value in MRs in Millions	Value in INRs in Millions
DEL Connections work : PO 13582	4.20	8.32
Repair and Maintenance of the FTTX ODN Network (MT/856/07/16)	7.73	15.30
Supply of Optical Fibre Cable to Central Electricity Board, Mauritius (POV : 4624)	5.76	11.40

Project Under Execution:-

Project Name	Contract Value (MRs in Millions	Value in INRs in Million
Multi Order Contract for ODN Construction Contract for FTTX Works (MT 679/07/2014)	78.55	155.53
Emergency Repair of Optical Fibre Network at Short Notice in Mauritius (MT 670/06/2014)	12.64	25.02
Curative Maintenance Contract for Cable Fault clearance in Mauritius (MT 832/02/2016)	27.56	54.57
FDP Repair Work PO 13725	7.12	14.11
Repair and Maintenance of Copper Telephone Lines for Year 2017 (MT 868/12/2017)	21.54	42.64
Transfer of Customers on VOIP and the recovery of unused copper network elements & accessories (MT 866/11/2016)	8.84	17.49
Cyclone Carlos fault repair : Copper & FTTH (PO 15897)	1.08	2.14
FTTH Subscriber connection works (MT 893/07/2017)	11.85	23.46
Emergency Repair of Optical Fibre Network at short Notice (MT 903/11/2017)	39.17	77.55
Supply of Anchoring Clamp (PO 16902)	27.13	53.73
Bad Weather Copper Faults (PO 17018)	0.55	1.09
FTTH Fault Repairs (MT 905/12/2017)	2.75	5.45

New Project Awarded:- (MRU in millions)

Project Name	Contract Value (MRs in Millions	Value in INRs in Million
Transfer of Customers on VOIP and the recovery of unused copper network elements & accessories (MT 866/11/2016)	8.84	17.49
Supply of Optical Fibre Cable to Central Electricity Board, Mauritius (POV : 4624)	5.76	11.40
Cyclone Carlos fault repair : Copper & FTTH (PO 15897)	1.08	2.14
Curative Maintenance Contract for Cable Fault clearance in Mauritius (MT 832/02/2016)	4.59	9.10
FTTH Subscriber connection works (MT 893/07/2017)	11.8	23.46
Emergency Repair of Optical Fibre Network at short Notice (MT 903/11/2017)	39.17	77.55
Supply of Anchoring Clamp (PO 16902)	27.13	53.73
Supply of Fibre Optic Splice Closure (PO 4500057441)	0.22	0.45
Bad Weather Copper Faults (PO 17018)	0.55	1.09
FTTH Fault Repairs (MT 905/12/2017)	2.75	5.45
Supply of Patch Cords (PO 17462)	0.39	0.76

During the year, the Branch achieved a turnover of Rs. 220.65 Millions and Profit after Tax of Rs. 57.18 Millions.

6.25 KINGDOM OF SAUDI ARABIA (K.S.A.)

In KSA, company is primarily working on Fibre to Home (FTTH) for Telecom Operators in the Kingdom of Saudi Arabia. TCIL has rolled out FTTH Networks in Riyadh, for Saudi Telecom Company (STC). TCIL has rolled out FTTH networks in the districts of Olaya, Thumma and Aziizyah in the capital city of Riyadh for STC Project. TCIL is also likely to awarded FTTH by Saudi Telecom Company under National Broad Band (NBB) project.

TCIL has been entrusted with prestigious National Broad Band (NBB) project, FTTH work by DAWIYAT, a company 100% owned by Saudi Electricity Co (SEC). The value of work done in the year 2017-18 works out to Rs. 744 Millions. Dawiyat may award work for Rs. 2000 Millions (approximately) in the year 2018-19.

TCIL KSA has been entrusted with Fibre Infrastructure Managed Network services which includes Long Distance Network, Access Network, Metropolitan Network and FTTX Network for Eastern region of Etihad Eitisalat Compnay (MOBILY) in Saudi Arabia. The contract is valid up to October 2018 and is likely to be extended for another 3 years. TCIL has also been awarded OSP implementation works by MOBILY in Kingdom of Saudi Arabia.

TCIL has also completed National Broad Band (NBB) work with ITC in Riyadh Area under National Transformation Plan 2020 of Government of Saudi Arabia. TCIL KSA has been carrying out OFC implementation (OSP) in Central and Eastern Region for Integrated Telecom Company (ITC).TCIL has also been awarded, by Integrated Telecom Company (ITC), Operation and Maintenance of Fiber to the Home (FTTH) for Kingdom of Saudi Arabia. Currently we are working in Riyadh and Dammam area and likely to be awarded Jeddah area soon.

TCIL has been awarded, by CISCO, the Operation and Maintenance of central and eastern network of SAUDI NATIONAL FIBER NETWORK (SNFN) for Rs. 185 Millions per annum.

TCIL has also been entrusted by Ericsson the construction of Small Cell Towers sites for the expansion of 4G Technology network for Saudi Telecom Company's Network in the Central region of the KSA.

National Grid has awarded construction of 96 Fibre Links in Central Operating Area in Riyadh city for Rs. 45.82 Millions. TCIL KSA has also signed two Unified contracts for executing Unified Contract for underground Electric Cable up to 36 Kv in Riyadh and Dammam Area with Saudi Electricity Company (SEC).

TCIL has been awarded the work of Relocation of Telecom Services by all the 3 Metro Consortiums namely ANM, FAST and BACS, of major Telecom Operators namely STC, MOBILY and ITC. TCIL has earned a turnover of Rs.630 Millions from the aforesaid Relocation jobs since inception.

TCIL has executed various other relocation projects related to STC Telecom Network through Ministry of Transport (MOT). TCIL completed work in HAIL, Khatta Baggha and Nukra Area.

TCIL KSA has also supplied the expert technical manpower to ERICSSON, Nokia and other prestigious companies. The manpower supplied is assisting the clients to maintain GSM network, Supervision of GSM Civil and Telecom network elements of Saudi Telecom Company(STC), Mobily and Zain.

TCIL KSA has been awarded OSP and ISP work of Ministry of National Guard work by ERICCSON in Dammam Area.

During the year TCIL KSA has earned a turnover of Rs. 2281 Millions and Profit of Rs 278 Millions.

6.26 OMAN

TCIL continues its presence in Oman since 1987 and during the financial year 2017-2018, TCIL carried out the Maintenance of Omantel Network under Contract (Variation Order-01) for the value of Omani Rial (RO) 0.116 Millions (Rs 18.5 Millions). The Work has been assigned in Muscat City and Rural Exchanges in Oman. TCIL also carried out Sub-contract Works for M/s Electroman LLC and M/s National Telephone Services Co.LLC (NTS) for the approximate value of Omani Rial 30,000 (Rs.5 Millions).

The order booking has been done for RO 0.12 Million under Maintenance Contract of Omantel (Contract No..2014-124–VO1) and RO 0.04 Million under M/s Electroman Contract for Telecom Works. Total Order booking was Rs. 26.2 Millions.

TCIL has been pursuing and participating in various tenders including a newly floated tender on "Framework Contract for FTTH Network Construction-Major Works (T-003-2018)" by M/s Oman Broadband. TCIL has signed a sub-contract with M/s Electroman for OSP Works for M/s Omantel. TCIL is also negotiating with M/s NTS & M/s JST to work as a Sub-Contractor for OSP Works for M/s Omantel in Muscat, Batinah and Dakhliya Governorates.

6.27 MYANMAR

TCIL is implementing 1.5 Gigabit Microwave Radio System on Rih – Mindat route in Myanmar under the Line of Credit arrangement from the Government of India, for Myanma Posts and Telecommunication (MPT) for a total value of USD 6.20 Millions.

The scope of TCIL under the project includes Survey, Planning & Design, Supply, Supervision of Installation and Commissioning of Microwave Radio (IP Radio) System along with Hybrid Power Systems consisting of Solar Power, Rectifier, Batteries & DG and Spur Optical Fibre Communications links with SDH Systems. The project is nearing completion.

On completion, the project will provide high capacity reliable and high speed digital communications facilities in remote areas in Myanmar which will help in uplifting Socio-economic status of population inhibited in these villages.

7. ORDER BOOKING

Order booking of TCIL was Rs. 19765 Millions during the year 2017-18.

8. CAPITAL EXPENDITURE

As on 31st March, 2018, gross fixed assets stood at Rs. 29.5 Millions.

9. GROUP COMPANIES

9.1 SUBSIDIARIES

i. TCIL Oman LLC

In TCIL Oman LLC, equity stake of your company is 70% whereas M/s National Telephone Services Company LLC, Oman (NTS) is holding 30% shares. The company is exploring business opportunities in Sultanate of Oman and has started submitting bids for projects.

ii. Tamilnadu Telecommunications Ltd. (TTL)

TTL was established in the year 1988 in association with Tamilnadu Industrial Development Corporation (TIDCO) and M/s Fujikura of Japan for manufacture of Telecom Cable. TCIL's stake in TTL is 49%. Inspite of implementation of the scheme of rehabilitation, the performance of the company during the year 2017-18 has not been satisfactory due to paucity of orders. During the year, the Company has mainly executed BSNL/BBNL orders as well as some small orders from other clients. The Turnover of TTL has been Rs. 16 Millions during the year as compared to Rs. 27 Milllion during last year and the Loss incurred during the year is Rs. 144 Millions as compared to Rs. 161 Milllion during last year.

iii. TCIL Bina Toll Road Limited

TCIL Bina Toll Road Limited (TBRTL) is a wholly owned subsidiary of Telecommunications Consultants India Ltd (TCIL) and was incorporated on 11.07.2012 with the object of execution of Bina-Kurwai-Saronj Toll Road Project on design, build, finance, operate and transfer (DBFOT) basis. The Project was completed in 2014 and toll collection started in April, 2014. The turnover of the Company during the year 2017-18 is Rs. 54 Millions. as compared to Rs. 51 Milllion during last year. The Loss incurred during the year is Rs. 51 Millions as compared to Rs. 105 Milllion during last year.

iv. TCIL Lakhnadone Toll Road Limited

TCIL Lakhnadone Toll Road Limited was also formed as a wholly owned subsidiary by TCIL for construction of Lakhnadone-Ghansore Road Project on Build, Operate and Transfer (BOT) Model. The Project was completed on 29.06.2016 and the toll collection started w.e.f. 06.07.2016. The turnover of the Company during the year 2017-18 is Rs. 48 Millions as compared to Rs. 19 Milllions during last year. The Loss incurred during the year is Rs. 16 Millions as compared to Rs. 46 Millions during last year.

9.2 JOINT VENTURES COMPANIES

i. Bharti Hexacom Ltd. (BHL)

BHL was formed in 1995 as a JV Company with Mobile Telecommunication Company, Kuwait and Shyam Telecom Limited to operate cellular mobile services in the State of Rajasthan and North East. At present TCIL and Bharti Airtel Limited (BAL) are holding shares in the ratio of 30:70 in BHL. TCIL has made an investment of Rs.1062 Millions in BHL in a phased manner. The company achieved turnover of Rs. 44,181 Millions and Loss after Tax of Rs. 1,119 Millions during the year as compared to Rs. 51,313 Millions turnover and Rs. 6,601 Milllions Profit after Tax during last year.

ii. TBL International Ltd. (TBL)

TBL was formed in 1989, with TCIL holding 44.9%, TBL India LLC holding 40% and DSS Enterprises holding 15.1% shares in the Company. TCIL had invested a sum of Rs.8.37 Millions in the Company. TBL is executing medical equipment maintenance project in African Countries under PAN Africa project, Annual Maintenance for Application Software for Inventory Management System, awarded by Delhi Tourism Transportation Development Corporation (DTTDC) and Supply projects awarded by ICSIL. The Company achieved a Turnover of Rs. 4 Millions and a Profit after Tax of Rs. 0.14 Million during the year as compared to Rs. 9 Milllions of Turnover and Rs. 3 Millions of Profit after Tax during last year.

iii. Intelligent Communication Systems India Ltd. (ICSIL)

In 1987, TCIL and Delhi State Industrial and Infrastructure Development Corporation (DSIIDC) along with 2 private parties formed ICSIL for supply of technical manpower and execution of training, computer communications and office automation projects. TCIL had made an investment of Rs.3.60 Millions in ICSIL towards equity. The performance of the company has improved during the last few years. Now, ICSIL is IS/ISO 9001:2008 certified Company and is executing projects in the area of supply of hardware and other computer peripherals to Delhi government and to various other government departments. The Company is also executing high tech projects in networking and software, CCTV projects and also running Training Institutes for training in various Computer and IT Courses. The Turnover of the Company during the year 2017-18 was Rs. 1,496 Millions as compared to Rs. 1,478 during the last year. The Profit after Tax of 2017-18 was Rs. 47 Millions as compared to Rs. 37 Millions during last year.

iv. United Telecom Ltd. (UTL)

UTL was formed in 2001, with TCIL, MTNL, VSNL (Presently Tata Communications Ltd.) and a local partner viz. Nepal Ventures Pvt. Ltd. to provide WLL based basic telecom services in Nepal. Presently, the Company provides basic mobile, NLD, ILD and Data Services in Nepal. During the year, The company has not been performing well for the last few years. It has huge losses. The Customer base has also reduced. It is not paying the statutory dues like Royalty, BTS site charges, and other dues to the Govt. of Nepal. They have sought Equity participation by its JV partners but MTNL, TCIL & TCL all the Indian JV partners have decided not to contribute any amount towards its Share Capital or Loan. All the Indian JV Partners have decided to exit from the JV and have exercised their Right to exit. During the year ending March 31st, 2018, the Company achieved a Turnover of Rs. 21 Millions as compared to Rs. 61 Millions during the last year. The Company has incurred a loss of Rs. 602 Millions during 2017-18 as compared to the loss of Rs. 472 Milllions during last year.

10. CONSOLIDATED FINANCIAL STATEMENT

The consolidated financial statements prepared in accordance with the Accounting Standards prescribed by the Institute of Chartered Accountants of India are annexed herewith.

11. AUDITORS' REPORT

The Auditors' Report to the Shareholders does not contain any qualification.

12. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Corporate Governance report is annexed herewith as Annexure 'A'.

Management Discussion and Analysis Report is annexed herewith as Annexure 'B'

13. ATTACHING OF ANNUAL REPORT OF SUBSIDIARY COMPANIES ALONG WITH ANNUAL REPORT OF TCIL

Your Company is not attaching the Annual Reports of Subsidiary Companies along with the Annual Report of TCIL. As such, TCIL undertakes that Annual Accounts of the subsidiary companies and the related detailed information shall be made available to shareholders of TCIL and Subsidiary companies seeking such information at any point of time. The Annual accounts of the subsidiary companies shall also be kept for inspection by any shareholders in the head office of TCIL and of the subsidiary companies concerned. TCIL shall also furnish a hard copy of details of accounts of subsidiary companies to any shareholder on demand.

In terms of proviso to sub section (3) of Section 129 of the Companies Act, 2013, the salient features of the financial statement of the subsidiaries are set out in the prescribed Form AOC-1, which forms part of the annual report and is annexed as Annexure 'C'

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

Information relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is placed at Annexure 'D' forming part of this Report.

15. QUALITY, ENVIRONMENTAL AND OCCUPATIONAL HEALTH & SAFETY MANAGEMENT SYSTEMS

Your company has established a Quality Management System that encompasses all the elements of the organization, including people, work environment, resources and infrastructure, customers' requirements, materials and purchases, provision of services, project execution, environmental and safety issues. The Quality Policy statement of TCIL reflects its commitment to quality, customer satisfaction, continual improvement and excellence, with the active involvement of its employees and all stakeholders. TCIL is certified to the ISO 9001:2008 international standard for Quality Management System by Bureau of Indian Standards.

TCIL is also committed to protecting the environment and conserving precious natural resources. Care is exercised in our processes, activities and services to minimize the environmental impacts, save resources such as water, power, fuel and paper and reduce pollution. TCIL has been certified to the ISO 14001:2004 international standard for Environmental Management System since 2010. In March 2018 this certification was upgraded to the latest version of the standard, i.e. ISO 14001:2015.

TCIL also takes suitable measures to prevent accidents and protect the health of its personnel. This commitment is reflected in TCIL's Health, Safety and Environmental Policy statement which is communicated to its employees and suppliers. TCIL is also certified to the OHSAS 18001:2007 standard for Occupational Health and Safety Management System. A surveillance audit for the OHSAS 18001:2007 standard was conducted by external auditor from the certification body in March 2018. No non-conformities were found in the external audit and the auditor recommended continuation of the certification.

16. TRAINING & DEVELOPMENT

The Company attaches the highest priority to the quality of intellectual capital at its disposal and believes that knowledge and skill of its employees are the key to achievements of its corporate mission. TCIL also works on the development of varied skill sets of our employees helping them specialize in specific technical areas, including the latest computer technologies. Finance officers and executives are trained on the latest procedures and policies of various financial areas. Our organization also believe in the saying "Health is Wealth", and hence a number of health management trainings, like Stress Management, Yoga, Meditation, etc. are usually organized for all employees.

Starting from the year 2015, various trainings are also being done every year for non executives for training them in computer aptitude and managerial skills before upgradation to

Executive cadre and every year PMP training is being organized in TCIL for executive employees so that they can work more efficiently in projects with knowledge of basic principles of project management.

In the International market there is an increasing demand from the clients for deployment of human resources with a particular certification. Hence our company motivates young engineers and managers by sponsoring them for certification programmes like EDPM, PMP, CCNA, BIS certifications, IT security certifications etc.

The skill specialization of every employee is maintained in a database, and the expected skill set required to be enhanced is taken from the projects where they are deputed. A gap analysis is done and the same is implemented in the training schedule.

Employees are also sponsored by the company to participate in workshops, seminars, conferences etc. TCIL provides managers with practical guidelines for motivating, retaining, and coaching individual employees. Our training cell provides employees with a clear understanding of their own behavior that enables them to become more effective team members and leaders. It even includes a mapping of their stress behaviour, and how those impact other team members and employees. By mapping managers' as well as the entire team's behaviour against the key paradoxical principles of leadership, managers can take practical steps in coaching for performance enhancement, retaining talent and building effective working relationships. The ultimate goal being the growth of the individual, which can in turn lead to the growth of the organization.

17. PERSONNEL

TCIL has got working strength of 831 employees comprising of 396 Executives and 435 Non-Executives as on 01.07.2018. TCIL always regards its Human Resources as one of its prime resources and as such, TCIL continues to give adequate emphasis and special attention to HRD activities. TCIL increases its manpower resource pool through direct recruitments after careful scrutiny of the candidates strictly according to the company hiring policies. Our organization continued to attain great importance in implementing the directives and policies of Government of India regarding reservation of SC/ST and physically handicapped. TCIL is directly recruiting these candidates as and when the requirements arise by giving advertisements in various newspapers indicating the no. of vacancies reserved also. The Company has a very lucrative pay structure which ensures planned growth for the employees. Our organization continues to pay great importance to implementing the directives and policies of Government of India regarding reservation of SC/ST/OBC and physically handicapped.

Empowerment of Women

TCIL is providing a friendly workplace for female employees. Safety /security measures for the employees are strictly enforced and we provide equal opportunities to all our employees. As a welfare measure, various benefit schemes are incorporated in TCIL like maternity leave has been enhanced from 90 days to 180 days for all women employees to take care of their small children. There is an increase in the managerial and supervisory category of women employees. Separate toilets are available for women on each floor. Some female employees are holding higher management/ authoritative posts in TCIL. Now, more and more women are involved in decision making. No discrimination is made on the basis of caste category/weaker sections. All are treated equally.We also have a Sexual Harassment Committee constituted by Women employees for addressing the grievances of women employees regarding harassment for taking care and for welfare & security of Women employees. A Woman representative is also present in TCIL for taking care of women employees concerns and acting as their representative before the management. TCIL has appointed a female officer as CVO of the Company.

Employee welfare activities

A grievance redressal system is also in place for all employees of TCIL.CMD TCIL addresses the issues /grievances of the employees and follow up is done and appropriate action is taken in this regard subject to administrative constraints.

At the end of each month for employees who are retiring in that month, a farewell function is also organized for making them feel important and bidding farewell to them. Scholarships are provided to the meritorious children of the employees. Subsidized leisure trip/tour is provided to the officials/officers of the company along with their family once in a year. Gym facility is provided for the employees in the basement of TCIL Bhawan. Holding of Recreational/sports events have been approved by the management

18. USE OF HINDI (RAJBHASHA)

Your company has initiated several steps towards the increasing use of official language Hindi. TCIL is committed to implement Official Language policy and fulfill the targets related to Hindi. In the month of September 2017, Hindi Fortnight has been celebrated in TCIL. During this fortnight, four competitions have been organized. A competition, called 'Prashn Manch Pratiyogita' is very popular among the employees. Hindi Workshops/Seminars have been organized regularly as per the directives. In the month of March 2018, Hasya Kavi Sammelan has been celebrated on the occasion of Holi festival. Unicode and other advanced tools is being installed in all the computer system of the office and each employee is working in Hindi like never before. For working in hindi, Google Speech Tools is also being used.

19. VIGILANCE

During the period 2017-18, Vigilance Division conducted various activities to eliminate corruption within the organization. Effective preventive measures were taken to create corruption free environment in the organization by way of issue of instructions for systematic improvements. Efforts were made to enhance transparency and accountability in the functioning in various departments to eradicate corruption.

During the period, Vigilance division has received numerous complaints which were investigated thoroughly. Departmental enquiries were also conducted where needed and circulars for systematic improvements were issued and action taken on the enquiry reports by the Disciplinary authority. Further, periodic / Surprise Inspections were carried out as per the CVC guidelines to enhance preventive vigilance.

The Vigilance Awareness week was observed in TCIL from 30.10.2017 to 04.11.2017. The theme of observing Vigilance Awareness Week during this year was "My Vision – Corruption Free India". Various programmes were organized during the week to bring awareness on vigilance activities among the employees of TCIL. Pledge was taken by TCILians to be vigilant in their work and e-pledge was also taken by many of the employees. A lecture on topic "My Vision : Corruption Free India" was imparted by Shri Apendu Ganguly, Director(Retd.), Ministry of Defence in TCIL. Debate and Essay Writing competitions were conducted during Vigilance Awareness week for bringing awareness among the employees about the vigilance matters. CMD, TCIL addressed the employees during Vigilance Awareness Week and also distributed prizes to all the winners of Debate and Essay Writing Competitions

Shri A.K. Garg, Ex- CMD, MTNL and Shri V.V.R.Sastry, Ex-CMD, BEL were appointed as new Independent External Monitors (IEMs) w.e.f. 22.11.2017. Vigilance Division has also conducted the IEM meeting with regard to Integrity Pact Programme on 15.03.2018.

20. WHISTLE BLOWER POLICY/ VIGIL MECHANISM

Company has formulated a detailed Whistle Blower Policy/ Vigil Mechanism as per the requirement of Companies Act, 2013. The same is available on the website of the company.

21. CORPORATE SOCIAL RESPONSIBILITY

A detailed Report on Corporate Social Responsibility is annexed as Annexure 'E' as per the requirements Section 135 of the Companies Act, 2013.

22. RELATED PARTY TRANSACTIONS

Forms AOC-2 containing complete particulars of Related Party Transactions are attached as Annexure 'F (1) to F(6)'

23. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirm:

1. That in the preparation of the Annual Accounts, the applicable accounting standards have been followed and there has been no material departure.

2. That appropriate accounting policies and practices have been applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2018 and of the Profits of the Company for the year ended on that date.

3. That proper care has been taken for the maintenance of accounting records in accordance with provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

4. That the Annual Accounts have been prepared on a "going concern" basis.

5. That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. DIRECTORS

On 28.08.2017, Sh. A. Seshagiri Rao joined as Chairman and Managing Director of TCIL. Sh. A.K. Gupta, who was holding the additional charge of CMD, TCIL handed over the charge to him and continued to be Director (Finance) with effect from that date.

Shri A.K. Gupta, Director (Finance) consequent to his superannuation, ceased to be the Director w.e.f. 30.11.2017 and in his place, Sh. Narendra Jain was appointed as Director (Finance) w.e.f. 27.03.2018. During the intermittent period i.e. from 01.12.2017 to 26.03.2018, Sh. Rajiv Gupta, Director (Projects) held the additional charge of Director (Finance)

Sh. Rajesh Kapoor, Director (Technical) consequent to his superannuation, ceased to be the Director w.e.f. 31.01.2018 and Sh. A. Seshagiri Rao, Chairman and Managing Director was holding the additional charge of Director (Technical) w.e.f. from 01.02.2018 till 31.07.2018. Sh. Kamendra Kumar was appointed as Director (Technical) of TCIL w.e.f. 01.08.2018

Shri Shashi Ranjan Kumar ceased to be the Director w.e.f. 02.01.2018 and in his place Sh. Sanjeev Gupta was appointed as Director (Govt. Nominee) w.e.f. 13.02.2018.

Sh. Rajiv Gupta, Director (Projects), Smt. Sumita Purkayastha, Director (Govt. Nominee) and Prof. Rekha Suman Jain, Independent Director continued to hold their posts throughout the year under review.

However, Smt. Sumita Purkayastha consequent to her superannuation, ceased to be the Director w.e.f. 30.06.2018 and in her place Ms. Vinod Kotwal was appointed as Director (Govt. Nominee) w.e.f. 07.08.2018.

During the year under review, all the Directors attended all the six (6) Board Meetings held except Sh. Rajesh Kapoor, Director (Technical) could not attend the meeting held on 28.09.2017 The last AGM was held on 28.09.2017 and all the Directors attended the same except Sh. Rajesh Kapoor, Director (Technical) and Smt.Sumita Purkayastha, Director (Govt. Nominee).

25. DETAILS OF KEY MANAGERIAL PERSONNEL

As on 31st March, 2018, the Officials designated as Key Managerial Personnel of the company are as follows :

1. Sh. A. Seshagiri Rao,
   Chairman and Managing Director
2. Sh. Rajiv Gupta, Director (Projects)
3. Sh. Narendra Jain, Director (Finance)
4. Sh. A.V.V. Krishnan, Company Secretary

On 27.03.2018, Sh. Narendra Jain joined as Director (Finance) of TCIL and he has also been designated as KMP of the company with effect from that date. Sh. A.V.V. Krishnan was designated as the Company Secretary of TCIL w.e.f. 04.12.2017. He has also been designated as KMP of the company with effect from that date.

Sh. Kamendra Kumar was appointed as Director (Technical) of TCIL w.e.f. 01.08.2018 and he has also been designated as KMP of the company with effect from that date.

A brief Profile of all the above directors/KMPs are available on the website of the company.

26. EXTRACTS OF ANNUAL RETURN

The extract of Annual Return of the Company in Form No. MGT-9 for the year under report pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 is placed at Annexure-G.

27. SECRETARIAL AUDIT REPORT

The Secretarial Audit of the company for financial year 2017-18 pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been conducted by M/s. Agarwal S. & Associates, Practicing Company Secretaries, New Delhi. The Secretarial Audit Report has been attached to this report as Annexure-' H'.

The explanations and comments under Section 134(3)(f) of the Companies Act, 2013 on remarks made by the Practicing Company Secretary in their reports has been attached to this report as Annexure- 'I'.

28. INFORMATION UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 REGARDING EMPLOYEES REMUNERATION

In terms of the provisions of section 197(12) of the Companies Act, 2013 read with the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every Company is required to give a statement showing the names and other particulars of the top ten employees in terms of remuneration drawn and also employees drawing remuneration in excess of the limits set out in the said rules in the Board's Report.

However, as per notification dated 05.06.2015 issued by the Ministry of Affairs, the company has been exempted from the above provision and therefore, such particulars have not been included as part of the Board's Report.

29. STATEMENT UNDER SECTION 134(3)(P) OF THE COMPANIES ACT, 2013 REGARDING FORMAL ANNUAL EVALUATION MADE BY BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

In terms of the notification dated 05.06.2015 issued by Ministry of Corporate Affairs, the company has been exempted from the above provision and hence the disclosure is no longer required.

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There was no loans, guarantees or investments made by the company exceeding the limits specified under Section 186 of the Companies Act, 2013 during the year under review and hence, the said provision is not applicable.

31. UNSECURED LOAN

During the year under review, the unsecured loans of TCIL stood at Rs. 919 Millions.

32. ANNUAL PROCUREMENTS FROM MSE'S

During the year 2017-18, TCIL has surpassed the mandatory target of 20%, so far as the procurement from MSEs is concerned. The Actual procurement made from MSEs was Rs. 1408.10 Millions which was 30.36% of the total value of procurement of Rs. 4638.10 Millions during the year 2017-18. TCIL has set a target of 25% to procure only from MSEs out of the total value of Goods & Services to be procured during the Financial Year 2017-18. This information has been posted on MSME Sambandh Portal.

33. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under, the Company has in place, a committee for prevention, prohibition and redressal of sexual harassment at workplace.

No case of Sexual Harassment was reported in the FY 2017-18.

34. DECLARATION BY INDEPENDENT DIRECTOR

A declaration under Section 149(7) of the Companies Act, 2013 that she meets the criteria of independence as provided in Section 149(6) of the Act has been given by Independent Director.

35. AUDITORS

Comptroller and Auditor General of India appointed M/s Hingorani M. & Co., Chartered Accountants as Statutory Auditors for auditing Accounts of TCIL for the year 2017-18.

Apart from this, the following foreign Branch Auditors were also appointed:-

Kuwait - M/s. Al-waha Auditing office.
Oman - M/s. Jimenez Auditors
Mauritius - M/s. Bit Associates
Saudi Arabia-I - M/s. UTC International
Saudi Arabia-II - M/s. Rashid Awaji

36. ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation to the Department of Telecommunications and various Ministries of the Government of India, the Central Government, the State Governments, all its technology providers, equipment suppliers, value added service partners and all the business associates for the co-operation and support extended to the Company.

Your Directors would like to place on record the valued cooperation and support extended by Comptroller and Auditor General of India, Statutory Auditors and Branch Auditors, Exim Bank, ECGC and the Bankers.

The Directors wish to place their gratitude to the valued clients both in India and Abroad for their continued trust, support and reposing confidence on the company.

The Board also wish to take this opportunity to express their thanks for the valuable contribution made by the outgoing Directors during their tenure on the Board of the Company.

The Directors also take this opportunity to record their appreciation for the continued and dedicated hard work and efforts of every employee of the company and expect the same in the coming years also. Their commitment and dedication is beyond words.

For and on behalf of the Board of Directors

(A. SESHAGIRI RAO)
CHAIRMAN & MANAGING DIRECTOR
DIN No. 06364174

Date: 09.08.2018
Place: New Delhi

ANNEXURES TO THE DIRECTOR'S REPORT

◊ Report on Corporate Governance	-	Annexure 'A'
◊ Management Discussion & Analysis Report	-	Annexure 'B'
◊ The salient features of the financial statement of the subsidiaries in the prescribed Form AOC-1	-	Annexure 'C'
◊ Information relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo	-	Annexure 'D'
◊ A detailed Report on Corporate Social Responsibility	-	Annexure 'E'
◊ Forms AOC-2 containing complete particulars of Related Party Transactions	-	Annexure 'F(1) to F(6)'
◊ The extract of Annual Return of the Company in Form No. MGT-9	-	Annexure 'G'
◊ "Secretarial Audit Report" of the company	-	Annexure 'H'
◊ The explanations and comments on remarks made by the Practicing Company Secretary in their report	-	Annexure 'I'

ANNEXURE 'A'

Company's Report on Corporate Governance

A. Corporate Governance

The report on Corporate Governance reflects the ethos of the Company and its continuous commitment to ethical business principles across its operations. Sustaining a culture of integrity along with high performance orientation and an adaptive management style in today's dynamic business environment needs a robust governance structure. Your Company is a forerunner in the segment of having put in place a sound mechanism for Corporate Governance. We follow ethical business standards in all our operations globally and ensures compliance with all relevant laws in letter and spirit. Our governance philosophy reflect our commitment to disclose timely and accurate information regarding our financial and operational performance as well as the Company's leadership and governance structure. Good governance and a commitment to operating with integrity is central to our culture, at all levels and in all parts of our business

Corporate Governance is more than set of processes and compliances at TCIL. We follow global standards of Corporate Governance and continuously benchmark ourselves to adopt the best practices It underlines the role that we see for ourselves for today, tomorrow and beyond. TCIL is having a well defined corporate structure that establishes checks and balances and delegates decision making to appropriate levels in the organization, though the board remains in effective control of the affairs of the company. TCIL believes that good Corporate Governance practices are essential for generating long term value and maintaining a sustainable business model.

The Corporate Governance structure of the Company is multi-tiered, comprising of Board of Directors at the apex level and various committees, which collectively ensure highest standards of Corporate Governance and transparency in the Company's functioning. Board is committed to ensuring there is a strong and effective system of corporate governance in place to support the successful execution of Company's strategy The Board exercises independent judgment in overseeing management performance and plays a vital role in the oversight and management of the Company. The Board is chaired by the Executive Chairman, who is responsible for the overall strategy development, alliances, leadership development, international opportunities, strengthening governance practices and enhancing brand value and the company's global image and reputation. The Board has complete access to all the relevant information within the Company and to all the employees of the Company.

TCIL has laid down a well-defined the Code of Conduct for all the Board Members and Senior Management Personnel of the Company, which is also uploaded on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance to the Code of Conduct. A declaration signed by the CMD affirming the compliance with the Code of Conduct by the Board Members and Senior Management Personnel of the Company is attached and forms part of this Report. Also, TCIL has well-defined TCIL Conduct, Discipline and Appeal Rules applicable to all the Employees.

Your Company also confirms the compliance of the Government of India's directives for implementation of Corporate Governance Norms for the Unlisted CPSEs. Amid an exciting and eventful year, we continued to drive our Governance and sustainability initiatives with passion and diligence

B. Integrity Pact

TCIL had signed an MOU with Transparency International for implementation of Integrity Pact. Initially, the threshold level of Procurement which falls under this pact was Rs. 100 Millions which has been reduced over the period of time. In respect of Integrity Pact Programme, the threshold value of the Tender/ Projects was Rs. 10 Millions as on 31.03.2018 which was increased to Rs. 50 Millions on 14.05.2018 as proposed by the new IEMs. TCIL has also implemented the procedure of storing the signed IP documents in TCIL server. The company is also holding meetings of Independent External Monitors (IEMs) from time to time to review and oversee the implementation of Integrity Pact Programme and in this regard, Annual Report of IEMs was also submitted to CVC.

C. Right to Information

Executive Director (TG) is acting as the Central Public Information Officer (CPIO) as defined under the Right to Information Act, 2005. During the year under report, 53 RTI requests have been responded as under:

- Decisions where requests accepted - 35
- Decisions where requests rejected under various provisions of RTI Act - 17
- No. of requests transferred to other Public Authorities under Section 6(3) of the Act - 1

D. Board of Directors

During the year the Board of Directors of the company met six times on 9th May 2017, 8th August 2017, 29th August 2017, 28th September, 2017, 28th November 2017 and 21st February 2018.

The details as to the attendance of the Directors in the Board Meetings and the last AGM held on 28th September, 2017 and number of other directorships and committee memberships, chairmanships as on 31st March, 2018 are as follows:

Name of the Director	Category	Attendance in Board Meeting during 2017-18	Attendance in Last AGM	Number of Directorships in other Companies (@@)	Number of Committees (including TCIL)	
					Member	Chairman
Shri A. Seshagiri Rao	Chairman & Managing Director (w.e.f. 28.08.17) & Director (Technical) (w.e.f. 01.02.2018 upto 31.07.18)	4	Yes	1	Nil	1
Shri A.K. Gupta	Director (Finance) (upto 30.11.2017)	5	Yes	1	Nil	Nil
Shri Rajesh Kapoor	Director (Finance) (upto 30.11.2018)	4	No	1	3	Nil
Shri Rajiv Gupta	Director (Projects)	6	Yes	5	3	Nil
Shri Narendra Jain	Director (Finance) (w.e.f. 27.03.2018)	-	-	1	Nil	Nil
Shri Shashi Ranjan Kumar	Director (Govt. Nominee) (upto 02.01.2018	4	Yes	Nil	5	2
Smt. Sumita Purkayastha	Director (Govt. Nominee) (upto 30.06.18)	5	No	Nil	4	Nil
Shri Sanjeev Gupta	Director (Govt. Nominee) (w.e.f. 13.02.2018)	1	-	Nil	5	2
Smt. Rekha Suman Jain	Independent Director	6	Yes	3	4	2

* For number of Directorships in other Companies, only Public Limited Companies are considered. Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013 have been excluded.

Shri Sanjeev Gupta joined TCIL as Director (Govt. Nominee) w.e.f. 13.02.2018. His brief Profile is as follows:

Shri Sanjeev Gupta is an officer of Indian Telecom Service, Group 'A' of 1988 batch. He is a graduate in Electronics & Communication Engg from Regional Engineering College Kurukshetra in 1988. Later on he did his MBA in Marketing management. He joined the Department of Telecommunications (DoT) in 1990. Since then he has worked in various capacities in the states of Uttar Pradesh, Punjab, HaryanaandNorth East.He has worked for an international assignment for three years in Kuwait. He is also having four years' experience of working with the telecom regulator TRAI from 2007 to 2010. He has nearly 30 years of experience in the field of operations, regulatory affairs and various ministerial works in the telecom sector. He is having vast experience in handling the affairs of

Public Sector Units in Government of India. He is widely travelled within and outside India. He has made notable contributions in the management of project of Network For Spectrum. Presently, he is working as Deputy Director General (DDG) in the Department of Telecommunications, Ministry of Communications.

Shri Narendra Jain was appointed as Director (Finance) w.e.f. 27.03.2018. His brief Profile is as follows:

Shri Narendra Jain is a Cost & Management Accountant and Company Secretary. He secured 16th Rank in ICWA Final Examination in India and was awarded Certificate of Merit by the Institute. He possesses around 30 years of experience in various reputed CPSEs in Steel, Power & Telecom sectors. He has worked in vast areas of Finance & Accounts such as Financial Management, Budgeting, Costing, Corporate & Project Accounts, Taxation, ERP Implementation, Financial Concurrence, Fund Management, Internal Audit, Secretarial and Legal etc. He has been instrumental in bringing improvements in systems & procedures in these areas in the respective organizations. He has represented on the Board of Joint ventures / Subsidiary Companies of TCIL. He has also worked as Arbitrator in a few legal cases. Before taking over the charge of Director (Finance) on 27.03.2018, he was holding the post of Group General Manager (F&A) in TCIL.

Shri Kamendra Kumar has been appointed as Director (Technical) w.e.f. 01.08.2018. His brief Profile is as follows:

Shri Kamendra Kumar obtained his Engineering Degree in 1982 from IIT Roorkee and did the executive management course from IIM Lucknow.

He started his career as a Scientist in DRDO and later worked in the Government Undertakings, Joint Ventures and the leading Multinationals (MNCs) like ALSTOM CEGELEC (French) and LG (Korean).

During the student life, he received the High School scholarship, Intermediate scholarship and the National Award. As a part of extra-curricular activities, he remained President of Roorkee University Students' Association, Convener of All India Youth Festival, Organizing Committee Member of PAN-IIT Association, Member of Executive Council TEMA. He has also got rich experience of widely travelling all around the world.

His previous assignments included GM, GGM and ED in TCIL, MD in ICSIL on Deputation and the General Manager in LG Systems India Ltd. He has also worked as the Chief Public Information Officer in TCIL.

With his proven techno-commercial experience of about 35 years, and a variety of exposures with the government and private MNCs, he will be able to add the new dimensions to the growth of the TCIL.

Ms. Vinod Kotwal has been appointed as Director (Govt. Nominee) w.e.f. 01.08.2018.
Her brief Profile is as follows:

Ms. Vinod Kotwal, a 1994 batch officer of IP&TAFS has around twenty four years of rich and diverse experience in the areas of telecom, administration, revenue assurance, finance and regulatory affairs. She has worked in various capacities in the Department of Telecommunications; Mahanagar Telephone Nigam Limited (MTNL); Ministry of Food Processing Industries, GoI; Economic Advisory Council to the PM; the food regulator, Food Safety and Standards Authority of India (FSSAI); and the telecom regulator, Telecom Regulatory Authority of India (TRAI). She is currently posted as DDG (FIPP) in the Department of Telecommunication, Ministry of Communication.

She did her Masters in Botany from University of Jammu followed by MBA (Finance) from Faculty of Management Studies, University of Delhi. Recently, she has also completed Advance Professional Programme in Public Administration (APPPA) from the Indian Institute of Public Administration (IIPA), New Delhi. She is currently pursuing PhD course from IIT, Delhi on the effectiveness of regulations in the street food safety.

An avid reader with an eclectic taste Ms. Kotwal has also penned articles on diverse areas ranging from gender budgeting, potential of food processing in the country, e-waste to Open Data & Digital Identity: Lessons for Aadhaar. She has also authored a book on "Decoding Codex Alimentarius Commission: A step by step guide to understanding the role and working of Codex Alimentarius Commission (2016)", a joint FAO-WHO international food standard setting body. She is also active in the work of ITU-T Study Group 3 (SG3) of the International

Telecommunication Union (ITU) and holds leadership positions there.

E. Information to the Board

The Board of Directors have complete access to the information within the Company which includes Annual Revenue and Capital Budget, Periodic Statement of Accounts showing financial results of the Company, Financing Plans of the Company, Minutes of the Meeting of various Committees including Audit Committees, details of subsidiary and JV Companies, any materially relevant default, compliance/ non-compliance of any regulatory / statutory requirements.

F. Audit Committee

TCIL has in place an Audit Committee in terms of Section 177 of the Companies Act and also as per DPE guidelines. The Audit Committee reviews, with the management, annual financial statements before submission to the Board for approval. The Committee also oversees the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible. Reviewing the adequacy of the internal audit function including the structure of the internal audit department is also undertaken by it. The terms of reference of Audit Committee include:

1. To recommend for appointment, remuneration and terms of appointment of auditors of the company;
2. To review and monitor the auditor's independence and performance and effectiveness of audit process;
3. To examine financial statement and auditors' report thereon;
4. To approve or subsequently modify transactions of the company with related parties and also determine whether a particular related party contract or arrangement or transaction is in the ordinary course of business and/or at arms' length basis.
5. To scrutinize inter-corporate loans and investments;
6. Valuation of undertakings or assets of the company, wherever it is necessary ;
7. To lay down internal financial controls to be followed by the company and evaluation of internal financial controls to ensure that such internal financial controls are adequate and working effectively. Internal Financial Control shall have the same meaning given in the explanation to Section 134(5)(e) of the Companies Act 2013.
8. To evaluate risk management systems;
9. To monitor the end use of funds raised through public offers and related matters.
10. To formulate scope, functions, periodicity and methodology for conducting internal audit in consultation with Internal Audit.
11. To oversee the vigil mechanism
12. Any other matter as per DPE guidelines not specifically included above.
13. Any other matter which may be entrusted to Audit Committee by the Board of Directors from time to time.

Powers of the Audit Committee

a. Inviting comments of auditors about Internal Control Systems and Scope of Audit.

b. To investigate into any matter in relation to items specified in the above mentioned terms of reference.

c. To obtain professional advice from external sources.

d. To have full access to information contained in the records of the Company.

Composition

The constitution of the Audit Committee as on 31.03.2018 was as follows:

1. Prof. Rekha Suman Jain, Chairperson
2. Smt. Sumita Purkayastha, Member
3. Sh. Sanjeev Gupta, Member

The Audit Committee of the Board of Directors met six times on 9th May 2017, 8th August 2017, 29th August 2017, 28th September, 2017, 28th November 2017 and 21st February 2018.

G. Sub-committees of the Board of Directors

The composition and category of Members of the Audit Committee of the Board of Directors and attendance at the meeting is as under: -

S. No.	Name of the Director	Designation	Category	Attendance
1.	Prof. Rekha Suman Jain	Chairperson	Independent Director	6
2.	Shri Shashi Ranjan Kumar	Member	Govt. Nominee Director	4 out of 5
3.	Smt. Sumita Purkayastha	Member	Govt. Nominee Director	5
4.	Sh. Sanjeev Gupta	Member	Govt. Nominee Director	1 out of 1

*Shri Shashi Ranjan Kumar ceased to be the member of the Committee w.e.f. w.e.f. 02.01.2018 and in his place Sh. Sanjeev Gupta was appointed as member w.e.f.13.02.2018.

1. Nomination & Remuneration Committee

The functions of the Nomination & Remuneration Committee include recommending to the Board the remuneration payable to employees, revision in salary, Performance Related Pay (PRP), payment of perks and general personnel policies. As on 31st March, 2018, following Directors were the Members of the Remuneration Committee:

1. Prof. Rekha Suman Jain, Chairperson
2. Smt. Sumita Purkayastha, Member
3. Sh. Sanjeev Gupta, Member

Disclosure under Section 178(4) of the Companies Act, 2013 regarding the Policy to be framed by Nomination and Remuneration Committee in respect of remuneration of Directors, KMPS, Senior Management and other Employees.

Being a CPSU, the criteria for qualifications and remuneration of Directors, Key Managerial Personnel, Senior Management and other employees is decided by the Govt. of India. However, the Ministry of Corporate Affairs has granted exemption vide notification dated 05.06.2015 except in case of Senior Management and other Employees.

2. Risk Management Committee

TCIL has a Risk Management Committee of the Board which oversees the risk management function in the company

As on 31st March, 2018, the members of Risk Management Committee of Directors were as under:

1. Sh. Sanjeev Gupta, Chairman
2. Sh. Rajiv Gupta, Member
3. Smt. Sumita Purkayastha, Member

H. Name, address and contact details of the Compliance Officer

Sh. A.V.V. Krishnan is the Compliance Officer of the Company. The Compliance Officer can be contacted at the following numbers:

Mr. A.V.V. Krishnan, Executive Director (Finance & Company Secretary)
Phone No. : 011- 26202126 (O)
Mobile No. : 9868393739
E-mail : krishnan@tcil-india.com

J. Disclosures

I. Annual General Meetings (AGMs)

The details of last 3 Annual General Meetings of the Company are as under

No. of AGM	Financial Year	Date	Time	Venue	Special Resolutions Passed
39th	2016-17	28.09.2017	12:15 hrs.	TCIL Bhawan	1
38th	2015-16	22.09.2016	12:15 hrs.	TCIL Bhawan	NIL
37th	2014-15	24.09.2015	12:15 hrs.	TCIL Bhawan	1

a. Subsidiary Company: The Audit Committee of the Company is not required to review the financial statement of the subsidiary companies in terms of DPE Guidelines as the turnover or net worth of the subsidiary companies are less than 20% of Turnover/ net worth of TCIL.

b. Disclosure of the materially significant related party transactions: Details of the Related Party Transactions as per Accounting Standard –18 forms part of the Notes to the Accounts. Also Forms AOC-2 containing complete particulars of Related Party Transactions are attached as Annexure 'F (1) to F(8)'

c. Disclosure of Accounting Treatment: Company follows the Accounting Standards issued by the Institute of Chartered Accountants of India in the preparation of Financial Statements. Company has not adopted a treatment different from that prescribed in any of the Accounting Standard.

K. Training of Board Members

The new Directors are given orientation and induction regarding company's vision, core value including ethics, financial matters, business operations, risk matters. The normal practice is to furnish booklets, brochures, Annual report, MOU signed with administrative ministry, Memorandum & Article of Association of the company, guidelines on Corporate Governance etc.

Apart from above, Directors are also nominated for training on Corporate Governance and other subjects conducted by DPE and other Institutions. During the year, the Directors attended the following training:

a. Smt. Sumita Purkayastha, Govt. Nominee Director attended DPE one day orientation programme for Directors on Audit Committee on 30th June, 2017 at Jammu.

b. Sh. Sanjeev Gupta, Director(Govt. Nominee) attended DPE one day Orientation programme for Capacity Building of Government Directors of CPSEs on 20th February, 2018 at New Delhi.

c. Sh. Rajiv Gupta, D(P) attended 3 days Masterclass for Directors from 07.04.2018 to 09.04.2018 organised by Institute of Directors.

L. Whistle Blower Policy / Vigil Mechanism

Your Company has in place a Whistle Blower Policy / vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of your Company's Code of Conduct. Adequate safeguards are provided against victimization to those who avail of the mechanism is provided. The Whistle Blower Policy / Vigil Mechanism of the company is available on the website of the company.

M. Means of Communication

Annual results to the shareholders are sent by way of Annual report.

N. Posting of information on the web site of the Company

Annual results of TCIL, tenders and career opportunities are posted on Company's website: www.tcil-india.com

ANNEXURE 'B'

MANAGEMENT DISCUSSION & ANALYSIS

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

The telecom sector is a crucial driver of economic and social growth and change that the telecom sector can introduce will reflect across several areas. Sustainable solutions like renewable energy not only have a considerable potential to bring energy efficiency in the telecom sector, but it will also help other industries in reducing their carbon footprint.

India is currently the world's second-largest telecommunications market with a subscriber base of 1200 million and has registered strong growth in the past decade and half. The country is the fourth largest app economy in the world. The Indian mobile economy is growing rapidly and will contribute substantially to India's Gross Domestic Product (GDP). Every monumental year for an industry brings with it certain decisive turn of priorities that change its landscape, for good. The same has been true for telecommunication this year. FY'18 has been quite disruptive for the industry in India for more reasons than one – and hence quite transformational as well. India's telecom sector is going through a period of stress owing to growing losses and rising debt, amid heightened competition due to the disruptive entry of Reliance Jio. On the other hand, Technology, in today's times, is developing very rapidly with innovations every day from different parts of the world. However, on a broader level, technologies like IoT, blockchain, M2M, big data, AR/VR and artificial intelligence have the potential to shape the future. Companies across sectors are understanding these technologies and implementing them to come up with better offerings.

Apart from above, as there is a strong possibility of consumer growth in Indian telecom segment because of the Government enabled easy access to business in various sectors. Together with this, the fair and proactive regulatory framework of the regulator has ensured availability and extension of telecom services to all the consumers across the country at affordable prices. The deregulation of Foreign Direct Investment (FDI) norms has made the sector one of the fastest growing and a top five employment opportunity generator in the country.

Above all, the global adoption of public cloud computing services, the increased performance of smartphones, network virtualization through smart data and the demand for Chromebooks has created a cluster of opportunities for the Telecom Companies. TCIL is also geared up to grab those new opportunities by updating itself to the newer technologies and entering into new areas of operations.

A highly competitive intensity reigned, and amidst all that we chose to keep our eyes less on the downward spiral of obstacles and more on the rising graph of possibilities – the greatest of which has been venturing beyond being purely a telecom consultancy company to a comprehensive digital service and infrastructure developer.

B. SWOT ANALYSIS

Strength:

TCIL has established itself as a trusted brand and expert in the Telecom Infrastructure Sector development in India and abroad. The TCIL's strength include the following :

- Good Brand Equity and Track record.
- Registered with International agencies.
- Dedicated and Experienced Workforce capable of performing in most difficult geographies and terrain.
- Government of India Lineage and support
- International and Technical expertise and experience
- Adaptive to latest technologies
- Presence in Telecom, IT and infrastructure Sectors.

Weakness:

- High working capital requirement due to change in Business Model to BOT / Deferred Payment Contracts.
- High Dependency on OEM Manufacturers being a purely services/ Project execution and Management company.
- Stiff competition in the market, the margins to be kept for grabbing the projects are declining rapidly, which are in turn depleting the percentage margin of the company.
- TCIL relies mainly on reactive business acquisition model by responding to tenders and RFPs
- Very few projects from parent Ministry or sister PSUs on nomination basis.

- Disqualification from bidding in Telecom tenders by BSNL due to Company being Partner in TSPs in India and Nepal.

Opportunities

- Enhanced Opportunities in IT
- Large infrastructure projects in broadband / FTTH
- The rise of 5G networks promises to spark an enormous wave of change.
- Accelerating growth of Tele-density in India
- IT adoption by various Govt. and Govt. bodies through GOI focus on Digital India and e-Kranti
- Significant opportunities arising by the internet across payment mechanisms, e-commerce, m-commerce and IoT, artificial intelligence, blockchain etc..
- Growing mobile telephony, mobile Internet and big data will create tremendous opportunities for telecom operators.
- Opportunities in cloud computing, Rural telephony, value added services & managed services
- Creation of telecom infrastructure in rural and remote areas.
- Increased infrastructure Projects in existing geographies.
- Technological advances in telephony
- Massive infrastructure projects in existing geographies

Threats

The major challenges faced by the Company are:

- Lack of funding for Telecom projects by Multilateral Funding Agencies
- Changing landscape of telecom and civil industry
- Competition from OEM manufactures and small players
- Lack of funds in African countries
- Tendering of projects on Deferred Payment Model by the Governments
- Substantially decreased margins in global tenders on account of increased competition
- Pace of product innovation remains high
- Competitive bidding

C. SEGMENT–WISE PERFORMANCE

The segment wise performance of TCIL for the year 2017-18 is as follows:

Sector–wise Revenue	Figure in Millions (Rs.)
Primary	
Telecom	4,548
Civil	1,982
Consultancy and Service Contract	3,431
Trading Activities	2,133
Other Operating Revenue	232
Secondary	
Inland Projects	8,497
Foreign Projects	3,829

D. OUTLOOK

TCIL is a premier telecommunication consultancy, and engineering company, hence telecom, IT and infrastructure management are at the heart of our operations. We have operated extensively across e-governance, project management and major telecom projects in India as well as in several global markets and we continue to focus on these strengths. We are now also focusing on the new frontiers of Artificial Intelligence, Cyber Security and more. Some of the areas which we are looking forward to concentrate in the coming years are as follows:

- To acquire State-of-the-Art technology on a continuing basis and maintain leadership.
- To diversify into Smart Cities and Smart Buildings.
- To provide cost - effective eco friendly network technologies for building new Telecom & IT networks and upgrade legacy networks.
- To focus on e – Networks including Health, Education, Disaster management, Homeland security, Green Telecom and Cyber security
- To execute O&M contracts in the IT and Telecom fields by utilising TCIL's expert technical manpower.
- To develop Telecom & IT training infrastructure abroad.
- To aggressively participate in Digital India programme including e-Governance, m-Governance and Broad Band Highways
- To promote skill development by leveraging technology

- To provide Managed services including Software as service to Government and MSME Segment.
- To aggressively move forward in power sector, particularly the new and renewable energy.
- To carry out project management of Infrastructure projects including Highways, Building and Power projects
- To facilitate Project Management Unit (PMU) setup for implementation of large value projects.
- IoT, blockchain, M2M, big data, AR/VR and artificial intelligence.
- Focus on Broadband Multimedia Convergent Service Networks.
- Green Telecom, Cyber security, 5G Networks and ICT Development.

E. RISKS AND CONCERNS / RISK MANAGEMENT POLICY

Business risk evaluation and management is an ongoing process within the Company. The Board devotes its significant time in evaluation of current and potential strategic issues and reviews Company's business plans, Corporate strategy and risk management issues based on the markets it operates in and in light of industry trends and developments to help achieve its strategic goals.

Your Company has constituted a Risk Management Committee, the details whereof are set out in the Corporate Governance Report forming part of the Annual Report. The Company has established a well-defined Risk Management framework to optimally identify and manage risks, as well as to address operational, strategic and regulatory risks. In line with the Company's commitment to deliver sustainable value, this framework aims to provide an integrated and organized approach to evaluate and manage risks.

The risk management system of the company is overseen by an internal Risk Management Committee headed by an officer of the rank of General Manager and also board level sub-committee. The Committee / Board periodically reviews the risks and suggest steps to be taken to control and mitigate the same through a properly defined framework. Company is also taking various remedial measures on the basis of advice of the Risk Management Committee. In line with the Company's commitment to deliver sustainable value, this framework aims to provide an integrated and organized approach to evaluate and manage risks.

Apart from this, your company has a well defined Risk Management Policy approved by the Board of Directors. The objective of this Policy is to have a well defined approach to risk. The Policy lays broad guidelines for the appropriate authority so as to be able to do timely identification, assessment, and prioritization of risks affecting the Company in the short and foreseeable future. The Policy suggests framing an appropriate response action for the key risks identified, so as to make sure that risks are adequately compensated or mitigated. As per the policy, the role of the Risk Management Committee shall be :

1. To assist the Board in fulfilling its Corporate Governance ideals in overseeing the responsibilities with regard to evaluation and mitigation of operational strategic and external environment risk (s).
2. To monitor and approving the risk policies and associated practices of the Company.
3. To review and approve various statements disclosures.
4. To provide assistance and improve the quality of the decision making throughout the organization.

The above Policy was reviewed by the Risk Management Committee and the Board in their meeting held on 14th May, 2018. The existing role of the Risk Management Committee has been enhanced to include the following:

1. To review the risk management plan and ensuring its effectiveness.
2. To proactively identify the emerging risks, to do risk evaluation and risk prioritization along with development of risk mitigation plans and action taken to minimize the impact of the risk.
3. To undertake such other functions, as may be assigned by the Board of Directors from time to time, or as may be stipulated under any law, rule or regulation for the time being in force.

F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's philosophy towards internal controls is based on the principle of healthy growth with a proactive approach to risk management. The Company has in place adequate tools, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors.

The Company deploys robust system of internal controls that facilitates fair presentation of our financial results in a manner that is complete, reliable and understandable, ensure adherence to regulatory and statutory compliances.

The internal control system is supported by an internal audit process for reviewing the adequacy and efficacy of the company's internal control, including its systems and processes and compliance with regulations and procedures. Internal Audit Reports are discussed with the management and reviewed by Audit Committee of the Board which also reviews the adequacy and effectiveness of the internal controls in the company. The Internal Audit function is also responsible to assist the Audit & Risk Management Committee on an independent basis with a full status of the risk assessments and management.

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

Information relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is placed at Annexure 'D' of Director's Report.

H. CORPORATE SOCIAL RESPONSIBILITY

Separate section on Corporate Social Responsibility included as Annexure 'E' of Director's Report.

ANNEXURE 'C'

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. In Lakhs)

S. No.	Particulars	Details
1.	Name of the subsidiary	TCIL Bina Toll Road Limited
2.	The date since when Subsidiary was acquired	11.07.2012
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding company
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
5.	Share capital	1,957.00
6.	Reserves & surplus	(3,541.91)
7.	Total assets	11,308.46
8.	Total Liabilities	12,893.37
9.	Investments	-
10.	Turnover	547.26
11.	Profit before taxation	(510.61)
12.	Provision for taxation	-
13.	Profit after taxation	(510.61)
14.	Proposed Dividend	-
15.	Extent of shareholding (in percentage)	100

S. No.	Particulars	Details
1.	Name of the subsidiary	TCIL Lakhnadone Toll Road Limited
2.	The date since when Subsidiary was acquired	21.08.2013
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding company
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
5.	Share capital	2,311.00
6.	Reserves & surplus	(647.56)
7.	Total assets	9,007.50
8.	Total Liabilities	7,344.06
9.	Investments	-
10.	Turnover	482.78
11.	Profit before taxation	(159.02)
12.	Provision for taxation	-
13.	Profit after taxation	(159.02)
14.	Proposed Dividend	-
15.	Extent of shareholding (in percentage)	100

Note : Figures in Bracket show negative figures.

A.K. Jain	**A.V.V.Krishnan**	**N. Jain**	**A. Seshagiri Rao**
ED (LPF)	ED (F&CS)	Director (Finance)	Chairman & Managing Director
		DIN 06942419	DIN 06364174

Place : New Delhi
Date : 09.08.2018

S. No.	Particulars	Details
1.	Name of the subsidiary	Tamilnadu Telecommunications Ltd
2.	The date since when Subsidiary was acquired	13.05.1988
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding company
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
5.	Share capital	4,567.62
6.	Reserves & surplus	(13196.40)
7.	Total assets	2,174.38
8.	Total Liabilities	10,803.16
9.	Investments	-
10.	Turnover	164.54
11.	Profit before taxation	(1440.53)
12.	Provision for taxation	-
13.	Profit after taxation	(1440.53)
14.	Proposed Dividend	-
15.	Extent of shareholding (in percentage)	49%

S. No.	Particulars	Details
1.	Name of the subsidiary	TCIL Oman LLC
2.	The date since when Subsidiary was acquired	17.09.2008
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01.01.2017 TO 31.12.2017
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Omani Riyal 1 OR = Rs. 169.07 (closing rate)
5.	Share capital	253.61
6.	Reserves & surplus	1.14
7.	Total assets	255.10
8.	Total Liabilities	0.36
9.	Investments	-
10.	Turnover	0.61
11.	Profit before taxation	(0.42)
12.	Provision for taxation	-
13.	Profit after taxation	(0.42)
14.	Proposed Dividend	-
15.	Extent of shareholding (in percentage)	70%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations – N.A.
2. Names of subsidiaries which have been liquidated or sold during the year. – N.A.
3. Balance Sheet is consolidated for the period from 01.04.2017 to 31.03.2018
4. Figures in Bracket show negative figures

A.K. Jain ED (LPF)	A.V.V.Krishnan ED (F&CS)	N. Jain Director (Finance) DIN 06942419	A. Seshagiri Rao Chairman & Managing Director DIN 06364174

Place : New Delhi
Date : 09.08.2018

Part "B": Associates and Joint Ventures

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

S No.	Name of associates/Joint Ventures	TBL Internat-ional Ltd. (TBL)	Bharti Hexacom Limited (BHL)	United Telecom Limited (UTL)	Intelligent Communi-cation Systems India Limited (ICSIL)	Telecomm-unications Consultants Nigeria Limited
1.	Latest audited Balance Sheet Date	31.03.2018 (Unaudited)	31.03.2018 (audited)	31.03.2018 (Unaudited)	31.03.2018 (Unaudited)	-
2.	Date on which the Associate or Joint Venture was associated or acquired	16.06.1989	20.04.1995	10.10.2001	01.04.1987	15.06.1982
3.	Shares of Associate/Joint Venture held by the company on year end					
	No.	87,641	75,000,000	5,731,900	36,000	26,000
	Amount of Investment in Associates/ Joint Venture	8,372,675	1,062,000,000	358,419,250	3,600,000	5,382
	Extend of Holding%	44.94%	30%	* 26.66%	36%	40%
4.	Description of how there is significant influence	Due to % of Share Capital held	Due to % of Share Capital held	Due to % of Share Capital held	Due to % of Share Capital held	Due to % of Share Capital held
5.	Reason why the associate/ joint venture is not consolidated	N.A.	N.A.	N.A.	N.A.	Refer Note 3 below
6.	Net worth attributable to shareholding as per latest audited Balance Sheet (Rs. In Lakhs)	187.57	194679	(3692.41)	839.36	
7.	Profit/Loss for the year (Rs. In Lakhs)					
	i.Considered in Consolidation	0.64	(5805)	Nil	165	-
	ii.Not Considered in Consolidation					Refer Note 3 below

* Effective shareholding reduced to 12.55%.

1. Names of associates or joint ventures which are yet to commence operations.- N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year. – N.A.
3. There are no transactions in case of Joint Venture Company in Nigeria namely, Telecommunications Consultants Nigeria Limited. The same is defunct for a number of years. Accordingly, not considered in consolidation
4. Figures in Bracket show negative figures.

A.K. Jain
ED (LPF)

A.V.V.Krishnan
ED (F&CS)

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

Place : New Delhi
Date : 09.08.2018

ANNEXURE 'D'

A. Conservation of Energy

TCIL remained steadfast to responsible environment governance to ensure our operations have minimum impact on the surrounding environment. The Company is not in the manufacturing process, hence there is no significant consumption of energy in its operations. Some of the important energy conservation measures taken during the past few years are given as under :

» The recommendations of the auditors have been fully followed in order to conserve the electricity load and accordingly, consumption has been reduced.
» The lifts in TCIL HQ has been refurbished with energy efficient components (Motors, controllers etc.)
» A computerized micro processor based Building Management System has been provided in the Building for operation and monitoring the various Building Services.
» Solar Power Plant of 3.6 KWp capacity has been installed to cater to Street Lighting within TCIL Compound, thereby saving energy requirements, following the system of energy usage ontime/presence basis only.
» The air conditions of all building is switched off by 7.00 p.m. in the evening till morning 9.00 a.m.
» Before leaving office, every employee ensures Switching off desk computers/laptops and Switching off Lights.

TCIL Management has taken a decision for installation of LED based lighting in all floors of TCIL Bhawan. This project will replace all the previous lights with LED based Lights in a phasewise manner. This will lead to economy in expenditure and savings in the long run through reduction in energy consumed.

B. Technology Absorption

Now-a-days technology is fast changing which has a direct impact on the operations of the company. Constant up-gradation of technology is essential to keep pace in the business environment. The Company has embraced new technologies to overcome these challenges. Employees of the company at various levels are sponsored for advanced level Training programmes, Seminars and Conferences etc. for development of Technical Knowhow. Structured internal trainings are also imparted to the team of engineers for their skill development and grooming. PMP Training has been made compulsory for all the executives at the time of their promotion to the next cadre.

C. Foreign Exchange Earning and Outgo

The total foreign exchange earnings and outgo for the financial year under review is as follows:

a. Total Foreign Exchange earned : US$ 3.49 Millions (Rs. 226.96 Millions)
b. Total Foreign Exchange outgo: US$ 3.18 Millions (Rs. 207.01 Millions)

The total foreign exchange repatriated so far to our country is amounting to US$ 269.82 Millions since inception.

ANNEXURE 'E'

Format for the Annual Report on CSR Activities to be included in the Board's Report

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

TCIL is committed to conduct business in a socially, economically and environmentally responsible and sustainable manner, which enables the creation and distribution of wealth for the betterment of all its stakeholders, internal as well as external, through the implementation and integration of ethical systems and sustainable management practices. For this TCIL had laid a balanced emphasis on all aspects of corporate social responsibility and sustainability with regard to its internal operations, activities and processes, as well as undertake initiatives and projects to facilitate capacity building, empowerment of communities, inclusive socio-economic growth, environment protection, promotion of green and energy efficient technologies, development of backward regions, and upliftment of the marginalized and under-privileged sections of the society.

The term Sustainability has been used in conjunction with CSR in the title of DPE Guidelines because CSR activities, which are envisaged in the Act and in the CSR rules, can be supplemented with sustainability initiatives as both aim at achieving sustainable development goals.

The CSR Committee so constituted formulated Policy on Corporate Social Responsibility (CSR Policy) and the Board of Directors of the Company ('Board') has approved the same as per recommendation of CSR Committee.

Web link: https://www.tcil-india.com/corporate_social_responsibility.php

Corporate Social Responsibility activities for 2017-18

Project 1: Tele-education Network for delivering education in under developed regions

TCIL has set up centralized Data center for CSR Tele-education project. CSR funds have been used for setting up central servers with 20 Mbps dedicated internet connection & Tele-education software for the Tele-Education setup. In 2017-18, 5 schools were finalized to deliver Tele-education through this network as per the following locations:

List of Schools for providing Basic Computer Awareness program on TCIL Tele-education network under CSR 2017-18.

The following Tele-education equipments have been provided in each school:

Name of School	Location
राजकीय कन्या इंटर कॉलेज	बस्ती, उत्तर प्रदेश
आचार्य रामचंद्र शुक्ल बालिका विद्यालय अगौना कलवारी ;संसद आदर्श ग्राम	बस्ती, उत्तर प्रदेश
औद्योगिक विकास इंटर कॉलेज बिहरा बाज़ार	बस्ती, उत्तर प्रदेश
मॉडल प्राथमिक विद्यालय मूढ़घाट	बस्ती, उत्तर प्रदेश
गुरुकुल चिल्ड्रेन अकैडमी	गोंडा, उत्तर प्रदेश

- Laptop
- Projector
- Camera
- Microphone
- Speakers
- Tele-education software

Tele-education equipments has been successfully installed and commissioned in 5 schools in FY 2017-18. The lecture delivery by teaching partner on TCIL Tele-education network is being done regularly.

CSR funds allocated: 10.06 lakhs (Ten lakhs & six thousand only)

Implementing Agency: Telecommunications Consultants India Limited.

Impact: 5 schools in remote locations of Basti & Gonda, UP are connected to TCIL CSR Tele-education network. Students in these schools are taking lectures on Computer awareness program and getting exposure of modern technology.

Project 2: Skill development through Telecom Sector Skill Council

As per the MOU signed between Department of Telecom and Ministry of Skill Development and Entrepreneurship to develop and implement National Action Plan for Skill Development in Telecom Sector, an agreement is signed between TCIL & Telecom Sector Skill Council (TSSC) for Skill development training in the field of Telecom.

CSR funds allocated: 28 lakhs (Twenty eight lakhs only)

Impact: A total of 353 Students were trained under TCIL Skill development initiative in the field of Call Centre Executive operations.

Location: Indore, Madhya Pradesh

Job Role: Customer care executive (call center) Telecom

Implementing Agency: Telecom Sector Skill Council (Registered Society)

Project 3: Contribution to Swachh Bharat Kosh & Clean Ganga Fund

An amount of Rs 23 lakhs (Twenty three lakhs only) has been contributed towards Swachh Bharat Kosh which is covered under item-I (improving sanitation) of Schedule VII of the Companies Act.

An amount of Rs 23 lakhs (Twenty three lakhs only) has been contributed towards Clean Ganga Fund which is covered under item-V (improving sanitation) of Schedule VII of the Companies Act.

Project 4: Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh

Installation of Handpumps: Memorandum of Understanding for installation of 101 handpumps in Ghazipur is signed with Jal Nigam, Uttar Pradesh and work has been started under TCIL CSR activities 2017-18.

CSR funds allocated: 44.03 lakhs (Forty Four Lakhs and three thousand only)
Installation of Solar Lights: Locations for installation of solar street lights in Ghazipur, UP have been identified and procurement is under process.

CSR funds allocated: 6.75 lakhs (Six Lakhs and seventy five thousand only)

Project 5: Administrative Overheads

CSR funds allocated: 4.5 lakhs (Four Lakhs and five thousand only)

2. The Composition of the CSR committee

The Chairperson and Members of the Committee are as follows:

S. No.	Name	Designation	Chairman / Member
1.	Shri Sanjeev Gupta	Director (Govt. Nominee) Chairman	Chairman
2.	Prof. Rekha Jain	Independent Director Member	Member
3.	Shri Rajiv Gupta	Director (Projects) Member	Member

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

Average net profit for last three financial years is negative (excluding profit of foreign projects/ dividend received, as per CSR rules). However as per DPE guidelines on CSR, 2% of PAT of the preceding year is taken as the budget for CSR activities for FY 2016-17.

- PAT for FY 2016-17: Rs 69.67 crores
- Budget for CSR: Rs 139.34 lakhs

4. Prescribed CSR Expenditure

Rs 139.34 lakhs

5. Details of CSR spent for the financial year 2017-18 :

a. Total amount spent for the financial year: Rs 115.61 lakhs
b. Amount unspent: 23.73 lakhs
c. Manner in which the amount was spent for the financial year is detailed below:

S No.	CSR Projects/activities identified	Sector in which the project is covered	Projects or programs 1) Local area or other 2) Specify the state and district where projects undertaken	Amount outlay (budget) project or program wise	Amount spent on projects or programs. Subheads: 1) Direct expenditure on projects or programs 2) Overheads	Cumulative expenditure upto reporting period 2017-2018	Amount Spent: Direct or through implementing agency.
1.	Contribution to Swachh Bharat Kosh	Schedule VII, item-I (Improving Sanitation)	Swachh Bharat Kosh	23 lakhs	23 lakhs	23 lakhs	Direct contribution
2.	Contribution to Clean Ganga	Schedule VII, item-VI (Conservation of natural resources)	Clean Ganga Fund	23 lakhs	23 lakhs	23 lakhs	Direct contribution
3.	Skill development through Telecom Sector Skill Council 2017-18	Schedule VII, item-II (Promoting education)	Indore, Madhya Pradesh	28 lakhs	22.4 lakhs	22.4 lakhs	Project implemented by Telecom SectorSkill Council
4.	Skill development through Telecom Sector Skill Council 2016-18	Schedule VII, item-II (Promoting education)	Indore, Harda & Khargone, Madhya Pradesh		5.04 lakhs	5.04 lakhs	Project implemented by Telecom Sector Skill Council. 20% remaining balance pertaining to 2016-17
5.	Tele-education Network for delivering education in under developed regions	Schedule VII, item-II (Promoting education)	Basti, Uttar Pradesh Gonda, Uttar Pradesh	10.06 lakhs	9.68 lakhs	9.68 lakhs	Direct
6.	Tele-education Network for delivering education in under developed regions	Schedule VII, item-II (Promoting education)	Basti, Uttar Pradesh Gonda, Uttar Pradesh		0.9 lakhs	0.9 lakhs	Direct
7.	Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh	Schedule VII, item-I (Making available safe drinking water) & item-VI (Environment sustainability)	Ghazipur, Uttar Pradesh	50.78 lakhs	33.03 lakhs	33.03 lakhs	Hand pumps installation: Jal Nigam, Ghazipur Solar lights installation: Direct
8.	Administrative overheads			4.5 lakhs	4.5 lakhs	4.5 lakhs	
TOTAL				139.34 lakhs	121.55 lakhs	121.55 lakhs	

In case the company has failed to spend the two percent, of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report

S No.	CSR Projects	CSR budget	Amount Spent	Amount Unspent	Reason
1.	Skill development through Telecom Sector Skill Council 2017-18	28 lakhs	22.4 lakhs	5.6 lakhs	Skill development training has been completed before 31st March 2018. 80% of allotted funds have been utilized before 31st March 2018. Remaining 20% funds will be released to the training partner as per MOU after completion of placements, which is under process.
2.	Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh	50.78 lakhs	33.03 lakhs	17.75 lakhs	**Hand pump installation:** 80% of funds have been utilized. 20% of funds will be released to Jal Nigam after completion of installation of handpumps in 101 locations in Ghazipur, UP **Solar Street light installation:** The locations to install solar lights in Ghazipur, UP were received in March 2018 only. The project is under process and supplier is being finalized.
3.	Tele-education Network for delivering education in under developed regions	10.06 lakhs	9.68 lakhs	0.38 lakhs	Carry forwarded to FY 2018-19.

7. A responsibility statement of the CSR committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and Policy of the Company.

Implementation of CSR activities is in compliance with Companies Act, 2013 & DPE guidelines and to meet the CSR objectives and policy of the Company.

(Chairman and Managing Director) **(Chairperson, CSR & S Committee)**

ANNEXURE 'F' (1)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134 of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/ transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	TCIL Lakhnadone Toll Road Limited (TLTRL) - Subsidiary
(b) Nature of contracts/ arrangements/ transaction	Additional Unsecured Loan to TLTRL of Rs. 3.55 crores
(c) Duration of the contracts/ arrangements/ transactions	As per the terms of agreement between TCIL and TLTRL and amendments thereon
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	1) additional subordinated unsecured loan upto Rs. 3.55 crores to TLTRL from TCIL for financial year 2017-18 2) at the interest rate as charged by bank on borrowing as overdraft to TCIL plus 2% for TCIL Overheads
(e) Date(s) of approval by Board, if any:	229th Meeting of the Board of Directors of TCIL held in New Delhi on 09.05.2017
(f) Amount paid as advances, if any:	As per the details given above.

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'F' (2)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134
of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/ transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	TCIL Lakhnadone Toll Road Limited (TLTRL) - Subsidiary
(b) Nature of contracts/ arrangements/ transaction	Approval for enhancement of additional subordinated unsecured loan of Rs. 8.75 cross to TLTRL by TCIL
(c) Duration of the contracts/ arrangements/ transactions	As per the terms of agreement between TCIL and TLTRL and amendments thereon
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	1) Additional subordinated unsecured loan upto Rs. 8.75 crores to TLTRL 2) The same rate as charged by bank on the cost of borrowing as overdraft to TCIL plus 2% for TCIL Overheads 3) Effective from 1st April 2017 onwards
(e) Date(s) of approval by Board, if any:	229th Meeting of the Board of Directors of TCIL held in New Delhi on 09.05.2017
(f) Amount paid as advances, if any:	As per the details given above.

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'F'(3)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134
of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/ transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	TCIL Bina Toll Road Limited (TBTRL) & TCIL Lakhnadone Toll Road Limited (TLTRL) - Subsidiaries
(b) Nature of contracts/ arrangements/ transaction	Postponement of booking of Interest on Subordinated unsecured loan to TBTRL and TLTRL
(c) Duration of the contracts/ arrangements/ transactions	Till the time recovery of interest become certain
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	The Board approved the postponement of interest in the books of TCIL w.e.f.01.04.2017 onwards till the time the recovery of interest become certain
(e) Date(s) of approval by Board, if any:	229th Meeting of the Board of Directors of TCIL held in New Delhi on 09.05.2017
(f) Amount paid as advances, if any:	N.A.

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'F' (4)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134
of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/ transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	TCIL Bina Toll Road Limited (TBTRL) - Subsidiary
(b) Nature of contracts/ arrangements/ transaction	Additional Unsecured Loan to TBTRL of Rs. 8.09 Crores
(c) Duration of the contracts/ arrangements/ transactions	As per the terms of agreement between TCIL and TBTRL and amendments thereon
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	1) Subordinated unsecured loan to TBTRL from TCIL upto Rs.8.09 crores 2) interest rate of TCIL's cost of borrowing from Banks for overdraft plus 2% for TCIL Overheads
(e) Date(s) of approval by Board, if any:	229th Meeting of the Board of Directors of TCIL held in New Delhi on 09.05.2017
(f) Amount paid as advances, if any:	As per the details given above.

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'F' (5)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134 of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	United Telecom Limited-Joint Venture Company
(b) Nature of contracts/ arrangements/ transactions	Request of UTL for interest free Convertible Unsecured Loan
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	The Board accorded the Post facto approval for decline by TCIL to subscribe towards request by UTL for contribution against 5th tranche of convertible loan NRs 75 Crores.
(e) Date(s) of approval by Board, if any:	233rd Meeting of the Board of Directors of TCIL held in New Delhi on 28.11.2017
(f) Amount paid as advances, if any:	No

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'F' (6)

Form No. AOC- 2

(Pursuant to clause (h) of sub-section(3) of section 134
of the Act and Rule 8(2) of 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 transactions under third proviso thereto

Particulars	Details
1. Details of contracts or arrangements or transactions not at arm's length basis	N.A.
(a) Name(s) of the related party and nature of relationship	N.A.
(b) Nature of contracts/arrangements/ transactions	N.A.
(c) Duration of the contracts/ arrangements/ transactions	N.A.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.
(e) Justification for entering into such contracts or arrangements or transaction	N.A.
(f) Date(s) of approval by the Board	N.A.
(g) Amount paid as advances, if any:	N.A.
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis	
(a) Name(s) of the related party and nature of relationship	TCIL Bina Toll Road Limited (TBTRL) &TCIL Lakhnadone Toll Road Limited (TLTRL) - Subsidiaries
(b) Nature of contracts/ arrangements/ transaction	Waiver of Additional 2% overhead charges in respect of unsecured Loan to TBTRL TLTRL
(c) Duration of the contracts/ arrangements/ transactions	01.04.2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	The Board approved the proposal of charging interest on subordinated unsecured loan to TBTRL & TLTRL at the interest rate of actual cost of borrowing from banks for overdraft w.e.f. 01.04.2017 in place of TCIL's cost of borrowing from Banks for overdraft plus 2% for TCIL's overheads
(e) Date(s) of approval by Board, if any:	234th Meeting of the Board of Directors of TCIL held in New Delhi on 21.02.2018
(f) Amount paid as advances, if any:	N.A.

A. Seshagiri Rao
CMD - TCIL

ANNEXURE 'G' **TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED**
(A Govt. of India Enterprise)
TCIL Bhawan, Greater Kailash-I, New Delhi-110048

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2018
[Pursuant to section 92(3) of the Companies Act, 2013 and
rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I) REGISTRATION AND OTHER DETAILS:

CIN	**U74999DL1978GOI008911**
Registration Date	**10/03/1978**
Name of the Company	**TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED**
Category / Sub-Category of the Company	**UNION GOVERNMENT COMPANY**
Address of the Registered office and contact details	**TCIL BHAWAN, GREATER KAILASH-I, NEW DELHI-110048**
Whether listed company (Yes/No)	**NO**
Name, Address and Contact details of Registrar and Transfer Agent, if any	**M/S INDUS PORTFOLIO PRIVATE LIMITED, G-65, BALI NAGAR, NEW DELHI-110015**

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:

Name and Description of main products / services	NIC Code of the Product/ services	% to total turnover of the company
Telecommunication Projects	61900	36.90%
Civil / Infrastructure Projects	410 & 421	16.08%
Consultancy & Service Contracts	62020	27.83%
Trading Activities	461	17.30%

III) PARTICULARS OF HOLDING, SUBSIDARY AND ASSOCIATE COMPANIES

S No.	Name and Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	**TCIL Oman LLC** P.O. BOX 3340, RUWI, Postal Code 112, Muscat, Oman	OMAN COMPANY	SUBSIDIARY	70%	2(87)
2.	**Tamil Nadu Telecommunications Limited (TTL)** No.16, Ist Floor, Aziz Mulk, 3rd street, Thousand Lights, Chennai Tamil Nadu 600006 India.	L32201TN1 988PLC015705	SUBSIDIARY	49%	2(87)
3.	**TCIL Bina Toll Road Limited (TBTRL)** R.No.301, 3rd Floor, TCIL Bhawan, Greater Kailash-I, New Delhi-110048 India	U45204DL20 12GOI238685	SUBSIDIARY	100%	2(87)
4.	**TCIL Lakhnadone Toll Road Limited (TLTRL)** R.No.302, 3rd Floor, TCIL Bhawan, Greater Kailash-I, New Delhi-110048 India	U45400DL20 13GOI256742	SUBSIDIARY	100%	2(87)
5.	**United Telecom Limited. (UTL)** Triveni Complex, Putali Sadak, Kathmandu, Nepal.	NEPAL COMPANY	ASSOCIATE	26.66%	2(6)
6.	**Bharti Hexacom Limited. (BHL)** Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi 110070	U74899DL19 95PLC067527	ASSOCIATE	30%	2(6)
7.	**Intelligent Communication Systems India Limited.(ICSIL)** Administrative Building, Okhla Industrial Estate,Phase III, New Delhi 110020 India	U74899DL19 87GOI027481	ASSOCIATE	36%	2(6)
8.	**TBL International Ltd. (TBL)** B-7, (2nd Floor) Rajori Garden, New Delhi – 110027 India	U36999DL198 9PLC036647	ASSOCIATE	44.94%	2(6)

(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				% change during the year	No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares		Demat	Physical	Total	% of total shares	
A. Promoters										
(1) Indian										
(g) Individual/HUF	0	0	0	0	0	0	0	0	0	0
(h) Central Govt	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**
(i) State Govt (s)	0	0	0	0	0	0	0	0	0	0
(j) Bodies Corp.	0	0	0	0	0	0	0	0	0	0
(k) Bank/FI	0	0	0	0	0	0	0	0	0	0
(l) Any other	0	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**
(2) Foreign										
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0	0
c) Bodies Corp	0	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0	0
e) Any Other...	0	0	0	0	0	0	0	0	0	0
Sub-Total (A)(2):	0	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**	**5,91,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**
B. Public Shareholding										
1. Institutions										
(a) Mutual Funds	0	0	0	0	0	0	0	0	0	0
(b) Banks/FI	0	0	0	0	0	0	0	0	0	0
(c) Central Govt	0	0	0	0	0	0	0	0	0	0
(d) State Govt (s)	0	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0	0
(g) FIIs										
(h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0	0
(i) Others (specify)	0	0	0	0	0	0	0	0	0	0
Sub-Total (B)(1) :-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
2. Non-Institutions										
(a) Bodies Corp.	0	0	0	0	0	0	0	0	0	0
(i) Indian Overseas	0	0	0	0	0	0	0	0	0	0
(ii) Overseas	0					0				
(b) Individuals	0	0	0	0	0	0	0	0	0	0
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh.	0	0	0	0	0	0	0	0	0	0
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	0	0	0	0	0	0	0	0	0	0
(c) Others (specify)	0	0	0	0	0	0	0	0	0	0
Sub-Total (B)(2) :-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
(C). Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	**591,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**	**591,71,200**	**28,800**	**5,92,00,000**	**100%**	**0**

ii) Shareholding of Promoters

S No.	Shareholder's Name	Shareholding at the beginning of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	
1.	President of India through Chairman Telecom Commission	5,91,71,200	99.951%	0	0
2.	Shri A.K.Gautam(Govt. Nominee)	3600	0.006%	0	0
3.	Ms. Sangeeta Chugh(Govt. Nominee)	3600	0.006%	0	0
4.	Shri.Mumtaj Ahmad(Govt. Nominee)	3600	0.006%	0	0
5.	Shri R.M.Agarwal(Govt. Nominee)	3600	0.006%	0	0
6.	Shri R.K.Kaushik(Govt. Nominee)	3600	0.006%	0	0
7.	Shri Shashi Ranjan Kumar Govt. Nominee	3600	0.006%	0	0
8.	Shri Shiv Narain(Govt. Nominee)	3600	0.006%	0	0
9.	Shri Sita Ram Meena(Govt. Nominee)	3600	0.006%	0	0
10.	Shri Suneel Niraniyan(Govt. Nominee)	0	0	0	0
	Total	**5,92,00,000**	**100%**	**0**	**0**

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

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	5,92,00,000	100%	5,92,00,000	100%
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No change	No change	No change	No change
3.	At the End of the year	5,92,00,000	100%	5,92,00,000	100%

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

S No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	5,92,00,000	100%	5,92,00,000	100%
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No change	No change	No change	No change
3.	At the End of the year	5,92,00,000	100%	5,92,00,000	100%

v) Shareholding of Directors and Key Managerial Personnel:

S No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	3600	0.006%	3600	0.006%
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	No change	No change	No change	No change
3.	At the End of the year	3600	0.006%	3600	0.006%

V INDEBTEDNESS

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

(figures in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	953,820,425	0	953,820,425
ii) Interest due but not paid	0	0		0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	**0**	**953,820,425**	**0**	**953,820,425**
Change in Indebtedness during the financial year				
* Addition	200,629,457	81,186,836		281,816,293
* Reduction	0	31,66,66,666		316,666,666
Net Change	**200,629,457**	**235,479,830**	**0**	**34,850,373**
Indebtedness at the end of the financial year			0	
i) Principal Amount	200,629,457	718,340,595	0	918,970,052
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	9,52,643	0	9,52,643
Total (i+ii+iii)	**200,629,457**	**719,293,238**	**0**	**919,922,695**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(figures in Rs.)

Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
	CMD & DIR (TECHNICAL)	DIR (PROJECT)	DIR (FINANCE)	
	Sh. A.SESHAGIRI RAO DIN 06364174 DOA 28.08.2017	Sh. RAJIV GUPTA DIN 06993918	Sh. NARENDERA JAIN DIN 06942419 DOA 27.03.2018	
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the income-tax Act, 1961	19,27,453	32,01,347	31,214	51,60,014
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3,85,605	7,47,778	109	11,33,492
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0
Stock Option	0	0	0	0
Sweat Equity	0	0	0	0
Commission - as % of profit - others, specify...	0	0	0	0
Others, please specify -Provident Fund -Medical	2,03,866 22,414	3,18,688 88,110	2,787 0	5,25,341 1,10,524
Total (A)	**25,39,338**	**43,55,923**	**34,110**	**69,29,371**
Ceiling as per the Act	5% of N.P.	5% of N.P.	5% of N.P.	5% of N.P.

B. Remuneration to Other Directors

(figures in Rs.)

Particulars of Remuneration	Name of Directors	Total Amount
	Prof. REKHA JAIN	
3.Independent Directors		
- Fee for attending board committee meetings	1,50,000	1,50,000
- Commission		0
-Others, please specify	0	0
Total (1)	**1,50,000**	**1,50,000**
4. Other Non- executive Directors		
- Fee for attending board committee meetings	0	0
- Commission	0	0
- others, please specify	0	0
Total(2)	0	0
Total(B)= (1+2)	**1,50,000**	**1,50,000**
Total Managerial Remuneration		70,79,371
Overall ceiling as per the Act		10% of N.P.

C. Remuneration To Key Managerial Personnel Other than MD/Manager/WTD

(figures in Rs.)

Particulars of Remuneration	Key Managerial Personnel			Total Amount
	CEO	CFO	CS	
	Sh. A.Seshagiri Rao, CMD DIN 06364174 DOA 28.08.2017	**Sh. N. Jain, Director (Finance)** DIN 06942419 DOA 27.03.2018	**Sh. A.V.V. Krishnan Ed (F & Cs)** ACS 5282 DOA 04.12.2017	
Gross salary (a) Salary as per provisions contained in section 17(1) of the income-tax Act, 1961	19,27,453	31,214	13,96,643	33,55,310
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3,85,605	109	1,64,675	5,50,389
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0
Stock Option	0	0	0	0
Sweat Equity	0	0	0	0
Commission - as % of profit - others, specify...	0	0	0	0
Others, please specify -Provident Fund -Medical	2,03,866 22,414	2,787 0	1,29,910 11,879	3,36 ,563 34,293
Total (A)	**25,39,338**	**34,110**	**17,03,107**	**42,76,555**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty/ Punishment/ Compounding/ fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A.COMPANY					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
B. DIRECTORS					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
C.OTHER OFFICERS IN DEFAULT					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0

ANNEXURE 'H'

AGARWAL S. & ASSOCIATES
Company Secretaries

119 & 127, Vardman Star City Mall
Sector 7 , Dwarka, New Delhi 110075
Email Id : sachinag1981@gmail.com
Phone : 011-45052182; Mobile : 9811549887

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2018

{Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014}

To,
The Members,
Telecommunications Consultants India Limited.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Telecommunications Consultants India Limited** (hereinafter called TCIL/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 the TCIL's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents 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 period ended on 31st March, 2018 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 31st March, 2018 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; - **Not Applicable**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; - **Not Applicable**

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) 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) Regulation, 2011;- **Not Applicable**

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; - **Not Applicable**

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - **Not Applicable**

  (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - **Not Applicable**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - **Not Applicable**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **Not Applicable** and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - **Not Applicable**

(vi) Compliances/ processes/ systems under other applicable Laws to the Company are being verified on the basis of periodic certificate submitted to the Board of Directors of the Company.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards, as amended from time to time, issued by the Institute of Company Secretaries of India. *Generally complied with*.
(ii) The Listing Agreement and the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 with National Stock Exchange of India Limited & BSE Limited -**Not Applicable**.
(iii) DPE Guidelines on Corporate Governance for CPSE (DPE Guidelines).

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

(i) Observation 1:

In terms of Section 149 (4) of the Companies Act, 2013 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, every public Company having a paid up share capital of Ten Crore rupees or more; or a turnover of One Hundred Crore rupees or more; shall have atleast two Independent Directors on the Board of the Company. Also, in terms of Para 3.1.4 of the Guidelines on Corporate Governance for Central Public Sector Enterprises, in case of an unlisted CPSE, at least one-third of the Board Members should be Independent Directors.

Further, in terms of Section 177(2) of the Companies Act, 2013 and Para 4.1.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises, the Audit Committee shall consist of a minimum of three directors with independent directors forming a majority.

Also, in terms of Section 178 (1) of the Companies Act, 2013, the Nomination & Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be Independent Directors.

(ii) Observation 2:

In terms of Section 149 (8) read with Schedule IV (VIII), the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

In terms of Section 149 (8), the Company and independent directors shall abide by the provisions specified in Schedule IV. Schedule IV lays down a Code for independent directors. As per Schedule IV (VII) (1) & (3), the independent directors of the Company shall hold at least one meeting in a year, without the attendance of non-independent directors and members of management to:

(a) review the performance of non-independent directors and the Board as a whole.

(b) review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors.

(c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Remark: *The Company should comply with Paragraph (VII) & (VIII) of Schedule IV of the Companies Act, 2013.* However, Ministry of Corporate Affairs vide its notification dated 05th July, 2017 have exempted Government Companies from compliances under Clause (a) & (b) of sub - paragraph (3) of Paragraph VII & Paragraph VIII of Schedule IV of the Companies Act, 2013

We further report that the Board of Directors of the Company is required to be constituted as per provisions of the Companies Act, 2013 and DPE Guidelines. At present, there is only one Independent Director on the Board of the Company.

Generally, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

All the decisions made in the Board/Committee meeting(s) were carried out with unanimous consent of all the Directors/Members present during the meeting and dissent, if any, have been duly incorporated in the 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 during the audit period, there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws.

For **Agarwal S. & Associates**,
Company Secretaries,

CS Anuradha Jain
Partner
ACS No. : 36639
C.P No. : 14180

Place: New Delhi
Date: 03.08.2018

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

AGARWAL S. & ASSOCIATES
Company Secretaries

119 & 127, Vardhman Star City Mall
Sector 7, Dwarka, New Delhi-110075
Email Id: sachinag1981@gmail.com
Phone: 011–45052182; Mobile: 9811549887

ANNEXURE "A"

To,
The Members,
Telecommunications Consultants India Limited

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 inspection of records produced before us for Audit.

2. We have followed the audit practices 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 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 and our report is not covering observations/ comments/ weaknesses already pointed out by the other Auditors.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.

5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis and to give our opinion whether Company has proper Board-processes and Compliance-mechanism in place or not.

6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Agarwal S. & Associates**,
Company Secretaries,

CS Anuradha Jain
Partner
ACS No. : 36639
C.P No. : 14180

Place: New Delhi
Date: 03.08.2018

ANNEXURE 'I'

Management reply to the Observations made by Secretarial Auditor in his Secretarial Audit Report for the F.Y. 2017-18

(i) Observation 1:

In terms of Section 149 (4) of the Companies Act, 2013 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, every public company having a paid up share capital of Ten Crore rupees or more; or a turnover of One Hundred Crore rupees or more; shall have atleast two Independent Directors on the Board of the Company. Also, in terms of Para 3.1.4 of the Guidelines on Corporate Governance for Central Public Sector Enterprises, in case of an unlisted CPSE, at least one-third of the Board Members should be Independent Directors.
Further, in terms of Section 177(2) of the Companies Act, 2013 and Para 4.1.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises, the Audit Committee shall consist of a minimum of three directors with independent directors forming a majority.

Also, in terms of Section 178 (1) of the Companies Act, 2013, the Nomination & Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be Independent Directors.

Reply to Observation 1: Noted. The committee would be re-constituted as and when Independent Directors are appointed / nominated by Govt. of India. The company is continuously pursuing with Department of Telecommunications for appointment of requisite number of Independent Directors on the Board in order to comply with the provisions of the DPE Guidelines & Companies Act, 2013.

(ii) Observation 2:

In terms of Section 149 (8) read with Schedule IV (VIII), the performance evaluation of independent directors, shall be done by the entire Board of Directors, excluding the director being evaluated.

In terms of Section 149 (8), the company and independent directors shall abide by the provisions specified in Schedule IV. Schedule IV lays down a Code for independent directors. As per Schedule IV (VII) (1) & (3), the independent directors of the Company shall hold at least one meeting in a year, without the attendance of non-independent directors and members of management to:

(a) review the performance of non-independent directors and the Board as a whole.

(b) review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors.

(c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Remark: *The Company should comply with Paragraph (VII) & (VIII) of Schedule IV of the Companies Act, 2013. However, Ministry of Corporate Affairs vide its notification dated 05th July, 2017 have exempted Government Companies from compliances under Clause (a) & (b) of sub-paragraph (3) of Paragraph VII & Paragraph VIII of Schedule IV of the Companies Act, 2013.*

Reply to Observation 2: As per exemption notification dated 5th June 2015 and 05th July, 2017 issued by the Ministry of Corporate Affairs, Govt. Companies have been exempted regarding compliance with most of the provisions relating to Evaluation of Directors etc. Regarding separate meeting of Independent Directors, the same is noted. However, it is submitted that this provision could be complied only after appointment of second Independent Director

Sanjay Chugh
B Com (H), F.C.S
Company Secretary

317, Vardhman Plaza-I
J Block Commercial Complex,
Rajouri Garden, New Delhi 110027
9810770237 (M))11-41443668

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Telecommunications Consultants India Limited,
TCIL Bhawan, Greater Kailash-I,
New Delhi-110 048

We have examined all relevant records of Telecommunications Consultants India Limited (the company) for the purpose of certifying compliance of the conditions of the Corporate Governance as stipulated under the **Guidelines on Corporate Governance For The Central Public Sector Enterprises (CPSEs), 2010** issued by the Govt. of India, Ministry of Heavy Industries and Public Enterprises, Department of Public Enterprises, for the Financial Year ended 31st March, 2018. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

Our examination was limited to the procedure and implementation thereof. This certificate 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.

On the basis of our examination of the records produced, explanations and information furnished, we certify that the company has complied with all the mandatory conditions in conformity with the requirements of the Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs), 2010 except appointment of requisite number of Independent Directors on the Board of the Company which we understand is done by Government of India (GOI). The Company is continuously pursuing the same with (GOI) to comply with Companies Act, 2013 and DPE Guidelines.

SANJAY CHUGH
Company Secretary
C.P. NO. 3073

Place: New Delhi
Date: 09.08.2018

CERTIFICATION/DECLARATION OF FINANCIAL STATEMENTS BY THE CHIEF EXECUTIVE/CHIEF FINANCE OFFICER OF THE COMPANY

We, A. Seshagiri Rao, Chairman and Managing Director and N. Jain, Director (Finance) of Telecommunications Consultants India Ltd. certify that in respect of the Financial Year ended on 31st March 2018:

(1) We have reviewed financial statements and the cash flow of statements for the year and that to the best of our knowledge and belief:

  (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
  (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(2) There are to the best of our knowledge and belief, no transaction entered into by the company during the year which is fraudulent, illegal or violative of the Company's code of conduct.

(3) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify the same.

(4) We have indicated, wherever applicable, to the auditors and the Audit Committee.

  a. significant changes if any in internal control over financial reporting during the year;
  b. significant changes if any in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  c. instances of significant fraud, if any wherein there has been involvement of management or an employee having a significant role in the company's internal control system over financial reporting.

(A. Seshagiri Rao)
Chairman and Managing Director
DIN No. 06364174

(N. Jain)
Director (Finance)
DIN No. 06942419

Place: New Delhi
Date: 09.08.2018

DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT

I hereby declare that the Company has received affirmation from the Board Members and the Senior Management Personnel with regard to Compliance of the Code of Business Conduct and Ethics of the Company for Directors and Senior Management Personnel, in respect of the financial year ended on 31st March, 2018.

(A. Seshagiri Rao)
Chairman and Managing Director
DIN No. 06364174

Place: New Delhi
Date: 24.04.2018

STATEMENT OF ACCOUNTS

Hingorani M & Co.
Chartered Accountants
PAN: AAAFH3312E
GSTIN: 07AAAFH3312E1Z2

35, Netaji Subhash Marg
Darya Ganj, NewDelhi -110002
Tel: 011-4106 8129, 2326 8129

INDEPENDENT AUDITOR'S REPORT

To the Members of Telecommunications Consultants India Limited

Report on the Standalone Ind AS Financial Statements

1. We have audited the accompanying standalone Ind AS financial statements of Telecommunications Consultants India Limited ('the Company'), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued there under. 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these standalone Ind AS 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.

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

5. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

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

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 including the Ind AS, of the state of affairs (financial position) of the Company as at 31st March, 2018, and its profit (financial performance including other comprehensive income) and its cash flows and the changes in equity for the year ended on that date.

Other Matters

8. We did not audit the financial statements of five branches included in the standalone Ind AS financial statements of the company whose financial information reflect total assets of Rs. 29788.89 lakhs as at 31st March, 2018 and total revenues of Rs 30632.79 lakhs for the year ended on that date, as considered in the standalone Ind AS financial statements. The financial statements of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of such branch auditors.

   Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

9. We are enclosing our report in Annexure - A on the directions issued by the Comptroller and Auditor General of India in terms of section 143(5) of the Act, on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us.

10. As required by the Companies (Auditors Report) Order , 2016 (the Order) issued by the Government of India in terms of sub-section (11) of section 143 of the Act, we give in Annexure-B, a statement on the matters specified in the Paragraphs 3 and 4 of the said Order.

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branches not visited by us;

(c) The reports on the accounts of the branch offices of the company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report;

(d) The Balance sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(e) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

(f) We are informed that in terms of Notification No. G.S.R.463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, the provisions of section 164(2) of the Act, in respect of disqualification of directors, are not applicable to the company;

(g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure C. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of company's internal financial controls over financial reporting.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - refer Note no.37 to the financial statements;

(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 Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 06772N

(Pardeep Kumar)
Partner
M.No. 085630

Place: New Delhi
Dated: 09.08.2018

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 9 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Directions indicating the areas to be examined by the Statutory Auditors during the course of audit of annual accounts of Telecommunications Consultants India Limited (Standalone) for the year 2017-18 issued by the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013.

S.No	Questionnaire	Replies
1.	Whether the company has clear title/lease deeds for freehold and leasehold land respectively? If not, please state the area of freehold and leasehold land for which title/lease deeds are not available.	Yes, the company has clear title/ lease deeds for freehold and leasehold land respectively.
2.	Whether there are any cases of waiver/write off of debts/ loans/ interest etc.? If yes, the reasons therefore and the amount involved.	(i) Bad debts/ advances amounting to Rs. 154.91 lakhs have been written off. (ii) The company has not recognized interest income of Rs. 1741.71 lakhs during the year owed by the subsidiary companies as disclosed in Note no. 54.
3.	Whether proper records are maintained for inventories lying with third parties & assets received as gift/grant (s) from Govt. or other authorities.	Yes, the company is maintaining proper records to show the inventories lying with subcontractors/ third parties, wherever applicable. During the year, no gift/grants(s) received from the Govt. or other authorities.

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 06772N

(Pardeep Kumar)
Partner
M.No. 085630

Place: New Delhi
Dated: 09.08.2018

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 10 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of its fixed assets:

(a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets;

(b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified annually. In accordance with this program, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets;

(c) With respect to immovable properties of acquired land and buildings that are freehold, according to information and explanations given to us by the management and records examined by us and based on the examination of registered sales deed/transfer deed /conveyance deed/ court orders provided to us, we report that, the title deeds of such immovable properties are held in the name of the company as at the balance sheet date;

(ii) In respect of its inventories, the physical verification has been conducted at reasonable intervals by the management and no material discrepancies were noticed on such verification;

(iii) The company has not granted any loans, secured or unsecured to the companies, firms, Limited Liability Partnership or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. In view of this, sub clauses (a), (b) and (c) of clause 3(iii) of the Order are not applicable;

(iv) In respect of loans, investments, guarantees and securities all mandatory provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with;

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits. Therefore, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regards to the deposits accepted from the public are not applicable to the Company;

(vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under subsection (1) of Section 148 of the Act in respect of one of its civil construction division and are of the opinion that prima facie, the prescribed records have been maintained. However, we have not made a detailed examination of such records;

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of records of the company, undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Goods & Service Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other material statutory dues have generally been regularly deposited during the year by the company, with the appropriate authorities. There were no such dues which were in arrears as at 31st March, 2018, for a period of more than six months from the date they became payable;

(b) Detail of dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, which have not been deposited as on 31st March, 2018 on account of disputes are given below:

Name of the Statute	Nature of dues	Amount (In Rs. Lakhs)	Period to which the amount relates	Forum where dispute is pending
Local Sales Tax and Works Contract Act	Demand of Sales Tax	19.38	2002-03, 2003-04, 2005-06 & 2006-07	Commercial Tax Department, Uttarakhand.

(viii) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks, Government and debenture holders;

(ix) Based on our audit procedures and according to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instrument);

(x) Based on our audit procedures and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees, has been noticed or reported during the year;

(xi) In view of the exemption given in terms of notification No. G.S.R. 463 (E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, the provisions of section 197 read with schedule V to the Companies Act, 2013 regarding managerial remuneration are not applicable to the company;

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Therefore the provisions of clause 3(xii) of the Order are not applicable to the company;

(xiii) According to the information and explanations given to us and on the basis of our examination of the records of the company, transactions with related parties are in compliance with sections 177 and 188 of Companies Act 2013, wherever applicable, and the details have been disclosed in the notes to the financial statements as required by the applicable Accounting Standards;

(xiv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them. Therefore, the provisions of clause 3(xv) of the Order are not applicable to the company;

(xv) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore the provisions of clause 3(xvi) of the Order are not applicable to the company.

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 06772N

(Pardeep Kumar)
Partner
M.No. 085630

Place: New Delhi
Dated: 09.08.2018

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 11(g) under the heading "Report on other Legal and Regulatory Requirements' section of our report of even date)

Report on Internal Financial Controls Over Financial Reporting under clause (i) of Sub-Section 3 of Section 143 of The Companies Act, 2013 ("The Act")

We have audited the internal financial controls over financial reporting of **Telecommunications Consultants India Limited** ('the Company') as of 31st March 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 06772N

(Pardeep Kumar)
Partner
M.No. 085630

Place: New Delhi
Dated: 09.08.2018

Balance Sheet as at March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017
ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipment	3	4,330.88	5,310.20
(b) Other Intangible Assets	4	4,242.87	4,810.06
(c) Financial Assets			
(i) Investments	5	19,485.13	19,608.27
(ii) Trade Receivables	6	2,149.45	974.80
(iii) Loans	7	12,121.28	11,110.47
(iv) Others	8	0.12	0.10
(d) Deferred Tax Assets(Net)	20	2,742.50	2,386.63
		45,072.23	**44,200.53**
(2) Current Assets			
(a) Inventories	9	1,045.69	733.95
(b) Financial Assets			
(i) Trade Receivables	10	108,223.44	109,837.18
(ii) Cash & Cash Equivalents	11	16,331.83	8,206.27
(iii) Other Bank Balances	12	338.18	394.07
(iv) Loans	13	3,345.98	1,906.59
(c) Current Tax Assets	14	2,363.14	3,052.34
(d) Other Current Assets	15	99,763.47	73,759.66
		231,411.73	**197,890.06**
Total Assets		**276,483.96**	**242,090.59**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	2A	5,920.00	5,920.00
(b) Other Equity	2B	55,870.14	52,971.59
Total Equity		**61,790.14**	**58,891.59**
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	3,166.67	7,200.00
(ii) Trade Payables	17	-	284.74
(iii) Other Financial Liabilities	18	1,066.52	1,182.55
(b) Provisions	19	2,231.38	1,923.47
		6,464.57	**10,590.76**

Balance Sheet as at March 31, 2018 (contd...)
(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	2,856.37	38.20
(ii) Trade Payables	22	124,576.79	107,109.12
(iii) Other Financial Liabilities	23	39,795.04	35,936.64
(b) Other Current Liabilities	24	25,870.56	18,935.73
(c) Provisions	25	15,130.49	10,588.55
		208,229.25	**172,608.24**
Total Equity & Liabilities		**276,483.96**	**242,090.59**
Significant Accounting Policies	1		

The accompanying notes form an intergral part of the financial statements

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

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

Date: 09.08.2018
Place: New Delhi

For and on behalf of the Board of Directors

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Statement of Profit and Loss for the year ended March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
INCOME			
Revenue from Operations	26	123,262.52	113,904.59
Other Income	27	2,816.34	6,606.44
Total Revenue		**126,078.86**	**120,511.03**
OPERATING EXPENDITURE			
Cost of Materials Consumed	28	8,737.50	12,078.31
Purchases of Stock-in-Trade		18,696.17	10,582.90
Change in Inventories of Stock in Trade	29	-	-
Sub-Contracts Expenditure		57,147.13	50,337.78
Personnel Expenditure	30	21,858.07	18,879.04
Finance Costs	31	994.65	841.93
Depriciation and Amortisation Expense	3	1,313.05	1,447.19
Administrative and Other Expenses	32	11,011.87	15,878.85
Corporate Social Responsibility Expenses		134.83	79.62
Provisions made		190.90	2,434.12
Total Expenses		**120,084.17**	**112,559.74**
Profit before exceptional and extraordinary Items and Tax		5,994.69	7,951.29
Exceptional and extraordinary items		-	-
PROFIT BEFORE TAX		**5,994.69**	**7,951.29**
Tax Expense	33		
- Currenct Tax		1,740.00	1,814.73
- Deferred Tax		(353.45)	(945.61)
Total of Tax Expense		**1,386.55**	**869.12**
Profit for the period (A)		**4,608.14**	**7,082.17**
Other Comprehensive Income / (Loss)			
(i) Items that may be re-classified to Profit & loss			
Exchange difference arising on translating foreign operations		(590.70)	(0.01)
Income Tax effect	33	204.43	-
Net other Comprehensive Income / (Loss) to be reclassified to profit & loss in subsequent periods		(386.27)	(0.01)

Statement of Profit & Loss for the year ended March 31, 2018 (contd..)
(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
(ii) Items that will not be reclassified to Profit & loss			
Acturial Gain/(Loss) on defined benefit plans		(720.16)	(176.06)
Income Tax effect	33	249.24	60.93
Net other Comprehensive Income / (Loss) not to be reclassified to profit & loss in subsequent periods		(470.92)	(115.13)
Other Comprehensive Income / (Loss) net of tax (i+ii) (B)		(857.19)	(115.14)
Total Comprehensive Income for the year net of tax (A+B)		3,750.95	6,967.03
Earnings per equity share:			
- Basic		7.78	11.96
- Diluted		7.78	11.96
Significant Accounting Policies	1		

The accompanying notes form an intergral part of the financial statements

This is the Statement of Proft & Loss referred to in our report of even date

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

(Pardeep Kumar)
Partner
M.No. 085630

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

Cash Flow Statement for the year ended March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

	Particulars	Year ended March 31, 2018	Year ended March 31, 2017
A	**CASH FLOWS FROM OPERATING ACTIVITIES**		
	Net profit before taxation as per statement of Profit & Loss	5,994.69	7,951.29
	- Extraordinary Items	-	
	Net profit before taxation , and extraordinary items	**5,994.69**	**7,951.29**
	Adjustments for :		
	- Depreciation & Amortisation Expenses	1,313.05	1,447.19
	- Foreign Exchange Loss / Gain	(590.70)	(0.01)
	- Loss / Profit on Sale of Assets/ Scrapping of Assets	95.97	76.15
	- Interest Income	(299.44)	(197.36)
	- Dividend Income	(2,047.20)	(5,782.20)
	- Interest Expenses	893.55	775.98
	- Provision for Doubtful Debts / Advances	67.77	1,699.94
	- Bad Debts Written Off	154.91	519.30
	- Provision for Dimunition in value of Investment	123.13	734.19
	- Acturial Gain / Loss on Defined Benefit Plan	(720.16)	(176.06)
	Operating profit before working capital changes	**4,985.57**	**7,048.41**
	Adjustments for :		
	- Change in Sundry Debtors	216.41	(15,231.67)
	- Change in Inventories	(311.74)	384.04
	- Change in Trade payable	17,182.93	7,198.15
	- Change in Other Current/ Non Current Liabilities & Provisions	17,478.55	6,967.58
	- Change in Other Current / Non Current assets	(28,456.44)	(8,088.30)
	Cash generated from operations	**11,095.28**	**(1,721.79)**
	- Income taxes paid	(597.13)	(1,222.11)
	Net cash from operating activities - (A)	**10,498.15**	**(2,943.90)**
B	**CASH FLOWS FROM INVESTING ACTIVITIES**		
	- Purchase of Fixed assets includinf FX Gain /Loss	(309.73)	(772.41)
	- Proceeds from sale of equipment	447.22	209.92
	- Change in Other Bank balances	55.89	(155.56)
	- Interest received	299.44	197.36
	- Dividend received	2,047.20	5,782.20
	Net cash from (used in) investing activities - (B)	**2,540.02**	**5,261.51**
C	**CASH FLOWS FROM FINANCING ACTIVITIES**		
	- Repayment of Long-Term Borrowings	(3,166.66)	-
	- Interest paid	(893.55)	(775.98)
	- Dividend & Dividend Distribution tax paid	(852.40)	(439.54)
	Net cash used in / from financing activities - (C)	**(4,912.61)**	**(1,215.52)**

Cash Flow Statement for the year ended March 31, 2018 (contd...)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
NET INCREASE / (DECREASE) IN CASH & BANK BALANCES - (A+B+C)	**8,125.56**	**1,102.09**
Cash and Bank balances at beginning of period	8,206.27	7,104.18
Cash and Bank balances at end of period	16,331.83	8,206.27
NET INCREASE / (DECREASE) IN CASH & BANK BALANCES	**8,125.56**	**1,102.09**

Notes :

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statement of Cash Flows"

2. Cash and cash equivalents at the end of the period include deposit with banks Rs. 3.59 Lakhs (Previous year Rs. 1.87 lakhs) held by foreign branches which are not freely repatriable to the company because of currency exchange restriction, however amounts are held in continuing projects towards local expenditure of projects.

3. The undrawn borrowing facilities available for future operating activities and to settle capital commitments at 31st March 2018 amount to Rs. 6649.22 Lakhs (Previous year Rs. 21462 Lakhs)

4. Figures in the brackets denotes negative value.

5. Previous year figures have been realigned / recast / regrouped wherever necessary.

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

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

(Pardeep Kumar)
Partner
M.No. 085630

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

STATEMENT OF CHANGES IN EQUITY

(All amounts are in Rupees in Lakhs, unless otherwise stated)

A. EQUITY SHARE CAPITAL

Balance at the beginning of reporting period April 1, 2017	Changes in Equity share capital during the year	Balance at the End of reporting period March 31,2018
5,920.00	-	5,920.00

B. OTHER EQUITY

Particulars	Share application money pending allotment	Equity Component of compound financial instruments	Reserves & Surplus			Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive incomes	Total
			General Reserves	Other Reserves	Retained Earnings			
Balance at the beginning of reporting period April 1, 2017	-	-	**55,284.02**	-	-	**(2,056.91)**	**(255.52)**	**52,971.59**
Total comprehensive income for the year	-	-	-	-	4,608.14	(386.27)	(470.92)	3,750.95
Less: Dividend & Dividend Distribution tax paid in current year	-	-	-	-	852.40	-	-	852.40
Balance at the end	-	-	55,284.02	-	3,755.74	(2,443.18)	(726.44)	55,870.14
Transfer to General Reserve	-	-	3,755.74	-	(3,755.74)	-	-	-
Balance at the end of reporting period March 31,2018	-	-	**59,039.76**	-	-	**(2,443.18)**	**(726.44)**	**55,870.14**

This is the Statement of Change in Equity referred to in our report of even date

For Hingorani M & Co.
Chartered Accountants
(Firm Regn. No. : 006772N)

(Pardeep Kumar)
Partner
Membership No.: 085630

Date: 09.08.2018
Place: New Delhi

For and on behalf of the Board of Directors

N. Jain
Director (Finance)
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A.K. Jain
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Executive Director (F&CS)

Notes Forming Part of the Financial Statements for the year ended March 31, 2018

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

1.1 GENERAL

(a) Corporate Information

Telecommunications Consultants India Limited (TCIL) is a company limited by shares, incorporated and domiciled in India in 1978. TCIL, a prime engineering and consultancy company, is a wholly owned Government of India Public Sector Enterprise under the administrative control of the Department of Telecommunications (DOT), Ministry of Communications, Government of India. A schedule 'A' Public Sector Company and a Mini Ratna category- 1. The Company is providing Indian telecom expertise in all fields of telecom, Civil and IT to developing countries around the world. Company's core competence is in the fields of Switching, Transmission Systems, Cellular services, Rural Telecommunication, Optical fiber based backbone trans systems, IT & Networking Solutions, Application Software, e-Governance, 3G/4G Network and also Civil construction projects.

(b) Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(c) Basis of Preparation

i) Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 by Ministry of Corporate Affairs.

ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities consideration that is measured at fair value; and
- Defined benefit plans – plan assets measured at fair value.

1.2 USE OF ESTIMATES

(a) Use of estimates and judgments

The preparation of the financial statements in conformity with IND AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Company financial statements is included in the following notes:

- Classification of finance lease.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

- Recoverable amount of Trade and other receivables.
- Provisions.
- Tax calculations.

(b) Summary of significant accounting policies

Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

1.3 RECOGNITION OF INCOME / EXPENDITURE

Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured by taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

(a) Consultancy Contracts

- On completion of respective activity, where the Contract envisages activity wise completion.
- 90% of the contract value on submission of report and balance 10% on its acceptance.
- For incomplete activities, the project expenditure is adjusted on pro-rata basis through work-in-progress.

(b) Service Contracts
In the case of service contracts, on the basis of actual period of services rendered up to the end of year by correlating expenditure incurred there against.

(c) Trade Income
Trade income is accounted for on the basis of sales bills raised subject to completion of sales.

(d) Turnkey Projects (Including cost plus contracts)
Where contract for works and material is one unit and for works in other contracts, by taking proportion that costs to date bear to the latest estimated total cost through work in progress including total attributable profits.

In evaluating Work-in-Progress, agency commission, sponsorship fee and borrowing costs being specific for the contract are included in the cost while HO expenses which include Bonus, Productivity Linked Reward etc. and local Income Tax abroad are not considered for the purpose of costs incurred and total estimated costs.

Notes :

i) Where a contract for supply of material and for works is not a single unit, revenue for supply of material is accounted for as trading income under 1.3 (c), while the works are accounted for in accordance with turnkey project under 1.3 (d), above.

ii) In case of a contract for supply of material and services, income from supply of material is taken under 1.3 (c), while for services income is taken under 1.3 (b) as service contract.

(e) Build-Operate-Transfer (BOT) projects:

i) Revenue relatable to construction services rendered in connection with BOT projects undertaken by the company is recognized during the period of construction using percentage completion method.

ii) Revenue relatable to toll collections of such projects from users of facilities isaccounted when the amount is due and recovery is certain.

iii) License fees for way-side amenities are accounted on accrual basis.

1.4 PROVISION FOR WARRANTY / MAINTENANCE PERIOD EXPENSES

(a) On completion of the contract or when warranty period commences in terms of contracts for projects covered under 1.3(d), provision is made for warranty period / maintenance expenses on specific basis as estimated. The excess provision created in earlier years is written back through “Other Operating Income” after completion of the warranty period.

(b) On Supplies covered under 1.3(c), provision is made for warranty period /maintenance expenses on specific basis as estimated. The excess provision created in earlier years, if any, is written back through “Other Operating Income” after completion of the warranty period.

Others Provisions

Provisions for legal claims, service warranties, volume discounts and returns are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management’s best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

1.5 ACCOUNTING OF LEASES

Leases

Financial Lease

Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Operating Lease

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

1.6 STORES, SPARES, STOCK-IN-TRADE AND WORK IN PROGRESS

Inventories:- Stores, Spares, Stock-in-Trade and Work in Progress

a. Stores and spares including uninstalled stores and spares are valued at cost. Cost is ascertained on Weighted Average basis.
b. Stock-in-trade is valued at lower of cost or realizable value.
c. Loose tools are charged in the year of purchase.
d. On completion of project abroad when no new project is anticipated in that country and assets / stores are not required during Warranty period also, Assets/Stores are discarded and declared as scrapped and valued at one unit each of the respective currency till its disposal.
e. Work in progress for contracts for which revenue recognition is as per Accounting Policy is valued at cost plus attributable profit.

1.7 TRANSLATION OF FOREIGN CURRENCIES

Foreign Currencies

Items included in the financial statements of each of the foreign operations are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

Transactions & Balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss with the exception of the following:

- Exchange differences arising in the financial statements that include the foreign operation (Branch/Site office) and the reporting entity, such exchange differences are recognized initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.

- Exchange differences arising on monetary items that are designated as part of the hedge of the net investment of a foreign operation. These are recognized in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.

- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of the transaction; and in case non-monetary items that are measured at fair value in a foreign currency shall be translated using the exchange rates at the date when the fair value was measured.

Translation to the presentation currency

The results and financial position of an entity whose functional currency is differ than presentation currency shall be translated into a presentation currency using the following procedures

a. Assets and liabilities for each balance sheet presented (ie including comparatives) shall be translated at the closing rate at the date of that balance sheet;

b. Income and expenses for each statement of profit and loss presented (ie including comparatives) shall be translated at exchange rates at the dates of the transactions; and

c. All resulting exchange differences shall be recognized in other comprehensive income.

The exchange differences referred to in above paragraph (c) result from:

- Translating income and expenses at the exchange rates at the dates of the transactions and assets and liabilities at the closing rate.

- Translating the opening net assets at a closing rate that differs from the previous closing rate.

These exchange differences are not recognized in profit or loss because the changes in exchange rates have little or no direct effect on the present and future cash flows from operations. The cumulative amount of the exchange differences is presented in a separate component of equity until disposal of the foreign operation.

On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognized in other comprehensive income and accumulated in the separate component of equity, shall be reclassified from equity to profit or loss (as a reclassification adjustment) when the gain or loss on disposal is recognized.

1.8 BORROWING COSTS

Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method.

1.9 INVESTMENTS

Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Investments (IND AS 101 and 27)

Investments in Subsidiaries, Joint ventures and associates in India or outside India are classified as long term investments and are carried cost. There may be decline in the value, if the company encounters impairment during the annual test of impairment; then the investment is shown at the reduced value. In case where the investments are quoted in stock exchange and are being quoted at less than the cost price for the last 12 months, in such cases, it is being treated as a permanent decline in the cost and are being accounted for at reduced value. On improvement of performance, these investments are valued upto the cost.

In cases of unquoted investments, if there is a decline in the performance of the company for thirty six months, the investment is shown at the reduced value. In case company has made Investment in a venture having operating project with long gestation period, no impairment is made during the initial period in which the company is expected to make losses, till the time the entire loss is recouped, as per the approved feasibility report. After such initial period, the impairment is recognized on the basis of the diminution in value of Investment in such company. However, if there is agreement with any other party for realization of investment at par value, investment will continue to be shown at par value. On improvement of performance, these investments are valued up to the cost.

1.10 INTANGIBLE ASSETS AND AMORTISATION-BOT PROJECTS

Intangible assets

(a) Software

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or infinite.

Intangible assets with finite lives are amortized over the useful economic lives and assessed for impairment whenever there is an indication or once in every year that the intangible assets may be impaired. The amortization period and method are reviewed at the end of each reporting period.

(b) Rights of collection

Toll collection rights obtained as concessionaire or rendering construction services represent the right to collect toll revenue during the concession period in respect of BOT projects undertaken by the company. Toll collection rights are capitalized as intangible assets upon completion of the project at the cumulative construction costs including related margins as given in Accounting Policy 1.3(e) plus obligation towards negative grants payable, if any. Till completion of the project, the same is recognized as capital work-in-progress. Administrative and other general overhead expenses that are attributable to acquisition of intangible assets are allocated as a part of cost of the intangible assets.

Amortization

- Computer software is amortized on SLM method over a period of 3 years.

- Toll collection rights (Intangible Assets) are amortized over the concession period / agreement in proportion to actual revenue for the year to total Projected Revenue from the Intangible assets as provided to the project Lender at the time of Financial closure/ agreement for the first year and in subsequent years as revised at the end of each financial year based on revised Projected total revenue for the total concession period.

1.11 CONTRACT COMPLETION

Revenue on turnkey jobs is recognized as per Accounting Policy 1.3(d). The contract is considered as completed when the last job in the contract is completed and the maintenance/ warranty period commences.

1.12 DEPRECIATION ON FIXED ASSETS IN INDIA AND ABROAD

Depreciation on Property, plant and equipment

Property, plant and equipment are stated at the cost of acquisition or construction less accumulated depreciation and write down for, impairment if any. Costs that are directly related to acquisition of asset are capitalized until the assets are ready to be put to use. Property, plant and equipment purchased in foreign currency are recorded at cost, based on the exchange rate on the date of purchase.

The Company identifies and determines cost of each component/ part of Property, plant and equipment separately, if the component/ part have a cost which is significant to the total cost of the Property, plant and equipment and has useful life that is materially different from that of the remaining asset.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of Property, plant and equipment and are recognized in the statement of profit and loss when the Property, plant and equipment is derecognized. Cost of assets not ready for use at the balance sheet date is disclosed under capital work-in-progress.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. (Ind AS 16)

Depreciation on fixed assets

- Leasehold lands are imortized over the perion of lease.
- Leasehold buildings are depriciated over the period of lease. In case useful life as specified in Schedule II of Companies Act 2013 is less than period of lease then depriciation shall be charged over useful lise as specified in Schedule II of Companies Act 2013.
- Depriciation on other fixed assets is provided on straight line method based on the useful life as specified in Schedule II of Companies Act 2013.
- Capital items valuing less than Rs 5000/- each are fully depreciated in the year of acquisition

1.13 CAPITAL SUBSIDY / GRANTS

Grants

- Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

- Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

- Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

1.14 TAXATION

Taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

1.15 AGENCY TRANSACTIONS

i. Agency / Sponsorship fee is paid on realization of bills/ receipt of advance payment. It is accounted for on accrual basis.

ii. In respect of projects in some countries, business is transacted through Agents/ JV Companies. Assets and liabilities in the name of such Agents/JV Companies are shown as assets and liabilities of the company under natural heads of accounts. This is being done as the company is principal and responsible for execution and profit/ loss of the project and the routing of transaction through Agents/JV companies is as per requirement of law and contract in these countries.

1.16 LIQUIDATED DAMAGES / CLAIMS

Liquidated damages/ claims deducted by customer or the company are considered on admittance basis and accounted for in miscellaneous expenses/ income.

1.17 RETIREMENT BENEFITS

Retirement Benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. The Actuarial valuation is taken and used to measure the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Post-employment obligations

The Company operates the following post-employment schemes:

a. Defined benefit plans such as gratuity, post-employment medical plans; and

b. Defined contribution plans such as provident fund.

Gratuity

Liability for payment of gratuity to employees rest with "Telecommunications Consultants India Limited Group Gratuity Trust " which has taken a Group Gratuity cum Life Assurance Policy from Life Insurance Corporation of India. Amount paid / payable for keeping the said policy in force based upon actuarial valuation is charged to Profit and Loss Account.

Leave Encashment

For Leave Encashment of employees on retirement, the company provides liability on the basis of actuarial valuation.

Retirement Medical Benefits

The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit plans. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited in other comprehensive income in the period in which they arise.

1.18 LIABILITIES / CONTINGENT LIABILITIES

Contingent liabilities are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

1.19 PREPAID EXPENSES

Prepaid expenses upto Rs 25000/- are treated as expenditure of the current year and charged to the natural heads of account.

1.20 MISCELLANEOUS

i. Claims for interest on overdue receivables are accounted for on admittance.

ii. Claims for Export Incentives and Insurance claims are accounted on admittance.

iii. In case of BOT toll road project, expenses incurred on overlay shall be charged in the same financial year.

1.21 IMPAIRMENT

1. Financial assets

The Company assesses financial assets at each reporting date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses (ECL) model for measurement and recognition of impairment loss on financial assets and credit risk exposure.

Company follows 'simplified approach' for recognition of impairment loss. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

2. Non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

1.22 FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

All financial assets are recognized initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.

Subsequent measurement

1. **Financial instruments at amortized cost –** the financial instrument is measured at the amortized cost if both the following conditions are met:

    - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
    - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

    After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

2. **Financial assets at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI)**

    A financial asset is classified as FVTPL if it is classified as held for trading or is designated as such on initial recognition. In other cases, Company decides to classify the each financial instrument either as at FVOCI or FVTPL at initial recognition.

Financial asset

- **Held-to-maturity financial assets**

If Company, has positive intent and ability to hold debt securities to maturity, then such financial assets are classified as held to maturity. Held-to-maturity financial assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, held-to-maturity financial assets are measured at amortized cost using the effective interest method, less any impairment losses.

- **Loans and receivables**

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses. Loans and receivables comprise cash and cash equivalents, and trade and other receivables.

- **Cash and Cash equivalents**

Cash and cash equivalents comprise cash balances (Cash in hand, bank balances) and call deposits with maturities of three months or less from the acquisition date that are subject to an insignificant risk of changes in their fair value, and are used by the Company in the management of the short-term commitments.

- **Available-for-sale financial assets**

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale or are not classified in any of the above categories of financial assets. Available-for-sale financial assets are recognized initially at fair value plus any directly attributable transaction costs.

- **Trade receivables**

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment

Financial liabilities

Company initially recognizes debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated as at fair value through profit or loss or fair value through other comprehensive income) are recognized initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

Other financial liabilities comprise loans and borrowings, bank overdrafts, and trade and other payables.

NOTE 2

A : EQUITY SHARE CAPITAL

(All amounts are in Rupees in Lakhs, unless otherwise stated)

a. Authorised, Issued, Subscribed and Paid-up Share Capital:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Numbers	Rs.	Numbers	Rs.
Authorised Share Capital Equity Shares of Rs. 10/- each	60,000,000	6,000	60,000,000	6,000
Issued, Subscribed and Paid-up Equity Share Capital Equity Shares of Rs 10/- each fully Paid-up	59,200,000	5,920	59,200,000	5,920
Total	**59,200,000**	**5,920**	**59,200,000**	**5,920**

b. Reconcillation of number of shares:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Numbers	Rs.	Numbers	Rs.
Equity Shares				
Opening balance	59,200,000	5,920	59,200,000	5,920
Issued during the year	-	-	-	-
Closing balance	**59,200,000**	**5,920**	**59,200,000**	**5,920**

c. Shareholders' holding more than 5% shares of the Company:

Particulars	As at March 31, 2018	As at March 31, 2017
Equity Shares		
The President of India & his nominees (Nos)	**59,200,000**	**59,200,000**
Holding (%)	100	100

Notes :

i. Out of the shares outstanding as on 31.03.2018, 4,29,00,000 equity shares of Rs. 10/-each have been allotted as fully paidup Bonus shares for consideration other than cash.

ii. Eight Goverment of India officials are holding 28,800 shares of Rs. 10/- each as nominees of President of India.

iii. During the period of five years immediately preceding the date of Balance Sheet, the Company has not :

- Allotted fully paid up shares by way of bonus shares.
- Bought back any class of shares.

iv. Each equity share carries right to vote and the Company has issued only one class of share i.e. equity share

v. Vote of members : Every member present in person and being a holder of equity share shall have one vote and every person either as a general proxy on behalf of a holder of equity share, shall have one vote or upon a poll, every member shall have one vote for every share held by him.

NOTE 2B : OTHER EQUITY

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
i) General Reserve		
Opening Balance	55,284.02	48,641.39
Additions / (Deductions) during the year	3,755.74	6,642.63
Closing Reserves	**59,039.76**	**55,284.02**
ii) Surplus in Statement of Profit & loss		
Opening Balance	-	-
Profit for the Period	4,608.14	7,082.17
Less:		
Dividend paid	708.22	365.19
Dividend distribution tax paid	144.18	74.35
Transfer to General Reserve	3,755.74	6,642.63
Closing Balance	-	-
iii) Other Components of Equity		
Exchange difference arising on translating foreign operations (Net of tax)	(2,443.18)	(2,056.91)
Acturial Gain / (Losses) on defined benefit plans (Net of tax)	(726.44)	(255.52)
Sub Total (iii)	**(3,169.62)**	**(2,312.43)**
Total (i+ii+iii)	**55,870.14**	**52,971.59**

NOTE 3 :PROPERTY, PLANT & EQUIPMENT

(All amounts are in Rupees in Lakhs, unless otherwise stated)

3A - TANGIBLE ASSETS (INLAND)

Particulars	GROSS BLOCK					DEPRICIATION					NET BLOCK	
	As on April 1, 2017	Additions/ Adjustme-nts during the year	Transfer	Sale/ Adjustme-nts during the year	As at March 31, 2018	As on April 1, 2017	Depreciat-ion during the year	Transfer	Sale/ Adjustme-nts during the year	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Temporary Structure	48.27	-		-	48.27	45.79	1.55	-	-	47.34	0.93	2.48
Land	34.37	-		-	34.37	-	-	-	-	-	34.37	34.37
Land - Office (Leasehold)	605.16	-		-	605.16	116.65	6.11	-	-	122.76	482.40	488.51
Building - Office (Leasehold)	660.84	-		-	660.84	144.84	12.57	-	-	157.41	503.43	516.00
Building - Residential	66.47	-		-	66.47	37.77	0.99	-	-	38.76	27.71	28.70
Furniture and Fixture	672.83	7.97		(0.38)	680.42	635.14	6.31	-	(0.38)	641.07	39.35	37.69
Office Machinery and Equipments	212.45	4.76	(0.07)	(0.76)	216.38	180.27	12.58	-	(0.43)	192.42	23.96	32.18
Electrical Appliances	385.93	4.86	0.07	(0.62)	390.24	284.74	22.13	-	(0.24)	306.63	83.61	101.19
Vehicles	146.86	2.09		-	148.95	115.86	10.26	-	-	126.12	22.83	31.00
Plant and Machinery	3,298.94	-		(867.09)	2,431.85	1,667.25	237.93	-	(342.66)	1,562.52	869.33	1,631.69
Computers	1,020.61	18.39		(2.64)	1,036.36	783.69	103.08	-	(0.71)	886.06	150.30	236.92
Training Equipments	256.53	-		-	256.53	214.22	6.67	-	-	220.89	35.64	42.31
TOTAL (3A)	**7,409.26**	**38.07**	-	**(871.49)**	**6,575.84**	**4,226.22**	**420.18**	-	**(344.42)**	**4,301.98**	**2,273.86**	**3,183.04**
Previous Year (16-17)	**7,650.15**	**231.03**	-	**(471.92)**	**7,409.26**	**4,014.44**	**459.43**	-	**(247.65)**	**4,226.22**	**3,183.04**	**3,635.71**

Note 1 : Land & Building - Office (Lease Hold) is acquired under finance lease from VSNL for a period of 99 years and it is depreciated over the life of the lease term.
Note 2 : Figures in brackets denotes negative values

NOTE 3 : PROPERTY, PLANT & EQUIPMENT (contd...)
(All amounts are in Rupees in Lakhs, unless otherwise stated)

3B - TANGIBLE ASSETS (FOREIGN)

Particulars	GROSS BLOCK						DEPRICIATION						NET BLOCK	
	As on April 1, 2017	Additions/ Adjustments during the year	Transfer	Sale/ Adjustments during the year	Exch. Gain / (Loss)	As at March 31, 2018	As on April 1 2017	Depreciation during the year	Transfer	Sale/ Adjustments during the year	Exch. Gain / (Loss)	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Temporary Structure	73.72	-	-	(37.72)	1.51	37.51	72.45	0.65	-	(37.72)	1.49	36.87	0.64	1.27
Furniture and Fixture	96.83	6.34	-	(7.08)	1.09	97.18	77.68	3.21	-	(6.49)	0.98	75.38	21.80	19.15
Office Machinery and Equipments	105.25	5.57	-	(15.35)	0.72	96.19	91.79	5.64	-	(15.23)	0.65	82.85	13.34	13.46
Electrical Appliances	139.84	6.37	-	(10.50)	1.13	136.84	93.20	7.10	-	(8.52)	0.91	92.69	44.15	46.64
Vehicles	2,111.34	106.31	-	(136.13)	26.62	2,108.14	1,262.69	159.91	-	(129.73)	21.80	1,314.67	793.47	848.65
Plant and Machinery	2,352.22	119.55	-	(58.84)	25.06	2,437.99	1,178.50	134.83	-	(52.28)	15.56	1,276.61	1,161.38	1,173.72
Computers	151.22	10.62	-	(14.85)	0.45	147.44	126.95	12.27	-	(14.38)	0.36	125.20	22.24	24.27
TOTAL (3B)	**5,030.42**	**254.76**	-	**(280.47)**	**56.58**	**5,061.29**	**2,903.26**	**323.61**	-	**(264.35)**	**41.75**	**3,004.27**	**2,057.02**	**2,127.16**
Previous Year (16-17)	**4,703.21**	**738.31**	-	**(167.50)**	**(243.60)**	**5,030.42**	**2,811.51**	**331.54**	-	**(105.70)**	**(134.09)**	**2,903.26**	**2,127.16**	**1,891.70**
G. Total (3A+3B)	**12,439.68**	**292.83**	-	**(1,151.96)**	**56.58**	**11,637.13**	**7,129.48**	**743.79**	-	**(608.77)**	**41.75**	**7,306.25**	**4,330.88**	**5,310.20**
Previous Year Total (16-17)	**12,353.36**	**969.34**	-	**(639.42)**	**(243.60)**	**12,439.68**	**6,825.95**	**790.97**	-	**(353.35)**	**(134.09)**	**7,129.48**	**5,310.20**	**5,527.41**

Note : Figures in brackets denotes negative values

NOTE 4 : INTANGIBLE ASSETS
(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	GROSS BLOCK					DEPRICIATION					NET BLOCK	
	As on April 1, 2017	Additions/ Adjustments during the year	Transfer	Sale/ Adjustments during the year	As at March 31, 2018	As on April 1, 2017	Depreciation during the year	Transfer	Sale/ Adjustments during the year	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Toll Collection Rights	7,683.91	-	-	-	7,683.91	2,873.85	569.18	-	-	3,443.03	4,240.88	4,810.06
Computer Software	396.34	2.07	-	-	398.41	396.34	0.08	-	-	396.42	1.99	-
TOTAL	**8,080.25**	**2.07**	-	-	**8,082.32**	**3,270.19**	**569.26**	-	-	**3,839.45**	**4,242.87**	**4,810.06**
Previous Year (16-17)	**8,080.25**	-	-	-	**8,080.25**	**2,613.97**	**656.22**	-	-	**3,270.19**	**4,810.06**	**5,466.28**

NOTE 5 : NON CURRENT FINANCIAL ASSETS: INVESTMENTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Long - term Investments		
- Joint Ventures:		
Unquoted at Cost		
Telecommunications Consultants Nigeria Ltd.		
26000 fully paid Equity Shares (Previous year 26000 equity shares) of 1 Naira each representing 40% of Capital		
Original Value	3.75	3.75
Less : Decline in value due to Devaluation of Naira	3.70	3.68
	0.05	0.07
Bharti Hexacom Ltd.		
7,50,00,000 fully paid Equity Shares (Previous year 7,50,00,000 equity shares) of Rs.10 each, representing 30% of Capital	10,620.00	10,620.00
TCIL Bellsouth Ltd.		
87,641 fully paid Equity Shares (Previous year 87,641 equity shares) of Rs.100 each representing 44.94% of Capital	83.73	83.73
Intelligent Communications Systems India Ltd.		
36,000 fully paid Equity Shares (Previous year 36,000 equity shares) of Rs.100 each, representing 36% of Capital	36.00	36.00
United Telecom Ltd., Nepal		
57,31,900 Equity Shares (Previous year 57,31,900 equity shares) of 100 Nepali Rupees each, representing 26.66% of Capital	3,584.19	3,584.19
	14,323.97	**14,323.99**
- Subsidiaries		
Unquoted at Cost		
TCIL Oman LLC, Oman		
1,05,000 Equity Shares (Previous year 1,05,000 equity shares) of 1 Omani Rial each, representing 70% of Capital	120.92	120.92
TCIL Bina Toll Road Ltd.		
1,95,70,000 fully paid Equity Shares (previous year 1,95,70,000 equity shares) of Rs.10 each , representing 100% of Capital	1,957.00	1,957.00

NOTE 5 : NON CURRENT FINANCIAL ASSETS: INVESTMENTS (contd....)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
TCIL Lakhnadone Toll Road Ltd.		
2,31,10,000 fully paid Equity Shares (previous year 2,31,10,000 equity shares) of Rs.10 each, representing 100% of Capital	2,311.00	2,311.00
	4,388.92	4,388.92
Quoted at Cost		
Tamilnadu Telecommunications Ltd.		
2,23,83,700 Equity Shares (Previous year 2,23,83,700 equity shares) of Rs.10 each, representing 49% of Capital (Market price as on 31.03.2018 is Rs.3.45 each (Previous year Rs. 2.75 each)	2,238.37	2,238.37
Less: Provision for Dimunition in value of Investment	1,466.13	1,343.01
	772.24	895.36
TOTAL	**19,485.13**	**19,608.27**
Aggregate value of Quoted Investments	772.24	895.36
Aggregate value of Unquoted Investments	18,712.89	18,712.91
Market value of Quoted Investments	772.24	615.55

NOTE 6 : NON CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Long-term Trade Receivables (including trade receivables on deferred credit terms)		
Unsecured		
- Considered Good		
Trade Receivables	-	405.08
Retention Money	2,149.45	569.72
- Considered Doubtful		
Trade Receivables	1,071.50	1,069.47
	3,220.95	2,044.27
Less: Provision for Doubtful Debts	1,071.50	1,069.47
TOTAL	**2,149.45**	**974.80**

NOTE 7 : NON CURRENT FINANCIAL ASSETS: LOANS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advances		
Advances recoverable in cash or in kind or for		
value to be received		
Secured		
- Considered Good		
- Related parties *	1,165.73	1,165.73
- Others		
- Staff Advances (Represent House Building Advances secured against first charge on immovable property and Vechicle advances secured against First charge on Vehicles)	57.99	73.29
Unsecured		
- Considered Good		
- Related parties **	10,795.10	9,760.75
- Others	3.86	5.61
Security Deposits	48.56	48.41
Interest Accured but not due on Loan	50.04	56.68
TOTAL	**12,121.28**	**11,110.47**

* represent Rs. 1165.73 Lakhs due from Tamilnadu Telecommunications LTD (Previous year Rs.1165.73 Lakhs)

** represent Rs. 10795.10 Lakhs due from SPVs (TCIL Bina Toll Road Ltd and TCIL Lakhnadone Toll Road Ltd.), (Previous year Rs. 9760.75 Lakhs)

NOTE 8 :NON CURRENT FINANCIAL ASSETS: OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Bank Deposits		
Deposits with maturity of more than 12 months	0.12	0.10
(Pledged with bank against Guarantees)		
TOTAL	**0.12**	**0.10**

NOTE 9 : CURRENT ASSETS : INVENTORIES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Inventories		
As taken, valued and certified by the Management (valued at cost)		
- Stores & Spares (including with Sub-contractors) at project sites	1,101.28	788.40
Less: Provision for obsolence/slow moving stores	55.59	54.45
TOTAL	**1,045.69**	**733.95**

NOTE 10 : CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Billed Receivables		
Unsecured		
A. Outstanding for period exceeding six months		
Considered Good		
Trade Receivables*	44,717.78	26,337.48
Retention Money	940.64	375.47
Considered doubtful	5,288.93	5,214.23
TOTAL - A	**50,947.35**	**31,927.18**
B. Others		
Considered Good		
Trade Receivables	32,799.65	66,619.04
Retention Money	1,633.25	3,197.53
Unbilled	28,132.12	13,307.66
TOTAL - B	**62,565.02**	**83,124.23**
TOTAL (A+B)	**113,512.37**	**115,051.41**
Less : Provision for Loss allowance	5,288.93	5,214.23
TOTAL	**108,223.44**	**109,837.18**

* Includes amount due from Subsidiary Companies Rs. 5933 Lakhs (Previous year 5251.00 Lakhs)

NOTE 11 : CURRENT FINANCIAL ASSETS: CASH AND CASH EQUIVALENTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
CASH AND CASH EQUIVALENTS		
A. Cash in Hand (including imprest balances)	17.31	20.17
B. Balances with Banks		
In Current Accounts	3,072.91	2,186.35
In Call Accounts	10.76	26.17
	3,083.67	2,212.52
Less: Provision against funds blocked in Banks *	49.45	50.48
	3,034.22	2,162.04
In Deposit Accounts		
Deposits with maturity of less than 3 months	13,260.17	6,014.92
In Saving Bank	20.13	5.81
TOTAL - B	**16,314.52**	**8,182.77**
C. Cheques in hand	-	3.33
TOTAL - (A+B+C)	**16,331.83**	**8,206.27**

* Allied Bank of Nigeria, Nigeria and El Khalifa Bank, Algeria went into liquidation long time back and provision for outstanding balances was provided in the accounts in earlier years

NOTE 12 : CURRENT FINANCIAL ASSETS: OTHER BANK BALANCES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Other Balances		
Deposits with maturity of more than 3 months but less than 12 months	338.18	394.07
TOTAL	**338.18**	**394.07**

NOTE 13 :CURRENT FINANCIAL ASSETS: LOANS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advance recoverable in cash or in kind or for value to be received		
Secured (Considered Good)		
- Staff Advances (Represent House Building Advances secured against first charge on immovable property and Vechicle advances secured against First charge on Vehicles)	18.62	22.89
	18.62	22.89
Unsecured		
- Considered Good	407.69	729.88
	426.31	752.77
Security Deposits	2,166.11	627.58
Interest accrued but not due on advances	10.86	10.97
Interest accued but not due on Deposits (Includes interest on Rs. 446 Lakhs (Previous year Rs. 447.00 Lakhs) of deposits in the name of Client A/c TCIL)	742.70	515.27
TOTAL	**3,345.98**	**1,906.59**

NOTE 14 : CURRENT TAX ASSETS (Net)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advance Tax and Tax Deducted at Source	6,776.20	6,488.22
Less: Provision for Income Tax	4,413.06	3,435.88
TOTAL	**2,363.14**	**3,052.34**

NOTE 15 : OTHER CURRENT ASSETS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advances recoverable in cash or in kind or for value to be received		
Unsecured		
- Considered Good	17,766.31	15,374.48
- Considered Doubtful	3,095.38	3,094.71
	20,861.69	18,469.19
Less: Provision for Doubtful advances	3,095.38	3,094.71
	17,766.31	15,374.48
Interest accrued but not due on advances	339.69	203.21
Amount Due from Customers		
Work In progress	310,377.36	246,149.97
Less: Bills Raised	231,570.50	188,858.17
	78,806.86	57,291.80
MAT Credit Entitlement	130.98	39.09
Other Taxes Recoverable	2,719.63	851.08
TOTAL	**99,763.47**	**73,759.66**

NOTE 16 : NON CURRENT FINANCIAL LIABILITIES: BORROWINGS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
UNSECURED LOANS		
Term Loan		
Rupee Loan		
- From Govt. of India	6,333.34	9,500.00
Less: Current Maturity of Term Loan (Refer Note: 23)	3,166.67	2,300.00
TOTAL	**3,166.67**	**7,200.00**

Unsecured Term Loan:

The Loan has been taken from DOT, Ministry of Communications & IT, Government of India. The sanctioned loan amount was Rs 95 Crores. An amount of Rs. 69 Crores was disbursed on 31/3/15 and Rs. 26 Crores was disbursed on 23/3/16. The interest rate is @ 11.50% p.a. and the repayment period of loan is 5 years including two years moratorium period.

NOTE 17 : NON CURRENT FINANCIAL LIABILITIES: TRADE PAYABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Trade Payables	-	284.74
TOTAL	-	**284.74**

NOTE 18 : NON CURRENT FINANCIAL LIABILITIES: OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Lease obligation	599.53	599.54
b. Others	466.99	583.01
TOTAL	**1,066.52**	**1,182.55**

NOTE 19 : NON CURRENT PROVISIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Post Retirement Medical Benefits	886.96	687.73
b. Leave Salary Encashment	1,067.80	959.75
c. Others (Employee Benefits)	276.62	275.99
TOTAL	**2,231.38**	**1,923.47**

NOTE 20 : DEFERRED TAX LIABILITIES / (ASSETS)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Deferred Tax Liability:		
Related to Fixed Assets	1,711.37	1,925.00
Total	1,711.37	1,925.00
Deferred Tax Assets:		
Provision for Doubtful Debts	2,201.21	2,174.66
Provision for Doubtful Advances	1,071.25	1,071.02
Provision for Leave Encashment / Bonus	601.28	526.65
Others	580.13	539.30
Total	4,453.87	4,311.63
Net Deferred Tax Liabilities / (Assets)	**(2,742.50)**	**(2,386.63)**

NOTE 21 : CURRENT FINANCIAL LIABILITIES: BORROWINGS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a) SECURED LOANS		
- From Banks	2,006.30	-
(Overdraft Secured against FDRs)		
b) UNSECURED LOANS		
Short Term Loan		
- Foreign Currency Loan from Banks	850.07	38.20
TOTAL	**2,856.37**	**38.20**

NOTE 22 : CURRENT FIANCIAL LIABILITIES: TRADE PAYABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Trade Payables	124,349.17	106,861.41
b. Due to Related Parties	227.62	247.71
TOTAL	**124,576.79**	**107,109.12**

NOTE 23 : CURRENT FINANCIAL LIABILITIES: OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Current Maturity of Term Loan	3,166.67	2,300.00
b. Interest Accrued and Due on Borrowings	9.53	9.53
c. Others	36,618.84	33,627.11
TOTAL	**39,795.04**	**35,936.64**

NOTE 24 : OTHER CURRENT LIABILITIES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Advance from Customers	23,107.73	17,333.43
b. Other Payables (Including Sales Tax , Service Tax and Others)	2,762.83	1,602.30
TOTAL	**25,870.56**	**18,935.73**

NOTE 25 : CURRENT PROVISIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Provision for Warranty Period Expenses*	10,494.49	8,294.41
b. Employee Benefits	4,530.90	2,183.78
c. Others - Provision for Losses in Unfinished Projects	105.10	110.36
TOTAL	**15,130.49**	**10,588.55**

* Provision for Warranty Period Expenses:

Particulars	As at March 31, 2018	As at March 31, 2017
Opening Balance	8,294.41	861.09
Add: Provided during the Year	3,738.76	7,941.15
Less: Withdrawn during the Year	(1,200.63)	(179.76)
Less: Utilized during the Year	(338.05)	(328.07)
Closing Balance	**10,494.49**	**8,294.41**

NOTE 26 : REVENUE FROM OPERATIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
I. Sale of Products	21,333.42	11,513.82
II. Sale of Services		
a) Turnkey Projects Completed	1,076.49	28,504.52
b) Accretion/Deccretion in work in progress		
Closing work in progress	310,377.36	246,149.97
Less: Opening Work in Progress and adjustment	246,149.97	209,355.69
	64,227.39	36,794.28
c) Maintenance / Service Contracts	33,395.34	32,520.14
d) Consultancy Projects	676.90	1,103.04
e) Other Projects	237.24	822.83
III. Other Operating Revenue		
- Interest on Advance from Sub-contractors	225.00	62.07
- Overheads recovered from Sub-contractors	11.06	12.73
- Sale of Tenders	2.30	0.54
- Provision for Warranty Period Expenses written back	1,200.63	179.76
- Empanelment Fees from Contractors	17.37	-
- Excess provision / liabilities written back	859.38	2,390.86
TOTAL	**123,262.52**	**113,904.59**

NOTE 27 : OTHER INCOME

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest (Gross)		
- Fixed Deposit	292.39	189.00
- Loans to employees	7.05	8.36
Other Non-Operating income		
- Dividend Received	2,047.20	5,782.20
- Others	469.70	570.96
Gain on foreign currency transactions	-	55.92
TOTAL	**2,816.34**	**6,606.44**

NOTE 28 : COST OF MATERIALS CONSUMED

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
A. STORES & SPARES		
Opening Stock	788.40	1,174.18
Add: Purchases	9,035.98	11,656.23
Less: Closing Stock	1,101.28	788.40
Stores & Spares consumed	8,723.10	12,042.01
B. LOOSE TOOLS		
Opening Stock	-	-
Add: Purchases	14.40	36.30
Less: Closing Stock	-	-
Loose tools consumed	14.40	36.30
TOTAL (A + B)	**8,737.50**	**12,078.31**

NOTE 29 : CHANGE IN INVENTORIES OF STOCK IN TRADE

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Stock at Close	-	-
Stock at Commencment	-	-
(Increase) / Decrease in stock	-	-

NOTE 30 : PERSONNEL EXPENDITURE

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Salaries (Including Foreign DA)	16,589.77	14,785.27
Leave Salary & Pension Contribution	8.14	15.11
Provident & Other Funds Contribution	1,103.60	1,022.31
Medical Reimbursement	647.99	556.10
Staff Welfare including Camp Expenses	353.84	377.49
Liveries	6.36	5.22
Performance Related Pay (PRP)	191.48	397.56
Bonus	8.61	11.30
Rent for Employee Accomodation:		
Gross:	662.74	457.86
Less: Recoveries	3.63	3.19
Leave Salary Encashment	350.54	333.75
Children Education Allowance	2.45	3.86
Perks	475.67	478.24
House Furnishing & Maintenance Allowance	237.79	242.49
Leave Travel Concession	29.06	21.65
Gratuity	1,122.76	108.62
Employees Accident Group Insurance	3.00	3.15
PF Admin Charges	12.77	10.96
Retired. Employee Medical Scheme	55.13	51.29
TOTAL	**21,858.07**	**18,879.04**

NOTE 31 : FINANCE COSTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest		
- Interest Expense on Term Loans	831.89	623.82
- Interest Expense on Overdrafts & Other Borrowings	61.66	152.16
Loss on foreign currency transactions	35.15	-
Amortisation Cost	65.95	65.95
TOTAL	**994.65**	**841.93**

NOTE 32 : ADMINISTRATIVE AND OTHER EXPENSES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Rent	1,133.25	1,094.82
Rates and Taxes	1,304.23	1,570.12
Insurance	313.57	459.00
Bank & Guarantee Charges	268.96	262.72
Business Promision	108.29	59.05
Agency Commission & Sponser Fee	233.17	420.10
Legal & Professional Chares	160.97	193.49
Consultancy	376.15	147.36
Electricity & Water	217.51	230.64
Telephone,Telex & Postage	147.41	218.84
Printing & Stationery	119.02	129.92
Traveling	665.40	762.05
Advertisement	92.52	35.25
Books and Periodicals	1.98	2.50
Seminar & Training	25.26	13.73
Repairs & Maintenance		
- Plant & Machinery	183.14	203.34
- Building	83.79	72.68
- Others	144.87	85.18
Vehicle Running & Maintenance	394.99	348.09
Misc. Expenses	268.78	329.16
Auditors Remuneration		
- Audit Fee	46.56	52.10
- Taxation Matters	10.66	14.31
- Other Services Including Certification	2.50	2.00
- Reimbursement of expenses	0.98	0.54
Hiring Charges		
- Machinery	87.14	90.98
- Vehicles	488.02	398.98
Directors Sitting Fees	1.54	1.53
Provision for Warranty Period Expenses	3,738.76	7,941.15
Loss on Sale / Scrapping of Assets	95.97	76.15
Bad Debts / Advances Written off	154.91	519.30
Donation	0.50	0.50
Security & Maintenance	141.07	143.27
TOTAL	**11,011.87**	**15,878.85**

NOTE 33 : TAX EXPENSES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current Tax (Including tax effect in OCI)	1,251.85	1,813.55
Provision for Taxation for earlier years	34.48	(59.75)
Deferred Tax Charge	(353.45)	(945.61)
TOTAL	**932.88**	**808.19**

Other notes forming part of financial statement for the year ended March 31, 2018

34. FAIR VALUE MEASUREMENTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

A. Financial assets and liabilities

The carrying amounts and fair values of financial instruments by class are as follows:

As at March 31, 2018	Fair value through profit & loss	Fair value through other comprehensive income	Amortised cost
Financial Assets			
(i) Investments	772.24	-	18,712.89
(ii) Trade receivables	-	-	110,372.89
(iii) Cash and cash equivalents	-	-	16,331.83
(iv) Other bank balances	-	-	338.18
(v) Loans	-	-	15,467.26
(vi) Others financial assets	-	-	0.12
Total	**772.24**	-	**161,223.17**
Financial Liabilities			
(i) Borrowings	-	-	9,199.24
(ii) Trade payables	-	-	124,576.79
(iii) Other financial liabilities	-	-	37,685.36
Total	-	-	**171,461.39**

As at March 31, 2017	Fair value through profit & loss	Fair value through other comprehensive income	Amortised cost
Financial Assets			
(i) Investments	895.36	-	18,712.91
(ii) Trade receivables	-	-	110,811.98
(iii) Cash and cash equivalents	-	-	8,206.27
(iv) Other bank balances	-	-	394.07
(v) Loans	-	-	13,017.06
(vi) Others financial assets	-	-	0.10
Total	**895.36**	-	**151,142.39**
Financial Liabilities			
(i) Borrowings	-	-	9,547.73
(ii) Trade payables	-	-	107,393.87
(iii) Other financial liabilities	-	-	34,809.65
Total	-	-	**151,751.25**

* Investment in subsidiaries are measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

B Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are categorised into three levels of fair value hierarchy.

The three levels are defined based on the observability of significant inputs to the measurement, as follows:

The different levels of fair value have been defined below

Level 1: Quoted prices for identical instruments in an active market;
Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observablemarket inputs, other than Level 1 inputs; and
Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

B.1 Financial assets and liabilities measured at fair value - recurring fair value measurements

As at March 31, 2018	Level 1	Level 2	Level 3
Investments	772.24	-	18,712.89

As at March 31, 2017	Level 1	Level 2	Level 3
Investments	895.36	-	18,712.91

Valuation process and technique used to determine fair value

In order to arrive at the fair value of unquoted investments, the Company obtains independent valuations.

The techniques used by the valuer are as follows:

a) Asset approach - Net assets value method
b) Income approach - Discounted cash flows (“DCF”) method
c) Market approach - Enterprise value/Sales multiple method

B.2 Fair value of instruments measured at amortised cost

Particulars	As at March 31, 2018		As at March 31, 2017	
	Carrying value	Fair value	Carrying value	Fair value
Investment	2,238.37	772.24	2,238.37	895.36

The management assessed that fair value of cash and cash equivalents, trade receivables, security deposits, loan to related parties, other financial assets, short term borrowings, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

35 FINANCIAL RISK MANAGEMENT

Risk management framework

The Company's activities expose it to market risk, liquidity risk and credit risk. The management has the overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

A. Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

A.1 Credit risk management

The Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date
B: Moderate credit risk
C: High credit risk

The Company provides for expected credit loss based on the following:

Asset Company	Basis of categorisation	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other bank balances, loans, trade receivables and other financial assets	12 month expected credit loss
Moderate credit risk	Trade receivables and other financial assets	Life time expected credit loss or 12 month expected credit loss
High credit risk	Trade receivables and other financial assets	Life time expected credit loss or fully provided for

In respect of trade receivables, the Company recognises a provision for lifetime expected credit losses

Credit rating	Particulars	As at March 31, 2018	As at March 31, 2017
A: Low credit risk	Cash and cash equivalents	16,331.83	8,206.27
	Other bank balances	338.18	394.07
	Loans	15,467.26	13,017.06
	Other financial assets	0.12	0.10
B: Medium credit risk	Trade receivables	110,372.89	110,811.98
C: High credit risk	Trade receivables	6,360.43	6,283.70

Cash & Cash equivalents and bank deposits
Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Trade and other receivables
The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Group, and incorporates this information into its credit risk controls. Where available at reasonable cost external credit ratings and/or reports on customers and other counterparties are obtained and used. The Company's policy is to deal only with creditworthy counterparties.

The Company is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various industries and geographical areas. Based on historical information about customer default rates management consider the credit quality of trade receivables that are not past due or impaired to be good.Trade receivables are provided for or impaired on expected credit loss methor and /or estimated irrecoverable amounts, determined by reference to past default experience in addition to specific provision made on identified customers. No interest is charged on trade receivables as at the reporting date.

Other financial assets measured at amortised cost
Other financial assets measured at amortized cost includes loans and advances to related parties and emploees,security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously.

A.2 Expected credit losses for financial assets other than trade receivables
The company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein company has defined percentage of provision by analysing historical trend of default based on the criteria defined above and such provision percentage determined have been considered to recognise life time expected credit losses on trade receivables (other than those where default criteria are met).

As at March 31, 2018

Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Trade Receivable	116,733.32	5.45%	6,360.43	110,372.89
Cash and cash equivalents	16,331.83	0.00%	-	16,331.83
Other bank balances	338.18	0.00%	-	338.18
Loans	15,467.26	0.00%	-	15,467.26
Other financial assets	0.12	0.00%	-	0.12

As at March 31, 2017

Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Trade Receivable	117,095.68	5.37%	6,283.70	110,811.98
Cash and cash equivalents	8,206.27	0.00%	-	8,206.27
Other bank balances	394.07	0.00%	-	394.07
Loans	13,017.06	0.00%	-	13,017.06
Other financial asset	0.10	0.00%	-	0.10

Reconciliation of loss allowance		
Loss allowance on 31 March 2017		**6,283.70**
Impairment loss recognised/(reversed) during the year		76.73
Amounts written off	-	-
Loss allowance on 31 March 2018		**6,360.43**

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. The Company manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash-outflows due in day-to-day business. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified monthly.

Financing arrangements

The Company has access to the following undrawn borrowing facilities at the end of reporting period:

Floating rate	As at March 31, 2018	As at March 31, 2017
Expiring within one year (cash credit and other facilities	6,649.92	21,462.00

Management monitors rolling forecasts of the liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

B.1 Contractual Maturities of financial liabilities

The tables below analyse the Company's financial liabilities based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows.

March 31, 2018	Less than 1 year	1 - 2 years	2 - 3 years	3-5 years	More than 5 years	Total
(i) Borrowings	3,317.79	3,263.93	-	-	-	6,581.72
(ii) Trade payables	124,576.79	-	-	-	-	124,576.79
(iii) Other financial liabilities	39,795.04	193.75	0.02	0.05	872.68	40,861.54
Total	**167,689.62**	**3,457.68**	**0.02**	**0.05**	**872.68**	**172,020.05**
March 31, 2017	**Less than 1 year**	**1 - 2 years**	**2 - 3 years**	**3-5 years**	**More than 5 years**	**Total**
(i) Borrowings	38.20	3,166.67	3,166.66	866.67	-	7,238.20
(ii) Trade payables	107,109.13	284.74	-	-	-	107,393.87
(iii) Other financial liabilities	36,002.61	648.97	65.97	197.90	4,870.91	41,786.36
Total	**143,149.94**	**4,100.38**	**3,232.63**	**1,064.57**	**4,870.91**	**156,418.43**

C. Market risk

(I) Interest Rate risk

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2018, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. Other borrowings are at fixed interest rates.

Company's exposure to interest rate risk on borrowings is as follows

Particulars	As at March 31, 2018	As at March 31, 2017
Variable rate	2,856.37	38.20
Fixed rate	6,333.33	9,500.00
Total	**9,189.70**	**9,538.20**

The following table illustrates the sensitivity of profit and loss to a possible change in interest rates. These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates.

Interest sensitivity*	As at March 31, 2018	As at March 31 2017
Interest rates - increase by 100 basis points (31 March 2017: 100 basis points)	(18.58)	(0.25)
Interest rates - decrease by 100 basis points (31 March 2017: 100 basis points)	18.58	0.25

* Holding all other variables constant

Foreign currency risk

Forex exposure	As at March 31, 2018		As at March 31, 2017	
Financial assets	Foreign Currency	INR	Foreign Currency	INR
Bank current account/call deposit				
USD				
GBP	23,860	15.53	46,822	30.37
EURO	77	0.07	77	0.06
	5,366	4.29	5,506	3.81
Financial liabilities				
Trade payables				
USD	38,00,975	2,473.29	30,86,603	2,002.29
Loans (Banks)				
USD	13,07,289	850.65	58,894	38.20
Net exposure				
USD	(5,084,404)	(3,308.41)	(3,098,675)	(2,010.12)
GBP	77	0.07	77	0.06
EURO	5,366	4.29	5,506	3.81

The following significant exchange rates have been applied:

	Year end spot rate	
	As at March 31, 2018	**As at March 31, 2017**
USD	65.07	64.87
GBP	91.265	81.01
EURO	80.04	69.255

Sensitivity analysis of change in foreign currency rates on profit/(loss) after tax

Currency	**Profit for the year +200bps**		**Profit for the year -200bps**	
	As at March 31, 2018	**As at March 31, 2017**	**As at March 31, 2018**	**As at March 31, 2017**
USD	(43.05)	(26.29)	43.05	26.29
	Profit for the year +1000bps		**Profit for the year -1000bps**	
	As at March 31, 2018	**As at March 31, 2017**	**As at March 31, 2018**	**As at March 31, 2017**
GBP	0.00	0.00	(0.00)	(0.00)
	Profit for the year +1000bps		**Profit for the year -1000bps**	
	As at March 31, 2018	**As at March 31, 2017**	**As at March 31, 2018**	**As at March 31, 2017**
EURO	0.28	0.25	(0.28)	(0.25)

36 CAPITAL MANAGEMENT POLICIES

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern as well as to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity plus its subordinated loan, less cash and cash equivalents as presented on the face of the statement of financial position recognised in other comprehensive income.

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares. The amounts managed as capital by the Company are summarised as follows:

Particulars	**As at March 31, 2018**	**As at March 31, 2017**
Non Current Borrowings	6,342.87	9,509.53
Current Borrowings	2,856.37	38.20
Cash and cash equivalents	(16,331.83)	(8,206.27)
Net debt	**(7,132.59)**	**1,341.46**
Total equity	61,790.14	58,891.59
Net debt to equity ratio	-	**2.28%**

Reconciliation of liabilities arising out of financing activities

A Net debt reconciliation

Particulars	As at March 31, 2018	As at March 31, 2017
Cash and cash equivalents	16,331.83	8,206.27
Add: Liquid investments	-	-
Less: Current borrowings	2,856.37	38.20
Less: Non-current borrowings	6,342.87	9,509.53
Net Debt	**(7,132.59)**	**1,341.46**

B Reconciliation of liabilities arising from financing activities

The changes in the Group's liabilities arising from financing activities can be classified as follows:

Particulars	Long term borrowings	Short term borrowings	Cash & cash equivalents	Total
Net debt as at 1 April 2017	**9,509.53**	**38.20**	**8,206.27**	**1,341.46**
Cash movement:				-
- Proceeds	-	2,818.17	-	2,818.17
- Repayment	(3,166.66)	-	-	(3,166.66)
- Interest paid	(831.89)	(61.66)	-	(893.55)
- Movement in cash and bank	-	-	8,125.56	(8,125.56)
Other non-cash movements				
- Gain on restructuring of debt		-	-	-
- Interest expenses	831.89	61.66	-	893.55
Net debt as at 31 March 2018	**6,342.87**	**2,856.37**	**16,331.83**	**(7,132.59)**

Dividends

Particulars	Amount
Final dividend paid in the year 2016-17	439.54
Final dividend paid in the year 2017-18	708.22

37. CONTINGENT LIABILITIES

Particulars	As on March 31, 2018	As on March 31, 2017
Income Tax matters not acknowledged as debts [see (i) below]	1,674.59	1,950.51
Sales Tax matters not acknowledged as debts [see(ii) below]	19.38	25.26
Disputed Claims not acknowledged as debts [see(iii) below]	27,225.40	31,172.35
Liabilities on Terminated packages	824.00	824.00

(i) Income Tax Matters

Provisions have been made for the current Income Tax as per the provisions of Tax laws prevailing in India and abroad and are based on the decision of the Appellate Authorities. The assessment of the company u/s 143(3) of Income Tax Act, 1961 has been completed up to AY 2015-16. However, no provision is considered necessary in respect of issues, which are subject matter of appeals, filed with Appellate Authorities (either by the company or by the revenue department).

(ii) Sales Tax

A demand has been raised by Uttarakhand Trade Tax Department for the Assessment Year 2002-03 to 2006-07 (for the AY 2004-05, refund has been processed) which has not been acknowledged by the Company as debt in view of Judgment of Uttarakhand High Court for the Year 1997-98 to 2001-02 in favour of the Company. The Company is in appeal against the said demand with Appellate Authority.

(iii) Disputed Claims

No provision has been made for disputed claims and interest thereon, which are in the course of adjudication either before any court of law or under any arbitrator as the Company has not acknowledged these claims as debts. Similarly, counter claims filed by the Company as on March 31, 2018 amounting to Rs 6,344.53 Lakhs (As on March 31, 2017 - Rs 7,099.53 Lakhs) has also not been accounted for.

It is not practically possible to disclose the uncertainties relating to any outflow.

38. DETAILS OF GUARANTEES GIVEN

Particulars	As on March 31, 2018	As on March 31, 2017
Bank Guarantees Outstanding	47,793.23	36,496.35
Bank Guarantees Expired	5,666.75	4,420.42
Bank Guarantees given on behalf of TTL	432.90	453.89
Bank Guarantees given on behalf of TTL, since expired	-	-
Corporate Guarantees	-	318.87
Corporate Guarantees Expired	318.87	-

39. DETAILS OF LETTERS OF CREDIT ISSUED

Particulars	As on March 31, 2018	As on March 31, 2017
Letters of Credit Outstanding	7,630.51	3,842.47

40. CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on Capital Account and not provided for as on March 31, 2018 amounting to Nil (As on March 31, 2017 – Nil).

41. DETAILS OF FOREIGN CURRENCY EXPOSURE

(i) Amount payable in Foreign Currency (Unhedged) on account of the following:

Particulars	As on March 31, 2018		As on March 31, 2017	
	Indian Rupees	Foreign Currency	Indian Rupees	Foreign Currency
a) Import Creditors				
TTL	-	-	31.88	USD 49,140
NTRO	46.85	USD 72,000	46.71	USD 72,000
DSPT	1,726.49	USD 2,653,287.50	1,721.19	USD 2,653,287.50
PGCIL	85.62	USD 131,581.38	157.77	USD 243,210.31
DGLL	46.15	USD 70,925.88	44.74	USD 68,965.12
NAVY	568.18	USD 8,73,180	-	-
b). Unsecured Loans (Banks)	**850.65**	**USD 1,307,288.73**	**38.20**	**USD 58,893.56**

(ii) Amount receivable in Foreign Currency (Unhedged) on account of the Following:

Particulars	As on March 31, 2018		As on March 31, 2017	
	Indian Rupees	Foreign Currency	Indian Rupees	Foreign Currency
Export Debtors	NIL	NIL	NIL	NIL
Call Deposit / Current Account with Banks	15.53	USD 23,859.54	30.37	USD 46,822.09
	0.07	GBP 77.42	0.06	GBP 77.36
	4.29	EUR 5,365.54	3.81	EUR 5,505.52

iii) Overseas Projects/Branches: Project periods typically range from 1 to 3 years. Payables/Receivables being in the same currency, unhedged portion represents surplus to be repatriated to India after the completion of the project.

42. A) Income / Expenditure In Foreign Currency

Description	Year Ended March 31, 2018	Year Ended March 31, 2017
Inflow		
Amount repatriated from Foreign Projects	2,269.61	6,893.00
Expenditure		
Import on CIF Basis (Traded Goods)	1,893.93	820.15
Contractual Payments	84.49	144.62
Others	91.70	223.80

B) Consumption of imported and indigenous materials consumed

Item	Year Ended March 31, 2018		Year Ended March 31, 2017	
	Amount	% of total consumption	Amount	% of total consumption
a) Imports:				
Stores & Spares	-	-	-	-
Loose Tools	-	-	-	-
b) Indigenous:				
Stores & Spares	8,723.10	99.83	12,042.02	99.71
Loose Tools	14.40	0.17	36.30	0.29
TOTAL	**8,737.50**	**100.00**	**12,078.32**	**100.00**

C) In compliance of Ind AS 21, the company has following Functional & Presentation currency

Division	Functional Currency	Presentation Currency
TCIL	INR	INR
TCIL- Mauritius	MUR	INR
TCIL – Kuwait	KD	INR
TCIL – KSA	SAR	INR
TCIL – Oman	OR	INR
TCIL – Sierra Leon	SLL	INR
TCIL – Algeria	DZD	INR
TCIL – Ethiopia	ETB	INR
TCIL – Botswana	BWP	INR
TCIL – Nepal	Nepalese Rupee	INR
TCIL – Bhutan	NU	INR
TCIL – UAE	AED	INR
TCIL – Qatar	QAR	INR
TCIL – Sri Lanka	LKR	INR

43. CORPORATE SOCIAL RESPONSIBILITY

In view of Companies (Corporate Social Responsibility Policy) Rules, 2014, the company does not have 'Net Profits' in terms of Rule 2(f) as defined in these rules and thus the company is not liable for undertaking CSR expenditure under section 135 of the Companies Act, 2013. However the company has incurred an expenditure of Rs 134.83 Lakhs on CSR activities during the year. Out of this an amount of Rs 121.55 Lakhs has been incurred in India as per DPE Guideline and Rs 13.28 Lakhs in Mauritius as per the local law requirement of Mauritius.

Disclosures pertaining to the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities issued by ICAI.

a) Breakup of various heads of expenses included in CSR expenditure:

S.No	Name of the Organization	Project Details	Year Ended March 31, 2018	Year Ended March 31, 2017
1	Swachh Bharat Kosh	Contribution to Swachh Bharat Kosh	23.00	25.20
2	Clean Ganga Fund	Contribution to Clean Ganga Fund	23.00	-
3	Telecom Sector Skill Council	Skill development through Telecom Sector Skill Council	27.44	20.16
4	5 School in UP. Implementing agency is TCIL.	Tele-education Network for delivering education in under developed regions	10.58	19.57
5	Jal Nigam Ghazipur Uttar Pradesh	Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh	33.03	-
6	CSR Overhead Expenditure		4.50	0.08
7	CSR Expenditure in Mauritius as per their local law.		13.28	14.61
	GRAND TOTAL		**134.83**	**79.62**

b) Additional disclosure in respect of CSR expenditure:

i) Gross amount spent by the company during the year ended is Rs 134.83 Lakhs (P.Y Rs 79.62 Lakhs).

ii) Details of amount spent during the year:

Particulars	Year Ended March 31, 2018			Year Ended March 31, 2017		
	In Cash	Yet to be paid in cash	Total	In Cash	Yet to be paid in cash	Total
i) Construction/ Acquisition of any Asset	-	-	-	-	-	-
ii) On purpose other than (i) above	134.83	-	134.83	79.62	-	79.62
Total	**134.83**	-	**134.83**	**79.62**	-	**79.62**

44. Balances of Debtors and Creditors including BSNL, MTNL, MPRRDA, PGCIL and Others are subject to confirmation and reconciliation.

45. The Company has not received any information from suppliers regarding their status under the Micro, Small and Medium enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/ payable as required under the said Act could not be ascertained.

46. There are no amount due from whole time Directors, Company Secretary including Chairman & Managing Director of the Company (As on March 31, 2017 – Nil).

47. A) Employee Benefit Expenses include remuneration paid to whole time Directors including Chairman & Managing Director: -

Description	Year Ended March 31, 2018	Year Ended March 31, 2017
Salaries and Allowances	149.83	104.26
Provident Fund Contribution	9.43	7.89
Medical Reimbursement	7.79	2.17

B) Chairman & Managing Director and Whole time Directors are also covered under Group Gratuity-cum-Life Assurance Scheme and Group Personal Accident Insurance Scheme for which premium of Rs 3.69 Lakhs (previous year Rs 3.14 Lakhs) has been paid by the Company as applicable under Rules of the Company.

48. (a) In Kuwait, transactions including purchase of assets in connection with the contracts have been carried out in the name of Agents/JV companies. The written down value (WDV) of Fixed Assets in the name of Agents/JV companies as of March 31, 2018 amounts to Rs 212.66 Lakhs (As on March 31, 2017 - Rs 246.38 Lakhs).

(b) The company has undertaken three projects on Built- Operate- Transfer (BOT) basis as per the Concession Agreement with the government authorities. Of the three, two are being operated through separate SPV's. Under the agreements, concession periods for toll collection or annuity payments range from 15 to 28 years. At the end of the said concession period, the entire facilities are to be transferred to the concerned government authorities.

(c) The Company is executing the Project for Supply, Installation and Maintenance services of Hardware, Peripheral devices, operating system and connectivity for rural information & communication Technology (ICT) Solution for Department of Posts (DOP), Govt. of India. The payment by DOP to the Company is linked to milestones. The Unbilled debtors as on 31.03.2018 include Rs. 21,998 Lakhs (Previous year Rs 7,759.05 Lakhs) in respect of this project due to payment milestones.

49. (a) The company made provision for all Regular CDA employees towards the 7th Pay Revision w.e.f. 01.01.2016 amounting to Rs 12.20 Lakhs during Financial Year 2015-16. Further provision of Rs 23.16 Lakhs & Rs 7.71 Lakhs has made during Financial Year 2016-17 and 2017-18 respectively

(b) The company is planning to introduce Defined Contribution Superannuation Pension Scheme for its regular employee's w.e.f. 01-04-2014. The company shall be contributing 5% of salary (Basic and Dearness Allowance) towards employer contribution. The company made provision amounting to Rs 456.52 Lakhs during Financial Year 2015-16. Further Provision of Rs 264.81 Lakhs & Rs 275 Lakhs has made during Financial Year 2016-17 and 2017-18 respectively.

(c) The company has decided to pay 20% perks on revised basic w.e.f. 01-01-2017 to employees on IDA pattern. Provision amounting to Rs 650 Lakhs, has been made in Books of Accounts for the Financial Year 2017-18 for the purpose. The existing perks @ 30% on pre revised basic shall be discontinued w.e.f. 01.01.2017

50. Investments in ventures in India and outside India are classified as long term investments and are valued as per Accounting Policy No.1.9. During the year, the company has received dividend of Rs 2,047.20 Lakhs from Joint Venture Companies.

51. MODIFICATION IN ACCOUNTING POLICY :

During the Year, the company has modified its accounting policy no 1.9 for making impairment provision in respect of investment in subsidiaries, Joint ventures and associates in India or outside India.

As per the existing policy, in case of such unquoted investments, if there is decline in the performance of the company for thirty six months, the investment is shown at the reduced value. Now the following policy has been inserted in respect of certain long gestation projects "in case of investment in venture having operating project with long gestation period, no impairment is made during the initial period in which the company is expected to make losses, till the time the entire loss is recouped, as per the approved feasibility report".

The above insertion in the accounting policy has resulted in the company not making impairment provision of Rs 1,957 Lakhs in respect of one investment in a subsidiary. However there is no impact in the earlier years.

52. During the year, the company has written back an amount of Rs 859.38 Lakhs (Previous Year Rs 2,390.86 Lakhs) towards liabilities / provisions made in earlier years, which are no longer required.

53. Disclosure as per IndAS-11 on "Construction Contracts" issued by the Institute of Chartered Accountants of India relating to Turnkey Contracts awarded to the Company

S. No.	Particular	2017-18	2016-17
1	Contract revenue recognized for the year	65,303.88	65,298.80
2	The aggregate amount of cost incurred and recognized profits (less recognized losses) in respect of work in progress upto the reporting date	310,377.36	246,149.97
3	Amount due from customers	78,806.86	57,291.80
4	Advances received from customers & outstanding as at the year-end.	22,130.31	16,238.01
5	Retention Money outstanding as at the year end	3,951.25	3,604.95

54. (a) Tamil Nadu Telecommunications Ltd (TTL), a subsidiary company is a sick company referred to erstwhile BIFR, and is under rehabilitation, and there is no certainty of realization of interest on amounts owed by them to the company.

As such, the company has not recognized interest for the year amounting to Rs 133.19 Lakhs (Previous Year Rs 137.41 Lakhs) on loan and interest of Rs 702.48 Lakhs (Previous Year Rs 638.40 Lakhs) on other outstanding, in compliance with Ind AS-18 'Revenue'.

(b) The company has given subordinated unsecured loans to its wholly owned subsidiaries TCIL Bina Toll Road Limited (TBTRL):Rs 7,318.95 Lakhs & TCIL Lakhnadone Toll Road Limited (TLTRL):Rs 3,476.15 Lakhs. As these subsidiary companies are operating project with long gestation period and are not generating sufficient cash surplus to pay interest on loan owed by them to the company, the company has decided not to recognise interest w.e.f.1st April 2017 till the time the recovery becomes certain. The interest for the year amounts to Rs 906.04 Lakhs (TBTRL: Rs 634.08 Lakhs & TLTRL: Rs 271.96 Lakhs).

55. DISCLOSURE AS PER INDAS-19

Employee Benefits:

a) Provident Fund

The Company contributes fixed percentage of basic pay every month to the Provident Fund, created under Indian Provident Fund Act 1976. The fund is managed by a separate trust, which invests the funds in permitted securities. The contribution to the fund for the period is recognized as expense and is charged to Profit and Loss Account. The obligation of the company is limited to such fixed contribution. However, the Trust is required to pay a minimum rate of interest on contribution to the members as prescribed by the said Act. The fair value of assets of the Fund including the returns on the assets thereof, as on the Balance Sheet date is greater than the obligations under the defined benefit plan. The total contribution of the company during the year is Rs 1103.60 Lakhs (Previous year Rs 1,022.31 Lakhs)

b) Gratuity

The Company has a defined Gratuity Plan. Every employee who has rendered continuous service of five years or more is entitled to get Gratuity of 15 days salary for each completed year of service subject to a maximum of Rs 20 Lakhs on superannuation, resignation, termination, and disablement or on death. The scheme is funded by Company and is managed by Trust namely "Telecommunications Consultants Employees Group Gratuity Trust" which has taken a Group Gratuity-cum-Life Assurance Policy from Life Insurance Corporation of India. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method.

The actual liability based on the actuarial valuation done by LIC and the demand raised by them is Rs 1,286.15 lakhs which has been charged to statement of Profit & loss.In addition to this, there is an expense amounting to Rs 142.54 Lakhs pertaining to the arrear payable to retired/resigned/death cases towards 3rd PRC. Hence the total provision made in accounts is Rs 1,428.69 Lakhs (Previous year Rs 108.62 lakhs).

c) Leave Encashment

The Company has Leave Encashment facility up to 300 days (Earned Leave plus Half Pay Leave) at the time of superannuation/ retirement during the year. During the year company had actually paid an amount of Rs 356.87 Lakhs and as per actuarial valuation the expenses to be recognized in profit & loss account is Rs 577.15 Lakhs. Based on Actuarial Valuation, the present value of obligation towards leave encashment as on 31-3-2018 is Rs 1,665.67 Lakhs.

However the company is having a provision of Rs 1,732.39 Lakhs as on 31.03.2018. The excess amount (Rs 1732.39- Rs 1665.67) i.e. Rs 66.72 Lakhs is due to excess provision made in earlier years. Management has decided not to withdraw the excess provision due to requirements, if any, in future.

d) Post Retirement Medical Scheme

The Company has a medical scheme for retired employees (who opted for company scheme) as per Accounting Policy No 1.17. The company has provided liability on this account on the basis of actuarial valuation.

The status of Gratuity (Funded), Leave Encashment and Post Retirement Medical Scheme based on actuarial valuation are as follows:

S. No.	Particular	Gratuity (Funded)	Leave Encashment (Unfunded)	Post Retirement Medical Scheme (Unfunded)
	Discount rate FY 16-17	7.32%	8.00%	8.00%
	Salary increase rate FY 16-17	3.00%	3.00%	3.00%
	Discount rate FY 17-18	7.50%	7.50%	7.50%
	Salary increase rate FY 17-18	3.00%	3.00%	3.00%
1.	**Change in present value of obligations**			
	Present value of obligations as at 01.04.2017	2,904.70	1445.39	735.07
	Interest cost	217.85	108.40	55.13
	Current service cost	181.99	242.14	0.00
	Benefits paid	(214.57)	(356.87)	(33.69)
	Actuarial (gain)/loss on obligations	304.24	226.61	187.62
	Present value of obligations as at 31.03.2018	3394.21	1665.67	944.13
2.	**Changes in the fair value of plan assets**			
	Fair value of plan assets as at 01.04.2017	2255.32	0	0
	Expected return on plan assets	169.15	0	0
	Contribution	99.46	0	0
	Benefits paid	(214.57)	0	0
	Actuarial gain/(loss) on plan assets	0	0	0
	Return on plan assets excluding interest income	(1.69)	0	0
	Fair value of plan assets as at 31.03.2018	2307.67	0	0
3.	**Fair value of plan assets**			
	Fair value of plan assets as at 01.04.2017	2255.32	0	0
	Actual return on plan assets	167.46	0	0
	Contributions	99.46	0	0
	Benefits paid	(214.57)	0	0
	Fair value of plan assets as at 31.03.2018	2307.67	0	0
	Funded / (Unfunded) status	(1086.54)	(1665.67)	(944.13)
4.	**Actuarial gain /loss recognized**			
	Actuarial (gain)/Loss as on 01.04.2017	0	0	0
	Return on Plan assets other than amounts included in net interest cost	1.69	0.00	0.00
	Actuarial (gain)/Loss on obligations	0	226.61	187.62
	Actuarial (gain)/Loss due to Experience Variance	304.24	0	0
	Actuarial (gain)/Loss recognized as on 31.03.2018	305.93	226.61	187.62

S. No.	Particular	Gratuity (Funded)	Leave Encashment (Unfunded)	Post Retirement Medical Scheme (Unfunded)
5.	**Amounts to be recognized in the Balance sheet and Statement of Profit & Loss**			
	Present value of obligations as at 31.03.2018	3394.21	1665.67	944.13
	Fair value of plan assets as at 31.03.2018	2307.67	0	0
	Funded status	2307.67	0	0
	Net assets/ (liability) recognized in balance sheet	(1086.54)	(1665.67)	(944.13)
6.	**Expenses recognized in the Statement of Profit & Loss**			
	Current service cost	181.99	242.14	0.00
	Interest cost	217.85	108.4	55.13
	Expected return on plan assets	(169.15)	--	--
	Net actuarial (gain)/loss recognized in the year	305.93	226.61	187.62
	Expenses recognized in the Statement of Profit & Loss	536.62	577.15	242.75
7.	**Break-up of Actuarial gain/loss**			
	Actuarial (gain)/loss on arising from change in demographic assumption	0	-	-
	Actuarial (gain)/loss on arising from change in financial assumption	0	-	-
	Actuarial (gain)/loss on arising from experience adjustment	304.24	226.61	187.62
8.	**Maturity profile of Defined Benefit Obligation**			
	1st Year	96.43	438.75	34.3
	2nd Year	1146.11	552.59	33.44
	3rd Year	461.44	513.7	32.53
	4th Year	429.33	470.63	31.59
	5th Year	352.04	454.22	30.6
	6th Year to 10th Year	2271.50	1208.09	136.82
	Over 10 year	7424.00	2238.12	263.82

56. SEGMENT REPORTING

The company's operating segments are organized and managed separately through the respective directors, executive directors and group general managers, according to the nature of products and services provided with each segment representing a strategic business unit. These business units are reviewed by respective directors of the company.

The amounts reported to directors are based on the accounting principles used in the preparation of financial statements as per IndAS. Segment's performance is evaluated based on segment revenue and segment result viz. profit or loss from operating activities before exceptional items. Accordingly, finance costs / income, non-operative expenses and exceptional items are not allocated to individual segment.

Inter segment pricing and terms are reviewed and changed by the management to reflect changes in market conditions and changes to such terms are reflected in the period change occurs.

Segment assets comprise assets directly managed by each segment and primarily include receivables, property, plant and equipment, capital work-in-progress, intangible assets, intangible assets under development, inventories, cash and cash equivalents, inter-segment assets. Segment liabilities primarily include operating liabilities. Segment capital expenditure comprises additions to property, plant and equipment and intangible assets.

The segment composition is identified as under: -

- Telecommunications Projects
- Civil / Infrastructure Projects
- Consultancy and Service Contracts
- Trading Activities.
- Other Operating Revenue.

Segments Revenue, Results, Assets and Liabilities include amounts identified to each segment. Other unallocable Expenditure includes Revenue and Expenses which are not directly identifiable to the individual segments.

(i) Operating Segment Information:

Company's segment information pursuant to IndAS-108 on 'Operating Segment' issued by the Institute of Chartered Accountants of India as at and for the year ended 31st March, 2018 is as follows:-

(Rs. in Lakhs)

	Particulars	Telecommunications Projects		Civil /Infrastructure Projects		Consultancy and Service contracts		Trading activities		Other Operating Revenue		Unallocable		TOTAL	
		2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
1	**A. SEGMENT REVENUE**														
	External Turnover	45,479.79	54,324.72	19,824.09	10,974.08	34,309.48	34,446.01	21,333.42	11,513.82	2,315.74	2,645.96	-	-	123,262.52	113,904.59
	Inter Segment Turnover	-	-	-	-	-	-	-	-			-	-	-	-
	Total	**45,479.79**	**54,324.72**	**19,824.09**	**10,974.08**	**34,309.48**	**34,446.01**	**21,333.42**	11,513.82	2,315.74	2,645.96	-	-	**123,262.52**	**113,904.59**
2	**Segment Result before Interest, Taxes and Other Adjustments**	**11,686.66**	**16,191.90**	**408.98**	**(746.33)**	**7,068.09**	**8,419.88**	**2637.25**	**930.81**	**2,315.74**	**2,645.95**	**(8,873.92)**	**(5,222.33)**	**15,242.80**	**22,219.88**
	Less: Interest Expense	517.12	90.91	-	-	3.24	70.97	-	-	-	-	474.29	680.05	994.65	841.93
	Add: Interest Income	1.44	1.35	19.39	21.64	3.10	1.46	-	-	-	-	275.51	172.91	299.44	197.36
	Add: Prior period income (net)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Add: Other Income/ (Expenses)	(3,315.31)	(9,464.04)	(622.65)	(410.07)	(1,914.58)	(3,721.75)	-	-	-	-	(4,689.66)	**(1,712.02)**	(10,542.20)	(15,307.88)
	Add: Exceptional Item	-	-		-	-	-		-		-		-	-	-
	Profit before tax	**8,889.91**	**6,820.12**	**-194.28**	**-1,134.76**	**5,159.85**	**4,770.56**	**2,637.25**	**930.81**	**2,315.74**	**2,645.95**	**-12,813.78**	**-6,081.39**	**5,994.69**	**7,951.29**
	Current tax	-	-	-	-	-	-	-	-	-	-	1,286.33	1,753.80	1,286.33	1,753.80
	Fringe Benefit Tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Deferred Tax	-	-	-	-	-	-	-	-	-	-	(353.45)	(945.61)	(353.45)	(945.61)
	Profit after tax	**8,889.91**	**6,820.12**	**(194.28)**	**(1,134.76)**	**5,159.85**	**4,770.56**	**2,637.25**	**930.81**	**2,315.74**	**2,645.95**	**(13,746.66)**	**(6,889.58)**	**5,061.81**	**7,143.10**
	Other Comprehensive Income	-	-	-	-	-	-	-	-	-	-	-1,310.86	-176.07	(1,310.86)	(176.07)
	Total Comprehensive Income net of Tax	**8,889.91**	**6,820.12**	**(194.28)**	**(1,134.76)**	**5,159.85**	**4,770.56**	**2,637.25**	**930.81**	**2,315.74**	**2,645.95**	**(15,057.52)**	**(7,065.65)**	**3,750.95**	**6,967.03**
3	**Other Information**														
	Segment Assets	114,836.85	106,927.82	33,624.45	28,859.40	40,136.57	45,022.94	19,007.17	15,877.60	693.60	-	68,185.32	45,402.83	276,483.96	242,090.59
	Segment Liabilities	78,609.84	77,651.72	42,557.22	33,536.31	40,229.72	37,598.18	20,135.01	15,592.77	996.44	-	32,165.59	18,820.02	214,693.82	183,199.00
	Capital Expenditure	58.61	410.07	21.76	7.90	23.20	473.13	2.53	-	-	-	188.80	78.24	294.90	969.34
	Depreciation	145.64	270.26	218.54	285.71	626.53	773.30	0.55	-	-	-	321.79	117.92	1,313.05	1,447.19

Note: (i) Capital Expenditure pertains to gross additions made to Fixed Assets during the year

(ii) Segment assets include Fixed Assets, Capital Work in progress, current assets and Loans and Advances

(iii) Segment liabilities include Secured Loans, Unsecured loans, Current Liabilities and Provisions

(iv) The figures for International operations are also included in above.

(ii) Geographical Segment Information:

(Rs in Lakhs)

S. No.	Particulars	2017-18	2016-17
1.	**Segment Revenue - External Turnover**		
	- Within India	84,974.58	76,167.64
	- Outside India		
	KSA	22,684.10	19,556.13
	Others	15,603.84	18,180.82
	Total Revenue	123,262.52	113,904.59
2.	**Segment Assets**		
	- Within India	2,724,521.02	200,659.04
	- Outside India		
	KSA	20,019.49	17,999.96
	Others	20,343.35	23,431.60
	Total Assets	2,764,883.86	242,090.60
3.	**Segment Liability**		
	- Within India	189,965.45	155,507.11
	- Outside India	24,728.37	27,691.89
	Others		
	Total Liability	214,693.82	183,199.00
4.	**Capital Expenditure**		
	- Within India	40.14	231.03
	- Outside India		
	KSA	146.26	686.57
	Kuwait	87.68	47.63
	Others	20.82	4.11
	Total Expenditure	294.90	969.34

57. DISCLOSURE PURSUANT TO INDAS-24 "RELATED PARTY DISCLOSURES" ISSUED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA

A. Key Management Personnel:

i) Chairman & Managing Director

Sh. A. Seshagiri Rao from 28/08/2017 (Afternoon)
Sh. A. K.Gupta (Additional Charge as CMD from 01/02/2016 till 28/08/2017, Forenoon)

ii) Wholetime Directors

Sh. A.K. Gupta, Director (Finance) retired on 30.11.2017
Sh. Narendra Jain, Director (Finance) from 27.03.2018
Sh. Rajesh Kapoor, Director (Technical) retired on 31.01.2018
Sh. Rajiv Gupta, Director (Projects) (additional charge of Director (Finance) from 01.12.2017 to 26.03.2018)

iii) Company Secretary

Sh. Narendra Jain, up to 03.12.2017
Sh. A. V. V. Krishnan from 04.12.2017

B. Subsidairy Companies

Tamil Nadu Telecommunications Ltd (TTL)
TCIL Oman LLC
TCIL Bina Toll Road Limited (TBTRL)
TCIL Lakhnadone Toll Road Limited (TLTRL)

C. Associate Companies / Joint Venture Companies

TBL International Limited (TBL)
Bharti Hexacom Limited (BHL)
United Telecom Limited (UTL)
Telecommunications Consultants Nigeria Limited (TCNL)
Intelligent Communication Systems India Limited (ICSIL)

Disclosure in Respect of Related Party Transactions during the year :

(Rs in Lakhs)

Particulars	TTL		ICSIL		TBL		BHL		UTL		TCIL BINA TOLL ROAD LTD		TCIL LAKHNADONE TOLL ROAD LTD		TCIL OMAN LLC		TCNL		Joint Venture/ Subsidairy Cos.		Key Mgmt. Personnel including relative		Total	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Description of nature of transactions																								
Turnover	80.00	99.28		-	-	-	-	-	-	62.50	-	-	-	-	-	-	-	-	80.00	161.78	-	-	80.00	161.78
Other Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Purchase of Material	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub Contractors payment	-	-	-	-	16.10	63.45	-	-	-	-	-	-	-	-	-	-	-	-	16.10	63.45	-	-	16.10	63.45
Employees Remuneration & Benefits	-	-	-	-	-	-	-	-	-	17.56	-	-	-	-	-	-	-	-	-	17.56	189.61	140.03	189.61	157.59
Other Expenses	-	-	-	-	-	-	-	-	-	11.15	-	-	-	-	-	-	-	-	-	11.15	-	-	-	11.15
Purchase of Fixed Assets	-	-	-	-	-	-	-	-	-	0.72	-	-	-	-	-	-	-	-	-	0.72	-	-	-	0.72
Dividend/Interest Income	-	-	7.20	7.20	-	-	2,040.00	5,775.00	-	-	-	-	-	-	-	-	-	-	2,047.20	5,782.20	-	-	2,047.20	5,782.20
Debtors and other receivables as at year end	7,290.10	6,817.70	-	0.72	-	-	-	-	62.50	74.57	7,318.95	6,885.90	3,476.15	2,874.85	0.36	2.57	-	-	18,148.06	16,656.31	-	-	18,148.06	16,656.31
Creditors and other payables as at year end	142.96	141.92	19.12	23.12	65.54	94.89	-	-	-	-	-	-	-	-	-	-	-	-	227.62	259.93	-	-	227.62	259.93
Bank/Corporate Guarantees Given	432.90	453.89	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	432.90	453.89	-	-	432.90	453.89
Amount written off	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Provision for doubtful debts	-	3,751.61	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3,751.61	-	-	-	3,751.61

58. DISCLOSURE IN RESPECT OF JOINT VENTURES AS PER REQUIREMENT OF INDAS-112 "DISCLOSURE OF INTEREST IN OTHER ENTITIES" ISSUED BY THE "INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA"

List of Jointly controlled entities/companies and their ownership particulars are given hereunder :

Name of JV Company	% of ownership of TCIL	% of ownership of Voting Power	Description of Interest
Bharti Hexacom Limited	30.00%	30.00%	Jointly controlled entity
TBL International Limited	44.94%	44.94%	Jointly controlled entity
United Telecom Limited	26.66%	26.66%	Jointly controlled entity
Telecommunications ConsultantsNigeria Limited (TCNL) (Dormant Company)	40.00%	40.00%	Jointly controlled entity
Intelligent Communication Systems India Limited (ICSIL)	36.00%	36.00%	Jointly controlled entity

Share of Assets, Liabilities, Income & Expenditure etc.

Particulars	Bharti Hexacom Limited		TBL International Limited		United Telecom Ltd.		TCNL		ICSIL	
	Audited	Audited	Unaudited	Audited	Unaudited	Unaudited	-	-	Unaudited	Audited
Year Ending	**31-Mar-18**	**31-Mar-17**	**31-Mar-18**	**31-Mar-17**	**31-Mar-18**	**31-Mar-17**	**31-Mar-18**	**31-Mar-17**	**31-Mar-18**	**31-Mar-17**
Share of Assets	310,410.00	288,423.00	200.44	201.05	1,356.93	1,605.16	-	-	3,550.98	3,501.57
Share of Liabilities	115,731.00	87,939.00	12.87	14.12	1,030.17	898.86	-	-	2,711.62	2,839.36
Share of Income	132,543.00	153,939.00	18.64	41.44	55.84	163.57	-	-	5,384.25	5,321.16
Share of Expenses	137,826.00	124,554.00	17.44	23.32	1,659.60	1,421.36	-	-	5,130.92	5,123.46
TCIL's share in contingent liability of JV Co.	22,080.00	25,434.00	-	-	-	-	-	-	-	-
Contingent liability for jointly controlled company incurred by TCIL	-	-	-	-	-	-	-	-	-	-
Contingent Liability in regard to other ventures incurred by TCIL	-	-	-	-	-	-	-	-	-	-
TCIL's share in capital commitment of Joint Venture Company	-	-	-	-	-	-	-	-	-	-
Capital commitment for Joint Venture Co. incurred by TCIL	-	-	-	-	-	-	-	-	-	-

59. DISCLOSURE AS PER INDAS-17

Operating Leases

The Company has taken office space, accommodations for staff and space for stores on lease. These are classified as operating leases. Lease payments in respect of office space and stores amounting to Rs 1,133.25 Lakhs (Previous year Rs 1,094.82 Lakhs) are shown under Note 32 'Administrative and Other Expenses'. Lease payments in respect of accommodations for staff amounting to Rs 659.11 Lakhs (Previous year Rs 454.67 Lakhs) form part of Note 30 'Employee Benefits Expense'. These operating leases are cancellable and generally renewed on yearly basis.

Financial Leases

Non current financial liabilities – Others (Note 18) includes, lease obligation of Rs 599.53 Lakhs relating to the land taken on non-cancellable lease by the company during March 1998 for 99 years, which has been classified as financial lease as per the requirement of IndAS-17.

Gross Lease rentals payable and Present value of Minimum Lease Payments (MLP) for each of the periods are as under: -

Particulars	As on 31st March 2018		As on 31st March 2017	
	Gross Lease Rentals Payable	Present Value of MLP	Gross Lease Rentals Payable	Present Value of MLP
Not later than one year	65.97	0.02	65.97	0.02
Later than one year and not later than five years	263.88	0.09	263.88	0.08
Later than five years	4,870.90	599.42	4,936.87	599.44

60. BASIC & DILUTED EARNINGS PER SHARE

In compliance with IndAS-33 "Earning Per Share" issued by the Institute of Chartered Accountants of India, the elements considered for computation of Earnings Per Share (Basic & Diluted) are as under:

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Profit After Tax	4,608.14	7,082.17
Weighted Average number of Equity Shares used for computing Earnings Per Share (Basic & Diluted)	59,200,000	59,200,000
Earnings Per Share (Basic & Diluted) (Rupees)	7.78	11.96
Face Value Per Share (Rupees)	10	10

61. a) The reconciliation of the estimated tax expense at statutory income tax rate to income tax expense reported in the statement of profit and loss is as follows:

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Profit/(loss) before income taxes	**5,994.68**	**7,951.29**
Tax at Company's statutory income tax rate of 34.608% (PY: 34.608%)	2,074.64	2,751.78
Adjustments in respect of allowances / disallowances		
Tax impact of exempted income	(708.49)	(2,001.10)
Tax impact of expenses which are disallowed	561.07	1,151.03
Tax impact of expenses which are allowed as per Income Tax act	(675.37)	(88.16)
Total Current Tax as per Statement of Profit & Loss	**1,251.85**	**1,813.55**

b) Significant components of net deferred tax liabilities / (assets) for the year ended March 31, 2018 are as follows:

Particulars	Opening Balance as on 01.04.2017	Recognised/ Reversed through Profit and Loss	Recognised/ Reversed through Other Comprehensive income	Closing Balance as on 31.03.2018
Deferred Tax Liabilities/ (Asset) in relation to :				
Difference between book base and tax base of Property, plant & equipment	1,925.00	(213.63)	-	1,711.37
Allowance for expected credit loss	(3,245.68)	(26.78)	-	(3,272.46)
Effect of expenditure debited to statement of profit and loss but allowed for tax purposes on payment basis	(526.65)	(74.63)	-	(601.28)
Others	(539.30)	(40.83)	-	(580.13)
Net Deferred Liabilities/ (Asset)	**(2,386.63)**	**(355.87)***	-	**(2,742.50)**

* Includes exchange gain of Rs 2.42 Lakhs on conversion of foreign branches Deferred Tax.

62. IN ACCORDANCE WITH IND AS–37, PARTICULARS OF PROVISIONS ARE AS UNDER:

Particulars	Gratuity	Leave Encashment	Retirement Emp. Med. Scheme	Provision for Income Tax
Opening Balance as on 01.04.2017	108.62	1,512.11	735.07	3,435.88
Addition during the Year	1428.69	577.15	242.75	1251.85
Withdrawn during the Year	-	-	-	-
Paid/Adjusted/Written Off during the Year	(108.62)	(356.87)	(33.69)	(274.67)
Closing Balance as on 31.03.2018	1428.69	1732.39	944.13	4413.06

Particulars	Provision for Doubtful Debts	Provision for Doubtful Advance	Provision for losses in unfinished projects	Provision for Dimunition in value of Investment
Opening Balance as on 01.04.2017	6,283.70	3,094.71	110.36	1,343.01
Addition during the Year	67.77	-	-	123.12
Withdrawn during the Year	-	-	-	-
Paid/Adjusted/Written Off during the Year	8.96	0.67	(5.26)	-
Closing Balance as on 31.03.2018	6360.43	3095.38	105.10	1466.13

63. Previous year figures have been realigned/recast/regrouped wherever considered necessary.

These are the Notes referred to in Balance Sheet and Statement of Profit and Loss

For and on behalf of the Board of Directors

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

STATEMENT OF
CONSOLIDATED ACCOUNTS

Hingorani M & Co.
Chartered Accountants
PAN: AAAFH3312E
GSTIN: 07AAAFH3312E1Z2

35, Netaji Subhash Marg
Darya Ganj, New Delhi -110002,
Tel: 011-4106 8129, 2326 8129

INDEPENDENT AUDITOR'S REPORT

To the Members of Telecommunications Consultants India Limited

Report on the Consolidated Ind AS Financial Statements

1. We have audited the accompanying consolidated Ind AS financial statements of Telecommunications Consultants India Limited (hereinafter referred to as "the Holding Company) and its subsidiaries (collectively referred to as "the Group"), its joint ventures and associates, comprising the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group, including share of its joint ventures and associates, in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, its joint ventures and associates, and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

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

4. 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 consolidated Ind AS financial statements are free from material misstatement.

5. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also

includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

6. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 including the Ind AS, of the consolidated state of affairs (financial position) of the Group, its joint ventures and associates as at 31st March 2018 and its consolidated loss (financial performance including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year then ended, except in respect of one subsidiary, whose financial statements reflect total assets of Rs. 2174.38 lakhs as on 31st March, 2018, total revenues of Rs. 160.69 lakhs and net cash flows of Rs. 23.93 lakhs for the year ended on that date, the company has not recognized the following financial liability / asset at Fair value in terms of Ind AS 109 (including comparative figures as of 31st March 2017):

   i. Amounts due to Fujikura Limited amounting to Rs. 189.66 Lakh; and
   ii. Trade Receivables (considered good) amounting to Rs. 743.53 Lakh.

   We are informed that the effect of above matter does not have material impact on the consolidated Ind AS financial statements of the Group.

Other Matters

8. We did not audit the financial statements of 3 subsidiaries, whose financial statements reflect total assets of Rs. 22490.34 lakhs as at 31st March, 2018, total revenues of Rs. 1190.72 lakhs and net cash flows amounting to Rs. 18.81 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Group's share of net loss of Rs. 5805.00 Lakhs for the year ended 31st March, 2018, in respect of 1 joint venture , whose financial statements / financial information have not been audited by us.

   These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as its relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates is based solely on the reports of the other auditors.

9. We have also considered the unaudited financial statements of one subsidiary entity, whose financial statements reflect total assets of Rs. 255.10 lakhs as at 31st March, 2018, total revenues of NIL and net cash flow amounting to Rs. (-) 1.85 Lakh for the year ended on that dates, which have not been audited as on date of consolidation. The consolidated Ind AS financial statements also include the Group's share of net profit of Rs. 165.08 Lakhs for the year ended 31st March, 2018, in respect of 3 joint ventures , whose financial statements / financial information have not been audited as on the date of consolidation.

   In our opinion and according to the information and explanations given to us by the management, these financial statements are not material to the Group.

10. Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and reports of the other auditors and the financial statements certified by the management.

Emphasis of Matter

11. In respect of one subsidiary, whose financial statements reflect total assets of Rs. 2174.38 lakhs as on 31st March, 2018, total revenues of Rs. 160.69 lakhs and net cash flows of Rs. 23.93 lakhs for the year ended on that date, the accumulated losses of Rs. 14274.51 lakhs have eroded the Net Worth of the Subsidiary, indicating the existence of material uncertainty that may cast a doubt about the Subsidiary's ability to continue as a Going Concern. The Subsidiary has incurred a loss of Rs. 1419.98 lakhs for the year under audit.

Report on Other Legal and Regulatory Requirements

12. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and other financial information of subsidiaries, joint ventures and associates as noted in the 'other matters' paragraph, we report, to the extent applicable, that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

    b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

    c. The consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

    d. In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with companies (Indian Accounting Standards) Rules, 2015, as amended.

    e. On the basis of the reports of the statutory auditors of joint ventures and associates incorporated in India, none of the directors of joint ventures and associate companies incorporated in India is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act. We are informed that the provisions of Section 164(2) of the Act are not applicable to the Holding Company and its subsidiary companies incorporated in India being Government companies in terms of notification no. G.S.R.463(E) dated 5th June 2015 issued by Ministry of Corporate Affairs.

    f. With respect to the adequacy of the internal financial controls over financial reporting of the Holding company, its subsidiary companies, associate companies and jointly controlled entities incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure 1".

    g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, to the extent applicable, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary companies, joint ventures and associates, as noted in the 'other matters' paragraph:

    i. The Consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures and associates - Refer to the consolidated

Ind AS financial statements.

ii. Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, joint ventures and associates incorporated in India.

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

Dated: 09.08.2018
Place: New Delhi

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 12(f) under the heading "Report on other Legal and Regulatory Requirements' section of our report of even date)

Report on Internal Financial Controls over Financial Reporting under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March 2018, we have audited the financial controls over financial reporting of **Telecommunications Consultants India Limited** (hereinafter referred to as "the Holding Company" and its subsidiary companies (collectively referred to as "the Group") its joint ventures and associates, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company, its subsidiary companies, joint ventures and associates, which are companies incorporated in India, have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 3 subsidiary companies and 1 joint ventures companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

Dated: 09.08.2018
Place: New Delhi

Consolidated Balance Sheet as at March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017
ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipment	3	5,256.48	6,261.21
(b) Other Intangible Assets	4	24,527.30	24,461.40
(c) Intangible assets under development		-	668.11
(d) Financial Assets			
(i) Investments	5	195,705.98	201,345.92
(ii) Trade Receivables	6	2,149.45	974.80
(iii) Loans	7	167.33	191.23
(iv) Others	8	0.12	0.10
(e) Deferred Tax Assets (Net)	20	2,742.50	2,386.63
		230,549.16	**236,289.40**
(2) Current Assets			
(a) Inventories	9	1,327.18	1,051.86
(b) Financial Assets			
(i) Trade Receivables	10	106,593.85	108,677.36
(ii) Cash & Cash Equivalents	11	16,703.68	8,561.18
(iii) Other Bank Balances	12	338.18	394.07
(iv) Loans	13	3,346.70	1,908.09
(c) Current Tax Assets (Net)	14	2,363.14	3,052.34
(d) Other Current Assets	15	99,894.37	73,890.46
		230,567.10	**197,535.36**
Total Assets		**461,116.26**	**433,824.76**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	2A	5,920.00	5,920.00
(b) Other Equity	2B	234,298.14	237,446.07
Equity attributable to the Owners of Company		240,218.14	243,366.07
(c) Non Controlling Interest		(4,323.81)	(3,599.80)
Total Equity		**235,894.33**	**239,766.27**
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	11,470.10	16,274.18
(ii) Trade Payables	17	-	284.74
(iii) Other Financial liabilities	18	1,066.52	1,182.55
(b) Provisions	19	2,496.11	2,177.92
		15,032.73	**19,919.39**

Consolidated Balance Sheet as at March 31, 2018 (contd...)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	2,856.36	38.20
(ii) Trade Payables	22	124,905.26	107,429.95
(iii) Other Financial liabilities	23	40,814.08	36,455.18
(b) Other Current liabilities	24	25,921.42	18,983.97
(c) Provisions	25	15,692.08	11,231.80
		210,189.20	**174,139.10**
Total Equity & Liabilities		**461,116.26**	**433,824.76**
Significant Accounting Policies	1		

The accompanying notes form an intergral part of the consolidated financial statements

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

For and on behalf of the Board of Directors

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

Consolidated Statement of Profit & Loss for the year ended March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
INCOME			
Revenue from Operations	26	124,374.03	114,748.46
Other Income	27	2,820.80	6,463.54
Total Revenue		**127,194.83**	**121,212.00**
OPERATING EXPENDITURE			
Cost of Materials Consumed	28	8,764.05	12,126.06
Purchases of Stock-in-Trade		18,696.17	10,582.90
Change in Inventories of Stock in Trade	29	7.97	38.16
Sub-Contracts Expenditure		57,287.41	50,498.84
Personnel Expenditure	30	22,450.09	19,335.32
Finance Costs	31	1,963.72	2,294.80
Depreciation and Amortisation Expense	3	1,684.06	1,730.20
Administrative and Other Expenses	32	11,293.71	16,260.15
Corporate Social Responsibility Expenses		134.83	79.62
Provisions made		67.79	1,846.81
Total Expenses		**122,349.80**	**114,792.86**
Profit before share of profit of jointly controlled entity and tax		4,845.03	6,419.14
Exceptional and extraordinary items		2.16	47.41
Share of Profit/ (Loss) of jointly controlled entities (net of tax)		(5,639.92)	12,987.75
PROFIT / LOSS BEFORE TAX		**(797.05)**	**19,359.48**
Tax Expense	33		
- Current Tax		1,740.00	1,814.73
- Deferred Tax		(353.45)	(945.61)
Total of Tax Expense		**1,386.55**	**869.12**
Profit / (Loss) for the period (A)		(2,183.60)	18,490.36
Less:- Share of Profit / (Loss) to Non controlling Interest		(734.73)	(805.43)
Profit / (Loss) attributable to Owners of the Company		**(1,448.87)**	**19,295.79**
Other Comprehensive Income / (Loss)			
(i) Items that may be re-classified to Profit & loss			
Exchange difference arising on translating foreign operations		(590.15)	(3.73)
Income Tax effect	33	204.43	-
Net other Comprehensive Income / (Loss) to be reclassified to profit & loss in subsequent periods		(385.72)	(3.73)

Consolidated Statement of Profit & Loss for the year ended March 31, 2018 (contd..)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
(ii) Items that will not be reclassified to Profit & Loss			
Acturial Gains/(Losses) on defined benefit plans		(710.08)	(223.54)
Income Tax effect	33	249.24	60.93
Net other Comprehensive Income / (Loss) not to be reclassified to profit & loss in subsequent periods		(460.84)	(162.61)
Other Comprehensive Income / (Loss) net of tax (i+ii) (B)		(846.56)	(166.34)
Less:- Share of Other Comprehensive Income / (Loss) to Non controling Interest		10.48	(24.21)
Other Comprehensive Income / (Loss) attributable to Owners of the Company		(857.04)	(142.13)
Total Comprehensive Income/ (Loss) attributable to:			
Owner of the Company		(2,305.91)	19,153.66
Non controlling Interest		(724.25)	(829.64)
Total Comprehensive Income/(Loss) for the year (A+B)		(3,030.16)	18,324.02
Earnings per equity share:			
- Basic		(2.45)	32.59
- Diluted		(2.45)	32.59
Significant Accounting Policies	1		

The accompanying notes form an intergral part of the consolidated financial statements

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

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

Consolidated Cash Flow Statement for the year ended March 31, 2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
A CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit before taxation as per statement of Profit & Loss	(797.05)	19,359.48
- Extraordinary Items	-	-
Net profit before taxation , and extraordinary items	(797.05)	19,359.48
Adjustments for :		
- Depreciation & Amortisation Expenses	1,684.07	1,730.20
- Foreign Exchange Loss / Gain	(590.15)	(3.73)
-Loss / Profit on Sale of Assets/ Scrapping of Assets	95.97	82.79
- Interest Income	(288.15)	(198.61)
- Dividend Income	(2,047.20)	(5,782.20)
- Interest Expenses	1,862.62	2,228.85
- Provision for Doubtful Debts / Advances	67.79	1,846.81
- Bad Debts Written Off	154.91	519.30
- Provision for Losses in unfinished projects	-	-
- Acturial Gain / Loss on Defined Benefit Plan	(710.08)	(199.33)
Operating profit before working capital changes	(567.27)	19,583.56
Adjustments for :		
- Change in Sundry Debtors	686.18	(15,474.25)
- Change in Inventories	(275.33)	423.85
- Change in Trade payable	17,190.57	7,381.86
- Change in Other Current/ Non Current Liabilities & Provisions	17,424.92	9,583.60
- Change in Other Current / Non Current assets	(27,421.08)	(4,730.91)
Cash generated from operations	7,037.99	16,767.71
- Unrealised Foreign Exchange	-	-
- Income taxes paid	(597.13)	(1,222.11)
Cash Flows before extraordinary item	6,440.86	15,545.60
- Extraordinary Items	-	-
Net cash from operating activities - (A)	6,440.86	15,545.60
B CASH FLOWS FROM INVESTING ACTIVITIES		
- Purchase of Fixed assets including FX Gain /Loss	(1,291.55)	(8,963.34)
- Proceeds from sale of equipment	450.32	206.18
- Proceeds / Capitalization of Intangible assets under Development	668.11	7,027.08
- Change in Investment	5,639.94	(12,987.75)
- Change in Other Bank balances	55.90	(155.56)
- Interest received	288.15	198.61
- Dividend received	2,047.20	5,782.20
Net cash from (used in) investing activities - (B)	7,858.07	(8,892.58)
C CASH FLOWS FROM FINANCING ACTIVITIES		
- Proceeds from issuance of Share Capital	-	-
- Proceeds from Long-Term Borrowings	(3,441.41)	(2,814.01)
- Interest paid	(1,862.62)	(2,228.85)
- Dividend paid	(852.40)	(439.54)
Net cash used in / from financing activities - (c)	(6,156.43)	(5,482.40)

Consolidated Cash Flow Statement for the year ended March 31, 2018 (contd...)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
NET INCREASE / (DECREASE) IN CASH & BANK BALANCES - (A+B+C)	8,142.50	1,170.62
Cash and Bank balances at beginning of period	8,561.18	7,390.56
Cash and Bank balances at end of period	16,703.68	8,561.18
NET INCREASE / (DECREASE) IN CASH & BANK BALANCES	8,142.50	1,170.62

Notes :

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statement of Cash Flows".

2. Cash and cash equivalents at the end of the period include deposit with banks Rs. 3.59 Lakhs (Previous year Rs. 1.87 lakhs) held by foreign branches which are not freely repatriable to the company because of currency exchange restriction, however amounts are held in continuing projects towards local expenditure of projects.

3. The undrawn borrowing facilities available for future operating activities and to settle capital commitments at 31st March 2018 amount to Rs. 6649.22 Lakhs (Previous year Rs. 21,462 Lakhs).

4. Figures in the brackets denotes negative value.

5. Previous year figures have been realigned / recast / regrouped wherever necessary

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

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

(Pardeep Kumar)
Partner
M.No. 085630

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(All amounts are in Rupees in Lakhs, unless otherwise stated)

A : EQUITY SHARE CAPITAL

Balance as at the beginning of reporting period - April 1, 2017	Changes in Equity Share Capital during the year 2017-18	Balance as at March 31, 2018
5,920	-	5,920

B. OTHER EQUITY

Particulars	Share application money pending allotment	Securities Premium Reserve	Capital Restructuring Reserve	General Reserves	Other Reserves	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	Other items of other Comprehensive incomes	Total	Non Controling Interest
Balance at the end of reporting period March 31, 2017		**48.22**	**480.11**	**55,284.02**	-	**183,918.04**	**(2,000.85)**	**(283.47)**	**237,446.07**	**(3,599.80)**
Total comprehensive income for the year						(1,448.87)	**(385.72)**	**(460.84)**	(2,295.43)	**(724.25)**
Less: Dividends paid in current year						852.40			852.40	
Transfer to retained Earnings						(2,301.27)	(385.72)	(460.84)	(3,147.83)	(724.25)
Any Other Change / Adjustment						(11.66)		11.56	(0.10)	0.24
Balance at the end		48.22	480.11	55,284.02	-	181,605.11	(2,386.57)	(732.75)	234,298.14	(4,323.81)
Transfer to General Reserve				3,755.74		(3,755.74)				
Balance at the end of reporting period March 31, 2018		**48.22**	**480.11**	**59,039.76**	-	**177,849.37**	**(2,386.57)**	**(732.75)**	**234,298.14**	**(4,323.81)**

This is the Statement of Change in Equity referred to in our report of even date

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn. No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

Date: 09.08.2018
Place: New Delhi

N. Jain
Director (Finance)
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A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Notes Forming Part of the Consolidated Financial Statements for the year ended March 31, 2018

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF ACCOUNTING AND PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS:

Basis of accounting

i. These Consolidated Financial Statements (hereinafter referred to as 'Consolidated Financial Statements') of Telecommunications Consultants India Limited ('the Company') and its subsidiaries and its Jointly controlled entity (hereinafter referred to as 'the Group'), have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act and accounting principles generally accepted in India.

Functional and Presentation Currency

ii. These consolidated financial statements are presented in Indian rupees, which is the functional currency of the parent company. All financial information presented in Indian rupees has been rounded to the nearest lakh, except otherwise indicated.

Basis of measurement

iii. These Consolidated Financial statements are prepared under the historical cost convention unless otherwise indicated.

a. Use of estimates and judgments

The preparation of the financial statements in conformity with IND AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the company financial statements is included in the following notes:

- Classification of finance lease.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

- Recoverable amount of Trade and other receivables.
- Provisions.
- Tax calculations

1.2 PRINCIPLES OF CONSOLIDATION:

Subsidiaries

Subsidiaries are all entities (including special purpose entities) that are controlled by the company. Control exists when the company is exposed to, or has rights, to variable returns from its involvement with the entity, and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. The financial statements of the company and its subsidiaries and jointly controlled entity have been consolidated using uniform accounting policies for like transactions and other events in similar circumstances as mentioned in those policies.

Upon loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognized in the Consolidated Statement of Profit and Loss. If the company retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity accounted investee depending on the level of influence retained.

Associates and Joint Ventures (Equity Accounted Investees)

Associates are those entities over which the company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the entities but is not control or joint control of those policies. Significant influence is presumed to exist when the company holds more than 20% of the voting power of another entity. Joint arrangements are those arrangements over which the company has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions. Investments in associates and jointly controlled entities are accounted for using the equity method (equity accounted investees) and are initially recognized at cost. The carrying value of the company's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The company does not consolidate entities where the non-controlling interest ("NCI") holders have certain significant participating rights that provide for effective involvement in significant decisions in the ordinary course of business of such entities. Investments in such entities are accounted by the equity method of accounting. When the company's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to zero and the recognition of further losses is discontinued except to the extent that the company has an obligation or has made payments on behalf of the investee.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealized gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Company's interest in the investee.

Non-controlling interests ("NCI")

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

1.3 RECOGNITION OF INCOME/EXPENDITURE

A) Consultancy Contracts

a) On completion of respective activity, where the Contract envisages activity wise completion.

b) 90% of the contract value on submission of report and balance 10% on its acceptance.

c) For incomplete activities, the project expenditure is adjusted on pro-rata basis through work-in-progress.

B) Service Contracts

In the case of service contracts on the basis of actual period of services rendered up to the end of year by correlating expenditure incurred there- against.

C) Trade Income

Trade income is accounted for on the basis of sales bills raised subject to completion of sales after client clearance.

D) Turnkey Projects (Including cost plus contracts)

Where contract for works and material is one unit and for works in other contracts, by taking proportion that costs to date bear to the latest estimated total cost through work in progress including total attributable profits.

In evaluating Work-in-Progress, agency commission, sponsorship fee and borrowing costs being specific for the contract are included in the cost while HO expenses which include Bonus, Productivity Linked Reward etc. and local Income Tax abroad are not considered for the purpose of costs incurred and total estimated costs.

E) Build-Operate-Transfer (BOT) projects:

i. Revenue relatable to construction services rendered in connection with BOT projects undertaken by the company is recognized during the period of construction using percentage completion method.

ii. Revenue relatable to toll collections of such projects from users of facilities is accounted when the amount is due and recovery is certain.

iii. License fees for way-side amenities are accounted on accrual basis.

Notes:

a. Where a contract for supply of material and for works is not a single unit, revenue for supply of material is accounted for as trading income in accordance with 1.3(C) while the works are accounted for in accordance with turnkey project under 1.3(D) above.

b. In case of a contract for supply of material and services, income from supply of material is taken under 1.3(C) while for services income is taken under 1.3 (B) as service contract.

1.4 PROVISION FOR WARRANTY / MAINTENANCE PERIOD EXPENSES

a. On completion of the contract or when warranty period commences in terms of contracts for projects covered under 1.3(D), provision is made for warranty period / maintenance expenses on specific basis as estimated. The excess provision created in earlier years is written back through "Other Operating Income" after completion of the warranty period.

b. On Supplies covered under 1.3(C), provision is made for warranty period /maintenance expenses on specific basis as estimated. The excess provision created in earlier years, if any, is written back through "Other Operating Income" after completion of the warranty period.

Others Provisions

Provisions for legal claims, service warranties, volume discounts and returns are recognized when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

1.5 ACCOUNTING OF LEASES

a. Financial Lease

Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

b. Operating Lease

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

1.6 STORES, SPARES, STOCK-IN-TRADE AND WORK IN PROGRESS

a. Stores and spares including uninstalled stores and spares are valued at cost. Cost is ascertained on Weighted Average basis.

b. Stock-in-trade is valued at lower of cost or realizable value.

c. Loose tools are charged in the year of purchase.

d. On completion of project abroad when no new project is anticipated in that country and assets / stores are not required during Warranty period also, Assets/Stores are discarded and declared as scrapped and valued at one unit each of the respective currency till its disposal.

e. Work in progress for contracts for which revenue recognition is as per Accounting Policy para 1.3 D is valued at cost plus attributable profit.

1.7 INTANGIBLE ASSETS AND AMORTISATION-BOT PROJECTS

a. Software

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or infinite.

Intangible assets with finite lives are amortized over the useful economic lives and assessed for impairment whenever there is an indication or once in every year that the intangible assets may be impaired. The amortization period and method are reviewed at the end of each reporting period.

b. Rights of collection

Toll collection rights obtained as concessionaire or rendering construction services represent the right to collect toll revenue during the concession period in respect of BOT projects undertaken by the company. Toll collection rights are capitalized as intangible assets upon completion of the project at the cumulative construction costs including related margins as given in Accounting Policy 1.3(E) plus obligation towards negative grants payable, if any. Till completion of the project, the same is recognized as capital work-in-progress. Administrative and other general overhead expenses that are attributable to acquisition of intangible assets are allocated as a part of cost of the intangible assets.

Amortization

- Computer software is amortized on SLM method over a periodof 3 years.
- Toll collection rights (Intangible Assets) are amortized over the concession period / agreement in proportion to actual revenue for the year to total Projected Revenue from the Intangible assets as provided to the project Lender at the time of Financial closure/agreement for the first year and in subsequent years as revised at the end of each financial year based on revised Projected total revenue for the total concession period.

1.8 TRANSLATION OF FOREIGN CURRENCIES

Foreign Currencies

Items included in the financial statements of each of the foreign operations are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

Transactions & Balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss with the exception of the following:

- Exchange differences arising in the financial statements that include the foreign operation (Branch/Site office) and the reporting entity, such exchange differences are recognized initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.
- Exchange differences arising on monetary items that are designated as part of the hedge of the net investment of a foreign operation. These are recognized in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.
- Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of the transaction; and in case non-monetary items that are measured at fair value in a foreign currency shall be translated using the exchange rates at the date when the fair value was measured.

Translation to the presentation currency

The results and financial position of an entity whose functional currency is differ than presentation currency shall be translated into a presentation currency using the following procedures:

a. Assets and liabilities for each balance sheet presented (i.e including comparatives) shall be translated at the closing rate at the date of that balance sheet;
b. Income and expenses for each statement of profit and loss presented (i.e including comparatives) shall be translated at exchange rates at the dates of the transactions; and
c. All resulting exchange differences shall be recognized in other comprehensive income.

The exchange differences referred to in above paragraph (c) result from:

- Translating income and expenses at the exchange rates at the dates of the transactions and assets and liabilities at the closing rate.
- Translating the opening net assets at a closing rate that differs from the previous closing rate.

These exchange differences are not recognized in profit or loss because the changes in exchange rates have little or no direct effect on the present and future cash flows from operations. The cumulative amount of the exchange differences is presented in a separate component of equity until disposal of the foreign operation.

On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognized in other comprehensive income and accumulated in the separate component of equity, shall be reclassified from equity to profit or loss (as a reclassification adjustment) when the gain or loss on disposal is recognized.

1.9 BORROWING COSTS

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method.

1.10 CAPITAL SUBSIDY/ GRANTS

Grants

- Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

- Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

- Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight- line basis over the expected lives of the related assets and presented within other income.

1.11 CONTRACT COMPLETION

Revenue on turnkey jobs is recognized as per Accounting Policy 1.3 D. The contract is considered as completed when the last job in the contract is completed and the maintenance / warranty period commences.

1.12 INVESTMENTS

Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Investments (IND AS 101 and 27)

Investments in Subsidiaries, Joint ventures and associates in India or outside India are classified as long term investments and are carried cost. There may be decline in the value, if the company encounters impairment during the annual test of impairment; then the investment is shown at the reduced value. In case where the investments are quoted in stock exchange and are being quoted at less than the cost price for the last 12 months, in such cases, it is being treated as a permanent decline in the cost and are being accounted for at reduced value. On improvement of performance, these investments are valued upto the cost.

In cases of unquoted investments, if there is a decline in the performance of the company for thirty six months, the investment is shown at the reduced value. Now, in case of investment in venture having operating project with long gestation period, no impairment is made during the initial period in which the company is expected to make losses, till the time the entire loss is recouped, as per the approval feasibility report. However, if there is agreement with any other party for realization of investment at par value, investment will continue to be shown at par value. On improvement of performance, these investments are valued up to the cost.

1.13 DEPRECIATION ON TANGIBLE ASSETS IN INDIA AND ABROAD

Property, plant and equipment are stated at the cost of acquisition or construction less accumulated depreciation and write down for, impairment if any. Costs that are directly related to acquisition of asset are capitalized until the assets are ready to be put to use. Property, plant and equipment purchased in foreign currency are recorded at cost, based on the exchange rate on the date of purchase.

The Company identifies and determines cost of each component/ part of Property, plant and equipment separately, if the component/ part have a cost which is significant to the total cost of the Property, plant and equipment and has useful life that is materially different from that of the remaining asset.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the asset.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of Property, plant and equipment and are recognized in the statement of profit and loss when the Property, plant and equipment is derecognized. Cost of assets not ready for use at the balance sheet date is disclosed under capital work-in-progress.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. (Ind AS 16)

Depreciation on fixed assets

i. Leasehold lands are amortized over the period of lease.

ii. Leasehold buildings are depreciated over the period of lease. In case useful life as specified in Schedule II of Companies Act 2013 is less than period of lease then depreciation shall becharged over useful life as specified in Schedule II of Companies Act 2013.

iii. Depreciation on other fixed assets is provided on straight line method based on the useful life as specified in Schedule II of Companies Act 2013.

iv. Capital items valuing less than Rs 5000/= each are fully depreciated in the year of acquisition.

1.14 TAXATION

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amount will be available to utilize those temporary differences and losses where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseable future.

Deferred tax assets are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

1.15 AGENCY TRANSACTIONS

a. Agency / Sponsorship fee is paid on realization of bills / receipt of advance payment. It is accounted for on accrual basis.

b. In respect of projects in some countries, business is transacted through Agents/JV Companies. Assets and liabilities in the name of such Agents / JV Companies are shown as assets and liabilities of the company under natural heads of accounts. This is being done as the company is principal and responsible for execution and profit/ loss of the project and the routing of transaction through Agents/JV companies is as per requirement of law and contract in these countries.

1.16 LIQUIDATED DAMAGES / CLAIMS

Liquidated damages/ claims deducted by customer or the company are considered on admittance basis and accounted for in miscellaneous expenses/income.

1.17 EMPLOYEE'S BENEFITS

i. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. The Actuarial valuation is taken and used to measure the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Post-employment obligations

The Company operates the following post-employment schemes:

a. defined benefit plans such as gratuity, post-employment medical plans; and
b. defined contribution plans such as provident fund.

Gratuity

Liability for payment of gratuity to employees rest with "Telecommunications Consultants India Limited Group Gratuity Trust " which has taken a Group Gratuity cum Life Assurance Policy from Life Insurance Corporation of India. Amount paid / payable for keeping the said policy in force based upon actuarial valuation is charged to Profit and Loss Account.

Leave Encashment

For Leave Encashment of employees on retirement, the company provides liability on the basis of actuarial valuation.

Retirement Medical Benefits

The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit plans. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited in other comprehensive income in the period in which they arise.

1.18 LIABILITIES / CONTINGENT LIABILITIES

Contingent liabilities are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

1.19 PREPAID EXPENSES

Prepaid expenses up to Rs. 25,000/- are treated as expenditure of the current year and charged to the natural heads of account.

1.20 MISCELLANEOUS

i. Claims for interest on overdue receivables are accounted for on admittance.
ii. Claims for Export Incentives and Insurance claims are accounted on admittance.
iii. In case of BOT toll road project, expenses incurred on overlay shall be charged in the same financial year.

1.21 IMPAIRMENT

1. Financial assets

The Company assesses financial assets at each reporting date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses (ECL) model for measurement and recognition of impairment loss on financial assets and credit risk exposure.

Company follows 'simplified approach' for recognition of impairment loss. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

2. Non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/ external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

1.22 FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement:- All financial assets are recognized initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.

Subsequent measurement:-

1. **Financial instruments at amortized cost –** The financial instrument is measured at the amortized cost if both the following conditions are met:

    - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

    - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

2. **Financial assets at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI)**

A financial asset is classified as FVTPL if it is classified as held for trading or is designated as such on initial recognition. In other cases, Company decides to classify the each financial instrument either as at FVOCI or FVTPL at initial recognition.

Financial asset

- **Held-to-maturity financial assets**

  If Company, has positive intent and ability to hold debt securities to maturity, then such financial assets are classified as held to maturity. Held-to-maturity financial assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, held-to-maturity financial assets are measured at amortized cost using the effective interest method, less any impairment losses.

- **Loans and receivables**

  Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses. Loans and receivables comprise cash and cash equivalents, and trade and other receivables.

- **Cash and Cash equivalents**

  Cash and cash equivalents comprise cash balances (Cash in hand, bank balances) and call deposits with maturities of three months or less from the acquisition date that are subject to an insignificant risk of changes in their fair value, and are used by the Company in the management of the short-term commitments.

- **Available-for-sale financial assets**

  Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale or are not classified in any of the above categories of financial assets. Available-for-sale financial assets are recognized initially at fair value plus any directly attributable transaction costs.

- **Trade receivables**

  Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

Financial liabilities

Company initially recognizes debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated as at fair value through profit or loss or fair value through other comprehensive income) are recognized initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

Other financial liabilities comprise loans and borrowings, bank overdrafts, and trade and other payables.

NOTE 2

A : EQUITY SHARE CAPITAL

(All amounts are in Rupees in Lakhs, unless otherwise stated)

a) Authorised, Issued, Subscribed and Paid-up Share Capital:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Numbers	Rs.	Numbers	Rs.
Authorised Share Capital Equity Shares of Rs. 10/- each	60,000,000	6,000	60,000,000	6,000
Issued, Subscribed and Paid-up Equity Share Capital Equity Shares of Rs 10/- each fully Paid-up	59,200,000	5,920	59,200,000	5,920
Total	**59,200,000**	**5,920**	**59,200,000**	**5,920**

b) Reconciliation of number of shares:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Numbers	Rs.	Numbers	Rs.
Equity Shares				
Opening balance	59,200,000	5,920	59,200,000	5,920
Issued during the year	-	-	-	-
Closing balance	**59,200,000**	**5,920**	**59,200,000**	**5,920**

c) Shareholders' holding more than 5% shares of the Company:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Numbers	Rs.	Numbers	Rs.
Equity Shares				
The President of India & his nominees (Nos)	59,200,000		59,200,000	
Holding (%)	100		100	

Notes :

i) Out of the shares outstanding as on 31.03.2018, 4,29,00,000 equity shares of Rs. 10/-each have been allotted as fully paidup Bonus shares for consideration other than cash.

ii) Eight Goverment of India officials are holding 28,800 shares of Rs. 10/- each as nominees of President of India.

iii) During the period of five years immediately preceding the date of Balance Sheet, the Company has not :

i) Allotted fully paid up shares by way of bonus shares.
ii) Bought back any class of shares.

iv) Each equity share carries right to vote and the Company has issued only one class of share i.e. equity share

v) Vote of members : Every member present in person and being a holder of equity share shall have one vote and every person either as a general proxy on behalf of a holder of equity share, shall have one vote or upon a poll, every member shall have one vote for every share held by him.

NOTE 2B : OTHER EQUITY

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
i) Securities Premium Reserve	48.22	48.22
ii) Capital Restructuring Reserve	480.11	480.11
iii) General Reserve		
Opening Balance	55,284.02	48,641.39
Additions / (Deductions) during the year	3,755.74	6,642.63
Closing Reserves	**59,039.76**	**55,284.02**
iv) Surplus in Statement of Profit & Loss		
Opening Balance	183,918.04	171,704.42
Profit / (Loss) for the Period	(1,448.87)	19,295.79
Less:		
Dividend paid	708.22	365.19
Dividend distribution tax paid	144.18	74.35
Any Other Changes / Adjustment	(11.66)	-
Transfer to General Reserve	3,755.74	6,642.63
Closing Balance	**177,849.37**	**183,918.04**
v) Other Components of Equity		
Exchange difference arising on translating foreign operations (Net of tax)	(2,386.57)	(2,000.85)
Acturial Gain / (Losses) on defined benefit plans (Net of tax)	(732.75)	(283.47)
Sub Total (v)	**(3,119.32)**	**(2,284.32)**
Total (i+ii+iii+iv+v)	**234,298.14**	**237,446.07**

NOTE 3 :PROPERTY, PLANT & EQUIPMENT

(All amounts are in Rupees in Lakhs, unless otherwise stated)

3A - TANGIBLE ASSETS (INLAND)

Particulars	GROSS BLOCK					DEPRICIATION					NET BLOCK	
	As on April 1, 2017	Additions/ Adjustme-nts during the year	Transfer	Sale/ Adjustme-nts during the year	As on March 31, 2018	As on April 1, 2017	Depreciat-ion during the year	Transfer	Sale/ Adjustme-nts during the year	As at March 31, 2018	As at March 31, 2018	As at March 31, 2017
Temporary Structure	48.27	-	-	-	48.27	45.79	1.55	-	-	47.34	0.93	2.48
Land	454.51	-	-	-	454.51	-	-	-	-	-	454.51	454.51
Land - Office (Leasehold)	605.16	-	-	-	605.16	116.65	6.11	-	-	122.76	482.40	488.51
Building - Office (Leasehold)	998.79	-	-	-	998.79	337.99	22.85	-	-	360.84	637.95	660.80
Building - Residential	66.47	-	-	-	66.47	37.77	0.99	-	-	38.76	27.71	28.70
Furniture and Fixture	680.80	7.97	-	(0.38)	688.39	642.58	6.60	-	(0.38)	648.80	39.59	38.22
Office Machinery and Equipments	216.72	5.02	-	(0.76)	220.98	184.39	12.61	-	(0.43)	196.57	24.41	32.33
Electrical Appliances	390.62	6.30	-	(0.62)	396.30	289.01	22.57	-	(0.24)	311.34	84.96	101.61
Vehicles	163.09	2.09	-	-	165.18	123.81	11.47	-	-	135.28	29.90	39.28
Plant and Machinery	6,509.68	6.70	-	(871.03)	5,645.35	4,501.38	256.48	-	(343.48)	4,414.38	1,230.97	2,008.30
Computers	1,020.61	18.54	-	(2.64)	1,036.51	783.69	103.08	-	(0.71)	886.06	150.45	236.92
BIOMETRIC SYSTEM	0.10	-	-	-	0.10	0.01	0.02	-	-	0.03	0.07	0.09
Training Equipments	256.54	-	-	-	256.54	214.22	6.67	-	-	220.89	35.65	42.32
TOTAL (3A)	**11,411.36**	**46.62**	-	**(875.43)**	**10,582.55**	**7,277.29**	**451.00**	-	**(345.24)**	**7,383.05**	**3,199.50**	**4,134.07**
Previous Year (16-17)	**11,648.45**	**238.62**	-	**(475.71)**	**11,411.36**	**7,034.75**	**491.09**	-	**(248.55)**	**7,277.29**	**4,134.07**	**4,613.70**

Note : 1. Land & Building - Office (Lease Hold) is acquired under finance lease from VSNL / Tata Communications for a period of 99 years and it is depreciated over the life of the lease term.
2. Figures in brackets denotes negative values

3B - TANGIBLE ASSETS (FOREIGN)

Particulars	GROSS BLOCK						DEPRICIATION						NET BLOCK	
	As on April 1, 2017	Additions/ Adjustments during the year	Transfer	Sale/ Adjustments during the year	Exch. Gain / (Loss)	As on March 31, 2018	As on April 1, 2017	Depreciation during the year	Transfer	Sale/ Adjustments during the year	Exch. Gain / (Loss)	As on March 31, 2018	As at March 31, 2018	As at March 31, 2017
Temporary Structure	73.72	-	-	(37.72)	1.51	37.51	72.45	0.65	-	(37.72)	1.49	36.87	0.64	1.27
Furniture and Fixture	96.83	6.34	-	(7.08)	1.09	97.18	77.68	3.21	-	(6.49)	0.98	75.38	21.80	19.15
Office Machinery and Equipments	105.25	5.57	-	(15.35)	0.72	96.19	91.79	5.64	-	(15.23)	0.65	82.85	13.34	13.46
Electrical Appliances	139.83	6.37	-	(10.50)	1.13	136.83	93.20	7.10	-	(8.52)	0.91	92.69	44.14	46.63
Vehicles	2,111.34	106.31	-	(136.13)	26.62	2,108.14	1,262.69	159.91	-	(129.72)	21.80	1,314.68	793.46	848.65
Plant and Machinery	2,352.22	119.55	-	(58.84)	25.06	2,437.99	1,178.50	134.83	-	(52.27)	15.56	1,276.62	1,161.37	1,173.72
Computers	151.21	10.62	-	(14.85)	0.45	147.43	126.95	12.27	-	(14.38)	0.36	125.20	22.23	24.26
TOTAL (3B)	**5,030.40**	**254.76**	-	**(280.47)**	**56.58**	**5,061.27**	**2,903.26**	**323.61**	-	**(264.33)**	**41.75**	**3,004.29**	**2,056.98**	**2,127.14**
Previous Year (16-17)	**4,703.20**	**738.30**	-	**(167.51)**	**(243.59)**	**5,030.40**	**2,811.52**	**331.54**	-	**(105.70)**	**(134.10)**	**2,903.26**	**2,127.14**	**1,891.68**
G. Total (3A+3B)	**16,441.76**	**301.38**	-	**(1,155.90)**	**56.58**	**15,643.82**	**10,180.55**	**774.61**	-	**(609.57)**	**41.75**	**10,387.34**	**5,256.48**	**6,261.21**
Previous Year Total	**16,351.65**	**976.92**	-	**(643.22)**	**(243.59)**	**16,441.76**	**9,846.27**	**822.63**	-	**(354.25)**	**(134.10)**	**10,180.55**	**6,261.21**	**6,505.38**

Note : Figures in brackets denotes negative values

NOTE 4 - INTANGIBLE ASSETS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	GROSS BLOCK					DEPRICIATION					NET BLOCK	
	As on April 1, 2017	Additions/ Adjustments during the year	Transfer	Sale/ Adjustments during the year	As on March 31, 2018	As on April 1, 2017	Depreciation during the year	Transfer	Sale/ Adjustments during the year	As on March 31, 2018	As at March 31, 2018	As at March 31, 2017
Toll Collection Rights	27,938.45	973.28	-	-	28,911.73	3,477.05	909.37	-	-	4,386.42	24,525.31	24,461.40
Computer Software	396.34	2.07	-	-	398.41	396.34	0.08	-	-	396.42	1.99	-
TOTAL	**28,334.79**	**975.35**	-	-	**29,310.14**	**3,873.39**	**909.45**	-	-	**4,782.84**	**24,527.30**	**24,461.40**
Previous Year	**20,151.46**	**8,183.33**	-	-	**28,334.79**	**2,965.82**	**907.57**	-	-	**3,873.39**	**24,461.40**	**17,185.64**

NOTE 5 : NON CURRENT FINANCIAL ASSETS: INVESTMENTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Long - term Investments		
- Joint Ventures:		
Unquoted at Cost		
Telecommunications Consultants Nigeria Ltd.		
26000 fully paid Equity Shares of 1 Naira each (Previous year 26000 equity shares) representing 40% of Capital		
Original Value	3.75	3.75
Less : Decline in value due to Devaluation of Naira	3.70	3.68
	0.05	0.07
Bharti Hexacom Ltd.		
7,50,00,000 fully paid Equity Shares (Previous year 7,50,00,000 equity shares) of Rs.10 each, representing 30% of Capital	194,679.00	200,484.00
TCIL Bellsouth Ltd.		
87,641 fully paid Equity Shares (Previous year 87,641 equity shares) of Rs.100 each representing 44.94% of Capital	187.57	186.93
Intelligent Communications Systems India Ltd.		
36,000 fully paid Equity Shares (Previous year 36,000 equity shares) of Rs.100 each, representing 36% of Capital	839.36	674.92
United Telecom Ltd., Nepal		
57,31,900 Equity Shares (Previous year 57,31,900 equity shares) of 100 Nepali Rupees each, representing 26.66% of Capital	-	-
Total	**195,705.98**	**201,345.92**
Aggregate value of Quoted Investments	-	-
Aggregate value of Unquoted Investments	195,705.98	201,345.92
Provision for Dimunition in value of Investment	3.70	3.68

NOTE 6 : NON CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Long-term Trade Receivables (including trade receivables on deferred credit terms)		
Unsecured		
- Considered Good		
Trade Receivables	-	405.08
Retention Money	2,149.45	569.72
- Considered Doubtful		
Trade Receivables	1,071.50	1,069.47
SUB TOTAL	**3,220.95**	**2,044.27**
Less: Provision for Doubtful Debts	1,071.50	1,069.47
TOTAL	**2,149.45**	**974.80**

NOTE 7 : NON CURRENT FINANCIAL ASSETS: LOANS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Loans		
Secured		
- Considered Good		
- Staff Advances (Represent House Building Advances secured against first charge on immovable property and Vehicle advances secured against First charge on Vehicles)	57.98	73.29
Unsecured - Considered Good Others	3.86	5.61
Security Deposits	55.45	55.65
Interest Accured but not due on loans	50.04	56.68
Total	**167.33**	**191.23**

NOTE 8 : NON CURRENT FINANCIAL ASSETS: OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Bank Deposits		
Deposits with maturity of more than 12 months	0.12	0.10
(Pledged with bank against Guarantees)		
TOTAL	**0.12**	**0.10**

NOTE 9 : INVENTORIES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Inventories		
As taken, valued and certified by the Management (valued at cost)		
- Raw Materials	60.48	93.82
- WIP	204.81	212.78
- Stores & Spares (including with Sub-contractors) at projects sites	1,116.18	799.00
- Others	1.30	0.71
SUB TOTAL	**1,382.77**	**1,106.31**
Less: Provision for obsolence/slow moving stores	55.59	54.45
TOTAL	**1,327.18**	**1,051.86**

NOTE 10 : CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Billed Receivables		
Unsecured		
A. Outstanding for period exceeding six months		
Considered Good		
Trade Receivables	43,088.18	25,578.63
Retention Money	940.64	375.47
Considered doubtful	2,429.67	2,338.19
TOTAL - A	**46,458.49**	**28,292.29**
B. Others		
Considered Good		
Trade Receivables	32,799.68	66,218.07
Retention Money	1,633.23	3,197.53
Unbilled	28,132.12	13,307.66
TOTAL - B	**62,565.03**	**82,723.26**
TOTAL (A+B)	**109,023.52**	**111,015.55**
Less : Provision for Loss allowance	2,429.67	2,338.19
TOTAL	**106,593.85**	**108,677.36**

NOTE 11 : CURRENT FINANCIAL ASSETS: CASH AND CASH EQUIVALENTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
CASH AND CASH EQUIVALENTS		
A. Cash in Hand (including imprest balances)	23.97	30.40
B. Balances with Banks		
In Current Accounts	3,153.11	2,518.44
In Call Accounts	10.76	26.17
SUB TOTAL	**3,163.87**	**2,544.61**
Less: Provision against funds blocked in Banks *	49.45	50.48
SUB TOTAL	**3,114.42**	**2,494.13**
In Deposit Accounts		
Deposits with maturity of less than 3 months	13,505.73	6,027.51
In Saving Bank	39.43	5.81
In Margin Account	20.13	-
TOTAL - B	**16,679.71**	**8,527.45**
C. Cheques in hand	-	3.33
TOTAL - (A+B+C)	**16,703.68**	**8,561.18**

* Allied Bank of Nigeria, Nigeria and El Khalifa Bank, Algeria went into liquidation long time back and provision for outstanding balances was provided in the accounts in earlier years

NOTE 12 : CURRENT FINANCIAL ASSETS: OTHER BANK BALANCES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Deposits with maturity of more than 3 months but less than 12 months	338.18	394.07
TOTAL	**338.18**	**394.07**

NOTE 13 : CURRENT FINANCIAL ASSETS: LOANS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advance recoverable in cash or in kind or for value to be received		
Secured (Considered Good)		
- Staff Advances (Represent House Building Advances secured against first charge on immovable property and Vehicle advances secured against First charge on Vehicles)	18.86	23.95
SUB TOTAL	**18.86**	**23.95**
Unsecured		
- Considered Good	407.73	730.30
SUB TOTAL	**426.59**	**754.25**
Security Deposits	2,166.12	627.58
Interest accrued but not due on loans	10.86	10.97
Interest accued but not due on Deposits (Includes interest on Rs. 446 Lakhs (Previous year Rs. 447.00 Lakhs) of deposits in the name of Client A/c TCIL)	743.13	515.29
TOTAL	**3,346.70**	**1,908.09**

NOTE 14 : CURRENT TAX ASSETS (Net)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advance Tax and TDS	6,776.20	6,488.22
Less: Provision for Income Tax	4,413.06	3,435.88
TOTAL	**2,363.14**	**3,052.34**

NOTE 15 : OTHER CURRENT ASSETS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Advances recoverable in cash or in kind or for value to be received		
Unsecured		
- Considered Good	17,794.40	15,397.46
- Considered Doubtful	3,095.38	3,094.71
SUB TOTAL	**20,889.78**	**18,492.17**
Less: Provision for Doubtful advances	3,095.38	3,094.71
SUB TOTAL	**17,794.40**	**15,397.46**
Interest accrued but not due on advances	339.69	203.20
Amount Due from Customers		
Work In progress	310,377.36	246,149.97
Less: Bills Raised	231,570.50	188,858.17
SUB TOTAL	**78,806.86**	**57,291.80**
MAT Credit Entitlement	130.98	39.09
Other Taxes Recoverable	2,822.44	958.91
TOTAL	**99,894.37**	**73,890.46**

NOTE 16 : NON CURRENT FINANCIAL LIABILITIES: BORROWINGS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
A) SECURED LOANS		
Term Loan		
Rupee Loan		
- From Banks	9,073.44	9,348.18
Less: Current Maturity of Term Loan (Refer Note: 23)	770.00	274.00
TOTAL A	**8,303.44**	**9,074.18**
B) UNSECURED LOANS		
Term Loan		
Rupee Loan		
- From Govt. of India	6,333.33	9,500.00
Less: Current Maturity of Term Loan (Refer Note: 23)	3,166.67	2,300.00
TOTAL B	**3,166.66**	**7,200.00**
TOTAL A+B	**11,470.10**	**16,274.18**

Unsecured Term Loan:

The Loan has been taken from DOT, Ministry of Communications & IT, Government of India. The sanctioned loan amount was Rs 95 Crores. An amount of Rs. 69 Crores was disbursed on 31/3/15 and Rs. 26 Crores was disbursed on 23/3/16. The interest rate is @ 11.50% p.a. and the repayment period of loan is 5 years including two years moratorium period.

NOTE 17 : NON CURRENT FINANCIAL LIABILITIES: TRADE PAYABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Trade Payables	-	284.74
TOTAL	-	**284.74**

NOTE 18 : NON CURRENT FINANCIAL LIABILITIES: OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Lease obligation	599.53	599.54
b. Others	466.99	583.01
TOTAL	**1,066.52**	**1,182.55**

NOTE 19 : NON CURRENT PROVISIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Post Retirement Medical Benefits	886.96	687.74
b. Leave Salary Encashment	1,108.07	1,002.79
c. Others (Employee Benefits)	501.08	487.39
TOTAL	**2,496.11**	**2,177.92**

NOTE 20 : DEFERRED TAX LIABILITIES / (ASSETS)

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
Deferred Tax Liability:		
Related to Fixed Assets	1,711.37	1,925.00
Total	1,711.37	1,925.00
Deferred Tax Assets:		
Provision for Doubtful Debts	2,201.21	2,174.66
Provision for Doubtful Advances	1,071.25	1,071.02
Provision for Leave Encashment / Bonus	601.28	526.65
Others	580.13	539.30
Total	4,453.87	4,311.63
Net Deferred Tax Liabilities / (Assets)	**(2,742.50)**	**(2,386.63)**

NOTE 21 : CURRENT FINANCIAL LIABILITIES: BORROWINGS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a) SECURED LOANS		
- From Banks	2,006.29	-
(Overdraft Secured against FDRs)		
b) UNSECURED LOANS		
Short Term Loan		
- Foreign Currency Loan from Banks	850.07	38.20
TOTAL	**2,856.36**	**38.20**

NOTE 22 : CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Trade Payables	124,349.17	106,857.05
b. Due to Related Parties	556.09	572.90
TOTAL	**124,905.26**	**107,429.95**

NOTE 23 : CURRENT FINANCIAL LIABILITIES : OTHERS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Current Maturities of Long Term debts	3,936.67	2,574.00
b. Interest Accrued and Due on Borrowings	9.53	9.53
c. Others	36,867.88	33,871.65
TOTAL	**40,814.08**	**36,455.18**

NOTE 24 : OTHER CURRENT LIABILITIES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Advance from Customers	23,107.73	17,333.42
b. Other Payables (Including Sales Tax , Service Tax and Others)	2,813.69	1,650.55
TOTAL	**25,921.42**	**18,983.97**

NOTE 25 : CURRENT PROVISIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Provision for Warranty Period Expenses*	10,501.80	8,301.72
b. Employee Benefits	4,690.88	2,274.84
c. Others		
- Provision for Losses in Unfinished Projects	105.10	110.36
- Others	394.30	544.88
TOTAL	**15,692.08**	**11,231.80**

* Provision for Warranty Period Expenses:

Particulars	As at March 31, 2018	As at March 31, 2017
Opening Balance	8,301.72	869.01
Add: Provided for the current year	3,738.76	7,941.15
Less: Withdrawn for the current year	1,200.63	179.76
Less: Utilized for the current year	338.05	328.68
Closing Balance	**10,501.80**	**8,301.72**

NOTE 26 : REVENUE FROM OPERATIONS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
I. Sale of Products	21,416.73	11,679.02
Less :- Excise Duty	0.78	29.67
Selling Expenses	1.05	1.55
Total	**21,414.90**	**11,647.80**
II. Sale of Services		
a) Turnkey Projects Completed	1,076.49	28,504.52
b) Accretion/Deccretion in work in progress		
Closing work in progress	310,377.36	246,149.97
Less: Opening Work in Progress and adjustment	246,149.97	209,355.69
SUB TOTAL	**64,227.39**	**36,794.28**
c) Maintenance / Service Contracts	34,425.37	33,227.50
d) Consultancy Projects	676.90	1,103.04
e) Other Projects	237.24	822.83
III. Other Operating Revenue		
- Interest on Advance from Sub-contractor	225.00	62.07
- Overheads recovered from Sub-contractor	11.06	12.73
- Sale of Tenders	2.30	0.54
- Sale of Scrap	-	2.53
- Provision for Warranty Period Expenses written back	1,200.63	179.76
- Empanelment Fees from Contractors	17.37	-
- Excess provision / liabilities written back	859.38	2,390.86
TOTAL	**124,374.03**	**114,748.46**

NOTE 27 : OTHER INCOME

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest (Gross)		
- Fixed Deposit	295.20	190.25
- Loans to employees	7.05	8.36
Other Non-Operating income		
- Dividend Received	2,047.20	5,782.20
- Others	471.35	422.46
Gain on foreign currency transactions	-	60.27
TOTAL	**2,820.80**	**6,463.54**

NOTE 28 : COST OF MATERIALS CONSUMED

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
A. STORES & SPARES		
Opening Stock	1,035.12	1,415.92
Add: Purchases	9,034.09	11,708.96
Less: Closing Stock	1,319.56	1,035.12
Stores & Spares consumed	**8,749.65**	**12,089.76**
B. LOOSE TOOLS		
Opening Stock	-	-
Add: Purchases	14.40	36.30
Add: Direct Expenses	-	-
Less: Closing Stock	-	-
Loose tools consumed	14.40	36.30
TOTAL (A + B)	**8,764.05**	**12,126.06**

NOTE 29 : CHANGE IN INVENTORIES OF STOCK IN TRADE

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Stock at Close	204.81	212.78
Stock at Commencment	212.78	250.94
(Increase) / Decrease in stock	**7.97**	**38.16**

NOTE 30 : PERSONNEL EXPENDITURE

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Salaries (Including Foreign DA)	17,207.07	15,170.26
Leave Salary & Pension Contribution	8.14	15.11
Provident & Other Funds Contribution	1,044.94	1,056.62
Medical Reimbursement	647.99	556.09
Staff Welfare including Camp Expenses	384.26	410.71
Liveries	6.36	5.21
Performance Related Pay (PRP)	191.48	397.56
Bonus	8.61	11.30
Rent for Employee Accomodation:		
Gross:	662.74	457.86
Less: Recoveries	3.63	3.19
Leave Salary Encashment	350.54	333.75
Children Education Allowance	2.45	3.86
Perks	475.67	478.24
House Furnishing & Maintenance Allowance	237.79	242.49
Leave Travel Concession	29.06	21.65
Gratuity	1,122.76	108.62
Employees Accident Group Insurance	3.00	3.15
PF Admin Charges	15.73	14.74
Retired. Employee Medical Scheme	55.13	51.29
TOTAL	**22,450.09**	**19,335.32**

NOTE 31 : FINANCE COSTS

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest		
- Interest Expense on Term Loans	1,800.96	1,927.92
- Interest Expense on Overdrafts & Other Borrowings	61.66	300.93
Loss on foreign currency transactions	35.15	-
Amortisation Cost	65.95	65.95
TOTAL	**1,963.72**	**2,294.80**

NOTE 32 : ADMINISTRATIVE AND OTHER EXPENSES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Rent	1,134.35	1,095.87
Rates and Taxes	1,320.53	1,584.73
Insurance	322.32	468.61
Bank & Guarantee Charges	278.11	263.97
Business Promotion	109.25	62.18
Agency Commission & Sponser Fee	233.17	420.10
Legal & Professional Charges	173.77	207.73
Consultancy	376.15	147.36
Electricity & Water	250.96	264.77
Telephone, Telex & Postage	151.20	220.96
Printing & Stationery	121.76	133.74
Travelling	676.35	766.84
Advertisement	93.03	35.80
Books and Periodicals	1.98	2.50
Seminar & Training	28.09	17.89
Repairs & Maintenance		
- Plant & Machinery	184.30	207.01
- Building	87.36	74.39
- Others	171.02	92.38
Loss on Currency Translation (Net)	0.18	-
Vehicle Running & Maintenance	394.99	348.09
Misc. Expenses	281.10	466.44
Auditors Remuneration		
- Audit Fee	49.09	54.88
- Taxation Matters	10.91	14.31
- Other Services Including Certification	2.95	4.71
- Reimbursement of expenses	0.98	0.54
Hiring Charges		
- Machinery	88.05	92.29
- Vehicles	488.02	398.98
Directors Sitting Fees	1.54	1.73
Provision for Warranty Period Expenses	3,738.76	7,941.15
Loss on Sale / Scrapping of Assets	95.97	82.79
Bad Debts / Advances Written off	154.91	519.30
Donation	0.50	0.50
Security & Maintenance	149.35	150.74
Premium to MPRDC	122.71	116.87
TOTAL	**11,293.71**	**16,260.15**

Notes forming part of Consolidated Financial Statements

NOTE 33 : TAX EXPENSES

(All amounts are in Rupees in Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current Tax	1,251.85	1,813.55
Provision for Taxation for earlier years	34.48	(59.75)
Deferred Tax Liability / (Assets)	(353.45)	(945.61)
TOTAL	**932.88**	**808.19**

Other Notes forming part of the Consolidated Financial Statements for the year ended March 31,2018

(All amounts are in Rupees in Lakhs, unless otherwise stated)

34. PRINCIPLES OF CONSOLIDATION:

The Consolidated Financial Statements consist of Telecommunications Consultants India Limited ("the Company") and its subsidiary companies (collectively referred to as "the Group"). The Consolidated Financial Statements have been prepared on the following basis:

1. The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances and intra-group transactions as per Ind AS 110 –"Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2015.
2. In case of Joint Venture, share of profit of jointly controlled entities booked in statement of Profit and Loss by using equity method. The list of Joint Venture companies is stated in Note No.37. Unaudited financial statements of Intelligent Communications Systems India Limited, TBL International Ltd. and United Telecom Limited, being Joint Ventures, have been considered for booking of share of profit in statement of Profit and Loss. These have been consolidated on the basis of Unaudited Financial Results drawn upto 31.03.2018, certified by the management of the respective companies.
3. In case of foreign subsidiaries, being integral operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is charged in the Statement of Profit & Loss.
4. The Financial Statements of the Subsidiaries used in the consolidation are drawn up to 31st March, 2018. The list of Subsidiary Companies which are considered in the consolidation are stated in Note No. 35.
5. Unaudited financial statement of TCIL Oman LLC, being Subsidiary, have been considered for consolidation. These have been consolidated on the basis of Unaudited Financial Results drawn upto 31.03.2018, as certified by the management.

35. GROUP INFORMATION

Information about subsidiaries

The consolidated financial statements of the Group include:

Name of Entity	Country of Incorpor-ation	Proportion of ownership (%) as at 31 March 2018	Proportion of ownership (%) as at 31 March 2017	Proportion of ownership (%) as at 31 March 2016
TCIL Oman LLC, Oman	Oman	70%	70%	70%
TCIL Bina Toll Road Ltd.	India	100%	100%	100%
TCIL Lakhnadone Toll Road Ltd.	India	100%	100%	100%
Tamilnadu Telecommunications Ltd.	India	49%	49%	49%

36. SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTEREST ('NCI')

Description	Country	31-Mar-18	31-Mar-17
TCIL Oman LLC, Oman	India	70%	70%
Tamilnadu Telecommunications Ltd.	India	49%	49%

Consolidated position w.r.t non-controlling interest

Description	31-Mar-18	31-Mar-17
Accumulated balances of material non-controlling interest:		
TCIL Oman LLC, Oman	76.42	76.31
Tamilnadu Telecommunications Ltd.	(4,400.23)	(3,676.11)
Profit/(Loss) allocated to material non-controlling interest:		
TCIL Oman LLC, Oman	0.11	(1.62)
Tamilnadu Telecommunications Ltd.	(724.12)	(829.62)

The summarised financial information of the subsidiaries, before intragroup eliminations are set out below:

TCIL Oman LLC, Oman (Balance sheet)

Description	31-Mar-18	31-Mar-17
Non-current assets		
Current assets	255.11	256.95
Current liabilities	(0.36)	(2.57)
Total equity	**254.75**	**254.38**
Attributable to:		
Equity holders of parent	178.33	178.07
Non-controlling interest	76.42	76.31

TCIL Oman LLC, (Statement of profit and loss)

Description	31-Mar-18	31-Mar-17
Revenue and other income	0.61	0.70
Administrative and Other Expenses	1.03	0.77
Finance costs	-	-
Depreciation	-	-
Profit/(Loss) before tax	**(0.42)**	**(0.07)**
Income tax and deferred tax	-	-
Profit for the year from continuing operations	**(0.42)**	**(0.07)**
Other comprehensive income	-	-
Total comprehensive income	**(0.42)**	**(0.07)**
Attributable to non-controlling interests(forex gain)	(0.13)	(0.02)

Tamilnadu Telecommunications Ltd. (Balance sheet)

Description	31-Mar-18	31-Mar-17
Non-current assets	928.77	954.70
Current assets	1,245.62	1,261.14
Non-Current liabilities	(1,430.48)	(1,420.18)
Current liabilities	(9,372.69)	(8,004.46)
Total equity	**(8,628.78)**	**(7,208.80)**
Attributable to:		
Equity holders of parent	(4,228.55)	(3,532.69)
Non-controlling interest	(4,400.23)	(3,676.11)

Tamilnadu Telecommunications Ltd. (Statement of profit and loss)

Description	31-Mar-18	31-Mar-17
Revenue and other income	164.54	267.80
Operating Cost	626.14	750.12
Finance costs	844.20	776.72
Depreciation	30.26	31.41
Other expenses	102.32	241.53
Profit/(loss) before exceptional items and tax	**(1,438.38)**	**(1,531.98)**
Exceptional Items	2.15	47.41
Profit/(Loss) before tax	**(1,440.53)**	**(1,579.39)**
Income tax and deferred tax	-	-
Profit for the year from continuing operations	**(1,440.53)**	**(1,579.39)**
Other comprehensive income	20.55	(47.48)
Total comprehensive income	**(1,419.98)**	**(1,626.87)**
Attributable to non-controlling interests	(724.12)	(829.62)

37. INFORMATION ABOUT JOINT ARRANGEMENTS

The Group has interests in following individually joint ventures that are accounted for using th equity method. The following disclosure pertains to all of these joint ventures together:

Name of Entity	Country of Incorpora-tion	Proportion of ownership (%) as at 31 March 2018	Proportion of ownership (%) as at 31 March 2017
Telecommunications Consultants Nigeria Ltd.	Nigeria	40%	40%
Bharti Hexacom Ltd.	India	30%	30%
TBL International Ltd.	India	44.94%	44.94%
Intelligent Communications Systems India Ltd.	India	36%	36%
United Telecom Ltd., Nepal	Nepal	26.66%	26.66%

Summarised financial information for joint ventures

The tables below provide summarised financial information for those joint ventures that are material to the Group. The information disclosed reflects the amounts presented in the financial statements of the relevant associates and joint ventures

Description	31-Mar-18	31-Mar-17
Share of profit/(loss) from joint ventures	(5,639.92)	12,987.75

Summarised financial information for all material joint ventures
Summarised Balance sheets

Particulars	Bharti Hexacom Ltd.		TBL International Ltd.		Intelligent Communications Systems India Ltd.		United Telecom Ltd.	
	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17
Cash and cash equivalents	7,740.00	7,860.00	7.10	0.59	3,248.83	2,820.64	130.78	19.53
Other assets	81,570.00	53,670.00	377.62	382.00	6,496.41	6,802.24	2,191.64	4,020.65
Current assets (A)	**89,310.00**	**61,530.00**	**384.72**	**382.59**	**9,745.24**	**9,622.88**	**2,322.42**	**4,040.18**
Non-current assets (B)	**945,390.00**	**905,840.00**	**61.30**	**64.78**	**118.60**	**103.71**	**2,767.35**	**1,980.70**
Current financial liabilities (excluding trade payables)	213,030.00	159,660.00	3.00	6.64	1,535.10	1,180.35	1,749.07	1,824.48
Trade payables	98,110.00	74,040.00	1.91	1.95	2,338.39	3,604.74	1,581.46	385.17
Other current liabilities	48,350.00	29,790.00	19.40	19.20	2,126.08	1,708.55	533.57	1,161.91
Current liabilities (C)	**359,490.00**	**263,490.00**	**24.31**	**27.79**	**5,999.57**	**6,493.64**	**3,864.10**	**3,371.56**
Non-current financial liabilities (excluding trade payables)	22,320.00	31,750.00	-	-	1,203.68	933.96	-	-
Trade payables	-	-	-	-	267.21	267.21	-	-
Other Non current liabilities	3,960.00	3,850.00	4.33	3.64	61.84	172.86	-	-
Non-current liabilities (D)	**26,280.00**	**35,600.00**	**4.33**	**3.64**	**1,532.73**	**1,374.02**	-	-
Net assets (A+B-C-D)	**648,930.00**	**668,280.00**	**417.38**	**415.94**	**2,331.54**	**1,858.93**	**1,225.67**	**2,649.32**

Summarised Statement of profit and loss

Particulars	Bharti Hexacom Ltd.		TBL International Ltd.		Intelligent Communications Systems India Ltd.		United Telecom Ltd.	
	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17
Revenue	440,830.00	512,550.00	19.04	71.49	14,815.31	14,619.78	187.53	613.55
Other income	980.00	580.00	22.44	20.73	140.95	161.21	21.94	-
Total revenue (A)	**441,810.00**	**513,130.00**	**41.48**	**92.22**	**14,956.26**	**14,780.99**	**209.47**	**613.55**
Depreciation and amortisation	86,870.00	85,110.00	1.01	0.54	5.54	7.19	1,756.27	1,584.38
Employee benefit expense	8,290.00	8,970.00	24.82	22.02	349.11	263.20	176.41	76.26
Other finance costs	13,450.00	8,560.00	-	-	13.14	70.18	-	-
Other expense	350,810.00	312,540.00	12.96	29.33	13,884.77	13,891.26	4,292.38	3,670.82
Total expenses (B)	**459,420.00**	**415,180.00**	**38.79**	**51.89**	**14,252.56**	**14,231.83**	**6,225.06**	**5,331.46**
Profit before tax (C = A-B)	(17,610.00)	97,950.00	2.69	40.33	703.70	549.16	(6,015.59)	(4,717.91)
Tax expense (D)	(6,420.00)	31,940.00	1.26	12.16	231.07	181.07	-	-
Profit for the year (E = C-D)	**(11,190.00)**	**66,010.00**	**1.43**	**28.17**	**472.63**	**368.09**	**(6,015.59)**	**(4,717.91)**
Other comprehensive income (F)	20.00	(10.00)	-	-	0.98	(2.15)	-	-
Total comprehensive income (E-F)	**(11,170.00)**	**66,000.00**	**1.43**	**28.17**	**473.61**	**365.94**	**(6,015.59)**	**(4,717.91)**

38. FAIR VALUE MEASUREMENTS

A. Financial assets and liabilities

The carrying amounts and fair values of financial instruments by class are as follows:

As at March 31, 2018	Fair value through profit & loss	Fair value through other comprehensive income	Amortised cost
Financial Assets			
(i) Investments	-	-	195,705.98
(ii) Trade receivables	-	-	108,743.30
(iii) Cash and cash equivalents	-	-	16,703.68
(iv) Other bank balances	-	-	338.18
(v) Loans	-	-	3,514.03
(vi) Others financial assets	-	-	0.12
Total	-	-	**325,005.29**
Financial Liabilities			
(i) Borrowings	-	-	18,272.65
(ii) Trade payables	-	-	124,905.26
(iii) Other financial liabilities	-	-	37,934.40
Total	-	-	**181,112.32**

As at March 31, 2017	Fair value through profit & loss	Fair value through other comprehensive income	Amortised cost
Financial Assets			
(i) Investments	-	-	201,345.92
(ii) Trade receivables	-	-	109,652.16
(iii) Cash and cash equivalents	-	-	8,561.18
(iv) Other bank balances	-	-	394.07
(v) Loans	-	-	2,099.32
(vi) Others financial assets	-	-	0.10
Total	-	-	**322,052.75**
Financial Liabilities			
(i) Borrowings	-	-	18,895.91
(ii) Trade payables	-	-	107,714.69
(iii) Other financial liabilities	-	-	35,054.21
Total	-	-	**161,664.80**

B Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are categorised into three levels of fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

The different levels of fair value have been defined below:

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

B.1 Financial assets and liabilities measured at fair value - recurring fair value measurements

As at March 31, 2018	Level 1	Level 2	Level 3
Investments	-	-	195,705.98

As at March 31, 2017	Level 1	Level 2	Level 3
Investments	-	-	201,345.92

Valuation process and technique used to determine fair value

In order to arrive at the fair value of unquoted investments, the Group obtains independent valuations. The techniques used by the valuer are as follows:

a) Asset approach - Net assets value method
b) Income approach - Discounted cash flows (“DCF”) method
c) Market approach - Enterprise value/Sales multiple method

B.2 Fair value of instruments measured at amortised cost

Particulars	As at March 31, 2018		As at March 31, 2017	
	Carrying value	Fair Value	Carrying value	Fair Value
Investments	195,705.98	195,705.98	201,345.92	201,345.92

The management assessed that fair value of cash and cash equivalents, trade receivables, security deposits, loan to related parties, other financial assets, short term borrowings, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

39. FINANCIAL RISK MANAGEMENT

Risk management framework

The Group's activities expose it to market risk, liquidity risk and credit risk. The management has the overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

A Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Group. The Group's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

A 1 Credit risk management

The Group assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date
B: Moderate credit risk
C: High credit risk

The Group provides for expected credit loss based on the following:

Asset Group	Basis of categorisation	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other bank balances, loans, trade receivables and other financial assets	12 month expected credit loss
Moderate credit risk	Trade receivables and other financial assets	Life time expected credit loss or 12 month expected credit loss
High credit risk	Trade receivables and other financial assets	Life time expected credit loss or fully provided for

Credit rating	Particulars	As at March 31, 2018	As at March 31, 2017
A: Low credit risk	Cash and cash equivalents	16,703.68	8,561.18
	Other bank balances	338.18	394.07
	Loans	3,514.03	2,099.33
	Other financial assets	0.12	0.10
B: Medium credit risk	Trade receivables	108,743.30	109,652.16
C: High credit risk	Trade receivables	3,501.17	3,407.66

Cash & cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Trade and other receivables

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by the Group, and incorporates this information into its credit risk controls. Where available at reasonable cost external credit ratings and/or reports on customers and other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties.

The Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various industries and geographical areas. Based on historical information about customer default rates management consider the credit quality of trade receivables that are not past due or impaired to be good.

Trade receivables are provided for or impaired on expected credit loss methor and /or estimated irrecoverable amounts, determined by reference to past default experience in addition to specific provision made on identified customers. No interest is charged on trade receivables as at the reporting date.

Other financial assets measured at amortised cost

Other financial assets measured at amortized cost includes loans and advances to related parties and employees, security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously.

A.2 Expected credit losses for financial assets other than trade receivables

The Group recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Group has defined percentage of provision by analysing historical trend of default based on the criteria defined above and such provision percentage determined have been considered to recognise life time expected credit losses on trade receivables (other than those where default criteria are met)

As at March 31, 2018

Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Trade Receivable	112,244.47	3.12%	3,501.17	108,743.30
Cash and cash equivalents	16,703.68	0.00%	-	16,703.68
Other bank balances	338.18	0.00%	-	338.18
Loans	3,514.03	0.00%	-	3,514.02
Other financial assets	0.12	0.00%	-	0.12

As at March 31, 2017

Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Trade Receivable	113,059.82	3.01%	3,407.66	109,652.16
Cash and cash equivalents	8,561.18	0.00%	-	8,561.18
Other bank balances	394.07	0.00%	-	394.07
Loans	2,099.33	0.00%	-	2,099.33
Other financial asset	0.10	0.00%	-	0.10

Reconciliation of loss allowance	
Loss allowance on 31 March 2017	**3,407.66**
Impairment loss recognised/(reversed) during the year	93.51
Amounts written off -	-
Loss allowance on 31 March 2018	**3,501.17**

B. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash-outflows due in day-to-day business. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified monthly.

Financing arrangements

The Group has access to the following undrawn borrowing facilities at the end of reporting period:

Floating rate	As at March 31, 2018	As at March 31, 2017
Expiring within one year (cash credit and other facilities	6,649.92	21,462.00

Management monitors rolling forecasts of the liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates

B.1 Contractual Maturities of financial liabilities

The tables below analyse the Group's financial liabilities based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows.

March 31, 2018	Less than 1 year	1 - 2 years	2 - 3 years	3-5 years	More than 5 years	Total
(i) Borrowings	3,317.79	4,564.93	1,695.00	4,447.00	860.43	14,885.15
(ii) Trade payables	124,905.26	-	-	-	-	124,905.26
(iii) Other financial liabilities	40,814.08	193.75	0.02	0.05	872.68	41,880.58
Total	**169,037.13**	**4,758.68**	**1,695.02**	**4,447.05**	**1,733.11**	**181,670.98**
March 31, 2017	**Less than 1 year**	**1 - 2 years**	**2 - 3 years**	**3-5 years**	**More than 5 years**	**Total**
(i) Borrowings	38.20	3,936.67	4,467.67	4,731.67	3,138.17	16,312.38
(ii) Trade payables	107,429.95	284.74	-	-	-	107,714.69
(iii) Other financial liabilities	36,521.15	648.97	65.97	197.90	4,870.91	42,304.90
Total	**143,989.30**	**4,870.38**	**4,533.64**	**4,929.57**	**8,009.08**	**166,331.97**

C. Market risk

(I) Interest Rate risk

The Group's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2018, the Group is exposed to changes in market interest rates through bank borrowings at variable interest rates. Other borrowings are at fixed interest rates.

Group's exposure to interest rate risk on borrowings is as follows:

Particulars	As at March 31, 2018	As at March 31, 2017
Variable rate	2,856.36	38.20
Fixed rate	15,406.77	18,848.18
Total	**18,263.13**	**18,886.38**

The following table illustrates the sensitivity of profit and loss to a possible change in interest rates. These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates.

Interest sensitivity*	As at March 31, 2018	As at March 31 2017
Interest rates - increase by 100 basis points (31 March 2017: 100 basis points)	(18.58)	(0.25)
Interest rates - decrease by 100 basis points (31 March 2017: 100 basis points)	18.58	0.25

* Holding all other variables constant

Foreign currency risk

Forex exposure	As at March 31, 2018		As at March 31, 2017	
	Foreign Currency	INR	Foreign Currency	INR
Financial assets				
Trade receivables				
USD	24,522	15.96	24,522	15.90
Bank current account/ call deposit				
USD	23,860	15.53	46,822	30.37
GBP	77	0.07	77	0.06
EURO	5,366	4.29	5,506	3.81
Financial liabilities				
Trade payables				
USD	3,992,665	2,598.02	3,229,153	2,094.75
Loans (Banks)				
USD	1,307,289	850.65	58,894	38.20
Net exposure				
USD	(5,251,572)	(3,417.19)	(3,216,703)	(2,086.69)
GBP	77	0.07	77	0.06
EURO	5,366	4.29	5,506	3.81

The following significant exchange rates have been applied:

Currency	Year end spot rate	
	As at March 31, 2018	As at March 31, 2017
USD	65.070	64.870
GBP	91.265	81.010
EURO	80.040	69.255

Sensitivity analysis of change in foreign currency rates on profit/(loss) after tax

Currency	Profit for the year +200bps		Profit for the year -200bps	
	As at March 31,2018	As at March 31, 2017	As at March 31, 2018	As at March 31, 2017
USD	(44.46)	(27.29)	44.46	27.29

Currency	Profit for the year +1000bps		Profit for the year -1000bps	
	As at March 31, 2018	As at March 31, 2017	As at March 31, 2018	As at March 31, 2017
GBP	0.00	0.00	(0.00)	(0.00)

Currency	Profit for the year +1000bps		Profit for the year -1000bps	
	As at March 31, 2018	As at March 31, 2017	As at March 31, 2018	As at March 31, 2017
EURO	0.28	0.25	(0.28)	(0.25)

40. CAPITAL MANAGEMENT POLICIES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern as well as to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity plus its subordinated loan, less cash and cash equivalents as presented on the face of the statement of financial position recognised in other comprehensive income.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares. The amounts managed as capital by the Group are summarised as follows:

Particulars	As at March 31, 2018	As at March 31, 2017
Non Current Borrowings	11,470.10	16,274.18
Current Borrowings	2,856.36	38.20
Cash and cash equivalents	(16,703.68)	(8,561.18)
Net debt	**(2,377.22)**	**7,751.20**
Total equity	240,218.14	243,366.07
Net debt to equity ratio	-	**3.18%**

41. RECONCILIATION OF LIABILITIES ARISING OUT OF FINANCING ACTIVITIES

A Net debt reconciliation

Particulars	As at March 31, 2018	As at March 31, 2017
Cash and cash equivalents	16,703.68	8,561.18
Less: Current borrowings	3,317.79	38.20
Less: Non-current borrowings	11,470.10	16,274.18
Net Debt	**(1,915.79)**	**7,751.20**

B Reconciliation of liabilities arising from financing activities

The changes in the Group's liabilities arising from financing activities can be classified as follows:

Particulars	Long term borrowings	Short term borrowings	Cash & cash equivalents	Total
Net debt as at 1 April 2017	**18,857.71**	**38.20**	**8,561.18**	**10,334.73**
Cash movement:				-
- Proceeds	-	2,818.16	-	2,818.16
- Repayment	(3,441.41)	-	-	(3,441.41)
- Interest paid	(1,800.96)	(61.66)	-	(1,862.62)
- Movement in cash and bank	-	-	8,142.50	(8,142.50)
Other non-cash movements				
- Interest expenses	1,800.96	61.66	-	1,862.62
Net debt as at 31 March 2018	**15,416.30**	**2,856.36**	**16,703.68**	**1,568.98**

42. ADDITIONAL INFORMATION, AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013, OF ENTERPRISES CONSOLIDATED AS SUBSIDIARY .

Name of the Entity	Net assets, i.e. total assets minus total Liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated Profit & Loss	Amount
HOLDING COMPANY				
Telecommunications Consultants India Limited	107.06 %	61,790.14	409.33 %	3,750.95
SUBSIDIARIES:				
Indian				
Tamil Nadu Telecommunications Limited	(0.15) %	(86.29)	(157.20)%	(1440.53)
TCIL Bina Toll Road Limited	(2.75)%	(1,584.91)	(55.72)%	(510.61)
TCIL Lakhnadone Toll Road Limited	2.88%	1,663.44	(17.35)%	(159.02)
Foreign				
TCIL OMAN LLC	0.44 %	254.75	(0.05)%	(0.42)
Minority Interests in all Subsidiaries	(7.49)%	(4,323.81)	(79.01)%	(724.01)
	100 %	**62,119.74**	**100 %**	**916.36**

43. STATEMENT PURSUANT TO FIRST PROVISO TO SUB-SECTION (3) OF SECTION 129 OF THE COMPANIES ACT 2013, READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014 IN THE PRESCRIBED FORM AOC-1 RELATING TO SUBSIDIARY COMPANIES :

Particulars	Tamil Nadu Telecommun-ications Ltd.	TCIL OMAN LLC	TCIL Bina Toll Road Ltd.	TCIL Lakhnadone Toll Road Ltd.
Share Capital	4,567.62	253.61	1,957.00	2,311.00
Reserves & Surplus	(13,196.40)	1.14	(3,541.91)	(647.56)
Total Assets	2,174.38	255.10	11,308.46	9,007.50
Total Liabilities	10803.16	0.36	12,893.37	7,344.05
Investments	-	-	-	-
Turnover	164.54	0.61	547.26	482.78
Profit before Taxation	(1,440.53)	(0.42)	(510.61)	(159.02)
Provision for Taxation	-	-	-	-
Profit after Taxation	(1,440.53)	(0.42)	(510.61)	(159.02)
Proposed Dividend	-	-	-	-
% of Holding	49 %	70%	100%	100%

44. DISCLOSURE IN RESPECT OF STATEMENT OF CONTINGENT LIABILITIES:

Particulars	As at March 31, 2018	As at March 31, 2017
Income Tax matters not acknowledged as debts [see (i) below]	1,674.59	1,950.51
Sales Tax matters not acknowledged as debts [see(ii) below]	19.38	25.26
Disputed Claims not acknowledged as debts [see(iii) below]	27,225.40	31,172.35
Liabilities on Terminated packages	824.00	824.00

(i) Income Tax Matters

Provisions have been made for the current Income Tax as per the provisions of Tax laws prevailing in India and abroad and are based on the decision of the Appellate Authorities. The assessment of the company u/s 143(3) of Income Tax Act, 1961 has been completed up to AY 2015-16. However, no provision is considered necessary in respect of issues, which are subject matter of appeals, filed with Appellate Authorities (either by the company or by the revenue department).

(ii) Sales Tax

A demand has been raised by Uttarakhand Trade Tax Department for the Assessment Year 2002-03 to 2006-07 (for the AY 2004-05, refund has been processed) which has not been acknowledged by the Company as debt in view of Judgment of Uttarakhand High Court for the Year 1997-98 to 2001-02 in favour of the Company. The Company is in appeal against the said demand with Appellate Authority.

(iii) Disputed Claims

No provision has been made for disputed claims and interest thereon, which are in the course of adjudication either before any court of law or under any arbitrator as the Company has not acknowledged these claims as debts. Similarly, counter claims filed by the Company as on March 31, 2018 amounting to Rs 6,344.53 Lakhs (As on March 31, 2017 - Rs 7,099.53 Lakhs) has also not been accounted for.

It is not practically possible to disclose the uncertainties relating to any outflow.

iv) In respect of one of the Subsidiary:

a. Commercial Tax Department had demanded a sum of Rs 186.09 lakhs as Additional Sales Tax in respect of Financial Year 2000-2001 and 2001-2002 (up to November 2001). The Subsidiary company has obtained a Stay from Madras High Court against the collection of above demand by depositing a sum of Rs 75 lakhs with Commercial Tax Department as directed by the High Court while granting the stay. As the demand is disputed, the same is not provided for in the accounts. The case came up for hearing during November, 2011and directions were issued to post the case along with the writ appeal before the Bench in another similar case where the judgment is in favour of the assesses. The writ petitions were heard by High Court, Madras, on 02-09-2015 and on 09-09-2015.On hearing the argument single Judge of High court Madras reserved the judgment. Orders are still not given by the Court.

b. The Sales Tax department has demanded a sum of Rs 22.95 lakhs during the financial year 2006-07 for non submission of "C" Forms from BSNL / MTNL pertaining to AY 2001-02, 2002-03 and 2003-04. The Govt. has exempted "C" forms in respect of inter-state sales to BSNL / MTNL. The Subsidiary Company has represented to the Department and also referred the matter to BSNL / MTNL. Next hearing date is not yet fixed.

c. The Custom Authority has demanded an amount of Rs. 31.55 Lakhs towards difference in classification of Optical Fiber during the year 2006-07. However the order of the Commissioner of Customs has come in favour of the Subsidiary Company during the year 2009-10 dropping the proceedings. Department has gone for appeal against the order. The subsidiary company has filed the Counter. The Tribunal vide its Final Order dated 19/12/2017 remanded the matter back to the Commissioner for fresh decision after the outcome of the case pending in Supreme Court on the issue of jurisdiction of DRI to issue the notice. As such, the issue has to be argued and decided afresh.

45. CONSOLIDATED DETAILS OF GUARANTEE GIVEN:

Particulars	As at March 31, 2018	As at March 31, 2017
A. Bank Guarantees Outstanding	47,793.23	36,496.35
Expired Bank Guarantees	5,666.75	4,420.42
Bank Guarantees given on behalf of TTL	432.90	453.89
Bank Guarantees given on behalf of TTL, since expired	-	-
Corporate Guarantees	-	318.87
Corporate Guarantees Expired	318.87	-
B. Letters of Credits	7,630.51	3,842.47

46. Balances of Debtors and Creditors of the Group including BSNL, MTNL, MPRRDA, PGCIL and others are subject to confirmation and reconciliation.

47.(i) Consolidated Details of Foreign Currency (Unhedged) Exposure:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	INR (in Lakhs)	Foreign Currency	INR (in Lakhs)	Foreign Currency
Import Creditors (Unhedged)	2598.02	USD 3,992,664.76	2,094.75	USD 3,229,153.00
Unsecured Loans (Banks)	850.65	USD 1,307,288.73	38.20	USD 58,893.56

(ii) Consolidated Details of Amount receivable in Foreign Currency (Unhedged) on account of the following:

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	INR (in Lakhs)	Foreign Currency	INR (in Lakhs)	Foreign Currency
Export Debtors	15.96	USD 24,522.29	15.90	USD 24,522.29
Call Deposit / Current Account with Banks	15.53	USD 23,859.54	30.37	USD 46,822.09
	0.07	GBP 77.42	0.06	GBP 77.36
	4.29	EUR 5,365.54	3.81	EUR 5,505.52

(iii) Overseas Projects / Branches: Project periods typically range from 1 to 3 years. Payables/ Receivables being in the same currency, unhedged portion represents surplus to be repatriated to India after the completion of the project.

48. A) Income / Expenditure in Foreign Currency

Description	Year Ended March 31, 2018	Year Ended March 31, 2017
Inflow		
Amount repatriated from Foreign Projects	2,269.61	6,893.00
Expenditure		
Import on CIF Basis (Traded Goods)	1,893.93	820.15
Contractual Payments	84.49	144.62
Others	91.70	223.80

B) Consumption of imported and indigenous materials consumed:

Item	Year Ended March 31, 2018		Year Ended March 31, 2017	
	Amount	% of total consumption	Amount	% of total consumption
a) Imports:				
Raw Materials	0.14	0.00	53.08	0.43
Stores & Spares	0.78	0.01	-	-
Loose Tools			-	-
b) Indigenous:				
Raw Materials	89.05	1.01	93.83	0.77
Stores & Spares	8,723.18	98.82	12,042.13	98.50
Loose Tools	14.40	0.16	36.30	0.30
TOTAL	**8,827.55**	**100.00**	**12,559.89**	**100.00**

C) In compliance of Ind AS 21, the company has following Functional & Presentation currency :

Division	Functional Currency	Presentation Currency
TCIL	INR	INR
TCIL- Mauritius	MUR	INR
TCIL – Kuwait	KD	INR
TCIL – KSA	SAR	INR
TCIL – Oman	OR	INR
TCIL – Sierra Leon	SLL	INR
TCIL – Algeria	DZD	INR
TCIL – Ethiopia	ETB	INR
TCIL – Botswana	BWP	INR
TCIL – Nepal	Nepalese Rupee	INR
TCIL – Bhutan	NU	INR
TCIL – UAE	AED	INR
TCIL – Qatar	QAR	INR
TCIL – Sri Lanka	LKR	INR

49. The Group, wherever required, has not received any information from suppliers regarding their status under the Micro, Small and Medium enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/ payable as required under the said Act could not be ascertained.

50. (a) In Kuwait, transactions including purchase of assets in connection with the contracts have been carried out in the name of Agents/JV companies. The written down value (WDV) of Fixed Assets in the name of Agents/JV companies as of March 31, 2018 amounts to Rs 212.66 Lakhs (As on March 31, 2017 - Rs 246.38 Lakhs).

(b) The company has undertaken three projects on Built- Operate- Transfer (BOT) basis as per the Concession Agreement with the government authorities. Of the three, two are being operated through separate SPV's. Under the agreements, concession periods for toll collection or annuity payments range from 15 to 28 years. At the end of the said concession period, the entire facilities are to be transferred to the concerned government authorities.

(c) The Company is executing the Project for Supply, Installation and Maintenance services of Hardware, Peripheral devices, operating system and connectivity for rural information &

communication Technology (ICT) Solution for Department of Posts (DOP), Govt. of India. The payment by DOP to the Company is linked to milestones. The Unbilled debtors as on 31.03.2018 include Rs 21,998 Lakhs (Previous year Rs 7,759.05 Lakhs) in respect of this project due to payment milestones.

51. Investments in ventures in India and outside India are classified as long term investments and are valued as per Accounting Policy No.1.12. During the year, the company has received dividend of Rs 2,047.20 Lakhs from Joint Venture Companies.

52. (a) The company made provision for all Regular CDA employees towards the 7th Pay Revision w.e.f. 01.01.2016 amounting to Rs 12.20 Lakhs during Financial Year 2015-16. Further provision of Rs 23.16 Lakhs & R 7.71 Lakhs has made during Financial Year 2016-17 and 2017-18 respectively

(b) The company is planning to introduce Defined Contribution Superannuation Pension Scheme for its regular employee's w.e.f. 01-04-2014. The company shall be contributing 5% of salary (Basic and Dearness Allowance) towards employer contribution. The company made provision amounting to Rs 456.52 Lakhs during Financial Year 2015-16. Further Provision of Rs 264.81 Lakhs & Rs 275.00 Lakhs ha made during Financial Year 2016-17 and 2017-18 respectively.

(C) The company has decided to pay 20% perks on revised basic w.e.f. 01-01-2017 to employees on IDA pattern. Provision amounting to Rs 650 Lakhs has been made in Books of Accounts for the Financial Year 2017-18 for the purpose. The existing perks @ 30% on pre revised basic shall be discontinued w.e.f. 01.01.2017

53. During the year, the company has written back Rs 859.38 Lakhs (Previous Year Rs 2,390.86 Lakhs) towards liabilities/provisions, made in earlier years, which are no longer required.

54. MODIFICATION IN ACCOUNTING POLICY :

During the Year, the company has modified its accounting policy no 1.12 for making impairment provision in respect of investment in subsidiaries, Joint ventures and associates in India or outside India.

As per the existing policy, in case of such unquoted investments, if there is decline in the performance of the company for thirty six months, the investment is shown at the reduced value. Now the following policy has been inserted in respect of certain long gestation projects "in case of investment in venture having operating project with long gestation period, no impairment is made during the initial period in which the company is expected to make losses, till the time the entire loss is recouped, as per the approved feasibility report".

The above insertion in the accounting policy has resulted in the company not making impairment provision of Rs 1,957 Lakhs in respect of one investment in a subsidiary. However there is no impact in the earlier years.

55. DISCLOSURE AS PER INDAS-11 ON "CONSTRUCTION CONTRACTS" ISSUED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA RELATING TO TURNKEY CONTRACTS :

S. No.	Particular	2017-18	2016-17
1.	Contract revenue recognized for the year	65,303.88	65,298.80
2.	The aggregate amount of cost incurred and recognized profits (less recognized losses) in respect of work in progress upto the reporting date	310,377.36	246,149.97
3.	Amount due from customers	78,806.86	57,291.80
4.	Advances received from customers & outstanding as at the year-end.	22,130.31	16,238.01
5.	Retention Money outstanding as at the year end	3,951.25	3,604.95

56. DISCLOSURE AS PER INDAS-19

The Consolidated status of "Gratuity Funds", "Post Retirement Medical Scheme" and "Leave Encashment" based on actuarial valuation are as follows:

S.No.	Particular	Gratuity (Funded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Post Retirement Medical Scheme (Unfunded)
1.	**Change in present value of obligations**				
	Present value of obligations as at 01.04.2017	2,904.70	211.41	1488.43	735.07
	Interest cost	217.85	15.86	111.63	55.13
	Current service cost	181.99	17.75	246.28	0.00
	Benefits paid	(214.57)	-	(357.18)	(33.69)
	Actuarial (gain)/loss on obligations	304.24	(20.55)	216.79	187.62
	Present value of obligations as at 31.03.2018	3,394.21	224.46	1705.95	944.12
2.	**Changes in the fair value of plan assets**				
	Fair value of plan assets as at 01.04.2017	2,255.32	15.35	-	-
	Expected return on plan assets	169.15	-	-	-
	Contribution	99.46	-	-	-
	Benefits paid	(214.57)	-	-	-
	Actuarial gain/(loss) on plan assets	-	-	-	-
	Return on plan assets excluding interest income	(1.69)	1.18		
	Fair value of plan assets as at 31.03.2018	2,307.67	16.53	-	-
3.	**Fair value of plan assets**				
	Fair value of plan assets as at 01.04.2017	2,255.32	15.35	-	-
	Actual return on plan assets	167.46	1.18	-	-
	Contributions	99.46	-	-	-
	Benefits paid	(214.57)	-	-	-
	Fair value of plan assets as at 31.03.2018	2,307.67	16.53	-	-
	Funded / (Unfunded) status	(1,086.54)	(224.46)	(1705.95)	(944.12)
4	**Actuarial gain /loss recognized**				
	Actuarial (gain)/Loss as on 01.04.2017	-	-	-	-
	Actuarial (gain)/Loss for the year-Plan assets	1.69	-	-	-
	Actuarial (gain)/Loss on obligations	304.24	(20.52)	236.43	187.62
	Actuarial (gain)/Loss recognized as on 31.03.2018	305.93	(20.52)	236.43	187.62
5.	**Amounts to be recognized in the Balance sheet and Statement of Profit & Loss**				
	Present value of obligations as at 31.03.2018	3,394.21	240.99	1705.95	944.12
	Fair value of plan assets as at 31.03.2018	2,307.67	16.53	-	-
	Funded / (Unfunded) status	2,307.67	(224.46)	-	-
	Net assets/ (liability) recognized in balance sheet	(1,086.54)	(224.46)	(1705.95)	(944.12)
6.	**Expenses recognized in the Statement of Profit & Loss**				
	Current service cost	181.99	17.75	246.28	-
	Interest cost	217.85	15.85	111.63	55.13
	Expected return on plan assets	(169.15)	-	-	-
	Net actuarial (gain)/loss recognized in the year	305.93	-	216.79	187.62
	Expenses recognized in the Statement of Profit & Loss	536.62	33.60	574.40	242.75

S.No.	Particular	Gratuity	Gratuity	Leave Encashment	Post Retirement Medical Scheme
		(Funded)	(Unfunded)	(Unfunded)	(Unfunded)
7.	**Break-up of Actuarial gain/loss**				
	Actuarial (gain)/loss on arising from change in demographic assumption	-	-	-	-
	Actuarial (gain)/loss on arising from change in financial assumption	-	(7.69)	-	-
	Actuarial (gain)/loss on arising from experience adjustment	304.24	(12.83)	216.79	187.62
8.	**Maturity profile of Defined Benefit Obligation**				
	1st Year	96.43	5.07	439.61	34.30
	2nd Year	1,146.11	5.37	553.51	33.44
	3rd Year	461.44	5.69	514.67	32.53
	4th Year	429.33	6.02	471.66	31.59
	5th Year	352.04	6.38	455.46	30.60
	After 5th Year	9,695.50	492.29	3529.74	400.64

57. SEGMENT REPORTING AS PER IND AS 108

The Group operating segments are organized and managed separately through the respective directors, executive directors and group general managers, according to the nature of products and services provided with each segment representing a strategic business unit. These business units are reviewed by respective directors of the company.

The amounts reported to directors are based on the accounting principles used in the preparation of financial statements as per Ind AS. Segment's performance is evaluated based on segment revenue and segment result viz. profit or loss from operating activities before exceptional items. Accordingly, finance costs / income, non-operative expenses and exceptional items are not allocated to individual segment.

Inter segment pricing and terms are reviewed and changed by the management to reflect changes in market conditions and changes to such terms are reflected in the period change occurs.

Segment assets comprise assets directly managed by each segment and primarily include receivables, property, plant and equipment, capital work-in-progress, intangible assets, intangible assets under development, inventories, cash and cash equivalents, inter-segment assets. Segment liabilities primarily include operating liabilities. Segment capital expenditure comprises additions to property, plant and equipment and intangible assets.

The segent composition of the Group is identified as under:-

- Telecommunications Projects
- Civil /Infrastructure Projects
- Consultancy and Service Contracts
- Trading Activities.
- Other Operating Revenue.

Segments Revenue, Results, Assets and Liabilities include amounts identified to each segment. Other un-allocable Expenditure includes Revenue and Expenses which are not directly identifiable to the individual segments.

Operating Segment Information:

Company's segment information pursuant to IndAS-108 on 'Operating Segment' issued by the Institute of Chartered Accountants of India as at and for the year ended 31st March, 2018 is as follows:-

	Particulars	Telecommunications Projects		Civil / Infrastructure Projects		Consultancy and Service		Trading activities		Other		Unallocable		TOTAL	
		2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
1	**A. SEGMENT REVENUE**														
	External Turnover	45,562.80	54,324.72	20,854.40	11,681.43	34,309.78	34,446.01	21,333.41	11,650.35	2,313.64	2,645.95	-	-	124,374.03	114,748.46
	Inter Segment Turnover	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**45,562.80**	**54,324.72**	**20,854.40**	**11,681.43**	**34,309.78**	**34,446.01**	**21,333.41**	**11,650.35**	**2,313.64**	**2,645.95**	-	-	**124,374.03**	**114,748.46**
2	**Segment Result before Interest and Taxes**	12,638.21	16,373.72	882.48	(803.54)	6,947.11	8,561.82	2,637.25	908.26	2,315.74	2,645.18	(8,096.56)	(3,862.23)	17,324.23	23,823.21
	Less: Interest Expense	517.12	90.91	969.06	1,452.87	3.24	70.97		-		-	474.30	680.05	1,963.72	2,294.80
	Add: Interest Income	3.64	1.35	19.39	21.64	3.10	1.46		0.55	0.61	0.70	275.52	172.91	302.26	198.61
	Add: Prior period income (net)		-	-	-	-	-		-		-	-	-	-	-
	Add: Other income/exp	(3,422.58)	(9,464.04)	(796.72)	(410.07)	(1,914.58)	(3,721.75)	-	-	1.18	-	(4,689.66)	(1,712.02)	(10,822.36)	(15,307.88)
	Add: Exceptional Item	2.16	-	-	-	-	-		(47.41)		-		-	2.16	(47.41)
	Profit before tax	**8,704.31**	**6,820.12**	**(863.91)**	**(2,644.84)**	**5,032.39**	**4,770.56**	**2,637.25**	**861.40**	**2,317.53**	**2,645.88**	**(12,985.00)**	**(6,081.39)**	**4,842.57**	**6,371.73**
	Current tax	-	-	-	-	-	-		-		-	1,740.00	1,814.73	1,740.00	1,814.73
	Fringe Benefit Tax	-	-	-	-	-	-		-		-	-	-	-	-
	Deferred Tax	-	-	-	-							(353.45)	(945.61)	(353.45)	(945.61)
	Profit after tax	**8,704.31**	**6,820.12**	**(863.91)**	**(2,644.84)**	**5,032.39**	**4,770.56**	**2,637.25**	**861.41**	**2,317.53**	**2,645.88**	**(14,371.55)**	**(6,950.51)**	**3,456.02**	**5,502.61**
	Other Comprehensive Income	-		-	-	-	-	-	(47.48)	-	(3.72)	(846.56)	(115.14)	(846.56)	(166.34)
	Total Comprehensive Income net of Tax	**8,704.31**	**6,820.12**	**(863.91)**	**(2,644.84)**	**5,032.39**	**4,770.56**	**2,637.25**	**813.93**	**2,317.53**	**2,642.16**	**(15,218.11)**	**(7,065.65)**	**2,609.46**	**5,336.27**
3	**Other Information**														
	Segment Assets	294,893.42	289,078.14	38,877.31	39,451.01	40,136.57	45,022.94	19,007.17	14,132.44	827.42	256.95	67,374.37	45,883.28	461,116.26	433,824.76
	Segment Liabilities	80,512.41	77,651.81	51,999.54	43,380.42	40,229.72	37,598.18	20,135.01	16,608.04	996.80	-	31,348.45	18,820.04	225,221.93	194,058.49
	Capital Expenditure	68.48	410.07	995.79	8,195.03	23.20	473.13	2.53	3.79	-	-	186.73	78.23	1,276.73	9,160.25
	Depreciation	175.90	270.26	559.30	537.31	626.53	773.30	0.55	31.40	-	-	321.78	117.93	1,684.06	1,730.20

Geographical Segments :

(Rs In Lacs)

	Particulars	2017-18	2016-17
1	**Segment Revenue - External Turnover**		
	- Within India	86,086.09	77,011.51
	- Outside India		
	KSA	22,684.10	19,556.13
	Others	15,603.84	18,180.82
	Total Revenue	**124,374.03**	**114,748.46**
2	**Segment Assets**		
	- Within India	420,753.42	392,393.20
	- Outside India		
	KSA	20,019.49	17,999.96
	Others	20,343.35	23,431.60
	Total Assets	**461,116.26**	**433,824.76**
3	**Segment Liability**		
	- Within India	200,493.56	166,366.60
	- Outside India		
	Others	24,728.37	27,691.89
	Total Liability	**225,221.93**	**194,058.49**
4	**Capital Expenditure**		
	- Within India	1,021.97	8,421.96
	- Outside India		
	KSA	146.26	686.57
	Kuwait	87.68	47.63
	Others	20.82	4.11
	Total Expenditure	**1,276.73**	**9,160.25**

58. RELATED PARTY DISCLOSURE:

Disclosure pursuant to Ind AS-24 "Related Party Disclosures" issued by the Institute of Chartered Accountants of India

A. Key Management Personnel:

i) Chairman & Managing Director

Sh. A. Seshagiri Rao (since 28/08/2017, Afternoon)
Sh. A. K. Gupta (Additional Charge as CMD since 01/02/2016 till 28/08/2017, Forenoon)

ii) Wholetime Directors

Sh. A.K. Gupta, Director (Finance) retired on 30.11.2017
Sh. Narendra Jain, Director (Finance) from 27.03.2018
Sh. Rajesh Kapoor, Director (Technical) retired on 31.01.2018
Sh. Rajiv Gupta, Director (Projects) additional charge of Director (Finance) from 01.12.2017 to 26.03.2018)

iii) Company Secretary

Sh. Narendra Jain, up to 03.12.2017
Sh. A.V.V Krishnan from 04.12.2017

B. Subsidairy Companies

Tamil Nadu Telecommunications Ltd (TTL)
TCIL Oman LLC
TCIL Bina Toll Road Limited (TBTRL)
TCIL Lakhnadone Toll Road Limited (TLTRL)

C. Associate Companies/ Joint Venture Companies

TBL International Limited (TBL)
Bharti Hexacom Limited (BHL)
United Telecom Limited (UTL)
Telecommunications Consultants Nigeria Limited (TCNL)
Intelligent Communication Systems India Limited (ICSIL)

Disclosure in Respect of Related Party Transactions during the year :

Particulars	TTL		ICSIL		TBL		BHL		UTL		TCIL BINA TOLL ROAD LTD		TCIL LAKHNADONE TOLL ROAD LTD		TCIL OMAN LLC		TCNL		Joint Venture/ Subsidairy Cos.		Key Mgmt. Personnel including relative		Total	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Description of nature of transactions																								
Turnover	80.00	99.28	-	-	-	-	-	-	-	62.50	-	-	-	-	-	-	-	-	80.00	161.78	-	-	80.00	161.78
Other Income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Purchase of Material	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub Contractors payment	-	-	-	-	16.10	63.45	-	-	-	-	-	-	-	-	-	-	-	-	16.10	63.45	-	-	16.10	63.45
Employees Remuneration & Benefits	-	-	-	-	-	-	-	-	-	17.56	-	-	-	-	-	-	-	-	-	17.56	189.61	140.03	189.61	157.59
Other Expenses	-	-	-	-	-	-	-	-	-	11.15	-	-	-	-	-	-	-	-	-	11.15	-	-	-	11.15
Purchase of Fixed Assets	-	-	-	-	-	-	-	-	-	0.72	-	-	-	-	-	-	-	-	-	0.72	-	-	-	0.72
Dividend/Interest Income	-	-	7.20	7.20	-	-	2,040.00	5,775.00	-	-	-	-	-	-	-	-	-	-	2,047.20	5,782.20	-	-	2,047.20	5,782.20
Debtors and other receivables as at year end	7,290.10	6,817.70	-	0.72	-	-	-	-	62.50	74.57	7,318.95	6,885.90	3,476.15	2,874.85	0.36	2.57	-	-	18,148.06	16,656.31	-	-	18,148.06	16,656.31
Creditors and other payables as at year end	142.96	141.92	19.12	23.12	65.54	94.89	-	-	-	-	-	-	-	-	-	-	-	-	227.62	259.93	-	-	227.62	259.93
Bank/Corporate Guarantees Given	432.90	453.89	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	432.90	453.89	-	-	432.90	453.89
Amount written off	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Provision for doubtful debts	-	3,751.61	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3,751.61	-	-	-	3,751.61

59. DISCLOSURE AS PER INDAS-17 :

Operating Leases

The Company has taken office space, accommodations for staff and space for stores on lease. These are classified as operating leases. Lease payments in respect of office space and stores amounting to Rs 1,133.25 Lakhs (Previous year Rs 1,094.82 Lakhs) are shown under Note 32 'Administrative and Other Expenses'. Lease payments in respect of accommodations for staff amounting to Rs 659.11 Lakhs (Previous year Rs 454.67 Lakhs) form part of Note 30 'Personnel Expenditure'. These operating leases are cancellable and generally renewed on yearly basis.

Financial Leases

Non current financial liabilities – others (Note 18) includes, lease obligation of Rs 599.53 Lakhs relating to the land taken on non-cancellable lease by the company during March 1998 for 99 years, which has been classified as financial lease as per the requirement of IndAS-17.

Gross Lease rentals payable and Present value of Minimum Lease Payments (MLP) for each of the periods is as under: -

Particulars	As on 31st March 2018		As on 31st March 2017	
	Gross Lease Rentals Payable	Present Value of MLP	Gross Lease Rentals Payable	Present Value of MLP
Not later than one year	65.97	0.02	65.97	0.02
Later than one year and not later than five years	263.88	0.09	263.88	0.08
Later than five years	4870.90	599.42	4,936.87	599.44

60. BASIC & DILUTED EARNINGS PER SHARE

In compliance with IndAS-33 "Earning Per Share" issued by the Institute of Chartered Accountants of India, the elements considered for computation of Earnings Per Share (Basic &Diluted) are as under:

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Profit After Tax of the group (Rupees in Lakhs)	(1,448.87)	19,295.79
Weighted Average number of Equity Shares used for computing Earnings Per Share (Basic & Diluted) (Number)	59,200,000	59,200,000
Earnings Per Share (Basic & Diluted) (Rupees)	(2.45)	32.59
Face Value Per Share (Rupees)	10.00	10.00

61. THE RECONCILIATION OF THE ESTIMATED TAX EXPENSE AT STATUTORY INCOME TAX RATE TO INCOME TAX EXPENSE REPORTED IN THE STATEMENT OF PROFIT AND LOSS IS AS FOLLOWS:

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Profit/(Loss) before income taxes	**(797.05)**	**19,359.48**
Adjustment for Profit/(Loss) of jointly controlled enitity	(6791.73)	11408.19
Profit/(loss) before income taxes	**5,994.68**	**7,951.29**
Tax at Company's statutory income tax rate of 34.608% (31 March 2017 : 34.608%)	2,074.64	2,751.78
Adjustments in respect of allowances / disallowances		
Tax impact of exempted income	(708.49)	(2,001.10)
Tax impact of expenses which are disallowed	561.07	1,151.03
Tax impact of expenses which are allowed as per Income Tax act	(675.37)	(88.16)
Total Current Tax as per Statement of Profit & Loss	**1,251.85**	**1,813.55**

Significant components of net deferred tax liabilities / (assets) for the year ended March 31, 2018 are as follows:

Particulars	Opening Balance as on 01.04.2017	Recognised/ Reversed through Profit and Loss	Recognised/ Reversed through other Comprehen-sive income	Closing Balance as on 31.03. 2018
Deferred Tax Liabilities / (Asset) in relation to :				
Difference between book base and tax base of Property, plant & equipment	1,925.00	(213.63)	-	1,711.37
Allowance for expected credit loss	(3,245.68)	(26.78)	-	(3,272.46)
Effect of expenditure debited to statement of profit and loss but allowed for tax purposes on payment basis	(526.65)	(74.63)	-	(601.28)
Others	(539.30)	(40.83)	-	(580.13)
Net Deferred Liabilities/ (Asset)	**(2,386.63)**	**(355.87)***	-	**(2,742.50)**

* Includes exchange gain of Rs 2.42 Lakhs on conversion of foreign branches Deferred Tax.

62. IN ACCORDANCE WITH IND AS–37, PARTICULARS OF PROVISIONS ARE AS UNDER:

Particulars	Gratuity	Leave Encashment	Retirement Emp. Med. Scheme	Provision for Income Tax
Opening Balance	108.62	1,512.11	735.07	3,435.88
Addition during the Year	1428.69	577.15	242.75	1251.85
Withdrawn during the Year	-	-	-	-
Paid/Adjusted/Written Off during the Year	(108.62)	(356.87)	(33.69)	(274.67)
Closing Balance	1428.69	1732.39	944.13	4413.06

Particulars	Provision for Doubtful Debts	Provision for Doubtful Advance	Provision for losses in unfinished projects	Provision for Dimunition in value of Investment
Opening Balance	6,283.70	3,094.71	110.36	3.68
Addition during the Year	67.77	-	-	0.02
Withdrawn during the Year	-	-	-	-
Paid/Adjusted/Written Off during the Year	8.96	0.67	(5.26)	-
Closing Balance	6360.43	3095.38	105.10	3.70

63. CORPORATE SOCIAL RESPONSIBILITY

In view of Companies (Corporate Social Responsibility Policy) Rules, 2014, the company does not have 'Net Profits' in terms of Rule 2(f) as defined in these rules and thus the company is not liable for undertaking CSR expenditure under section 135 of the Companies Act, 2013. However the company has incurred an expenditure of Rs 134.83 Lakhs on CSR activities during the year. Out of this an amount of Rs 121.55 Lakhs has been incurred in India as per DPE Guideline and Rs 13.28 Lakhs in Mauritius as per the local law requirement of Mauritius.

Disclosures pertaining to the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities issued by ICAI.

a) Breakup of various heads of expenses included in CSR expenditure:

Name of the Organization	Project Details	Year Ended March 31, 2018	Year Ended March 31, 2017
Swachh Bharat Kosh	Contribution to Swachh Bharat Kosh	23.00	25.20
Clean Ganga Fund	Contribution to Clean Ganga Fund	23.00	-
Telecom Sector Skill Council	Skill development through Telecom Sector Skill Council	27.44	20.16
5 School in UP. Implementing agency is TCIL.	Tele-education Network for delivering education in under developed regions	10.58	19.57
Jal Nigam Ghazipur Uttar Pradesh	Installation of Solar Lights and Handpumps in Ghazipur, Uttar Pradesh	33.03	-
CSR Overhead Expenditure		4.50	0.08
CSR Expenditure in Mauritius as per their local law.		13.28	14.61
GRAND TOTAL		**134.83**	**79.62**

b) Additional disclosure in respect of CSR expenditure:

i) Gross amount required to be spent by the company during the year ended was Rs 134.83 Lakhs (Rs 79.62 Lakhs).

ii) Details of amount spent during the year:

Particulars	Year Ended March 31, 2018			Year Ended March 31, 2017		
	In Cash	Yet to be paid in cash	Total	In Cash	Yet to be paid in cash	Total
i) Construction/ Acquisition of any Asset	-	-	-	-	-	-
ii) On purpose other than (i) above	134.83	-	134.83	79.62	-	79.62
Total	**134.83**	-	**134.83**	**79.62**	-	**79.62**

64. IN RESPECT OF ONE OF THE SUBSIDIARY:

a) After restructuring as per the Sanctioned Scheme of erstwhile BIFR during 2010-11, the net worth of the Subsidiary Company was positive during 2010-11. However, during the year 2011-12 the net worth has again eroded. The Subsidiary Company was under rehabilitation period as per the erstwhile BIFR Sanctioned Scheme. Lack of executable orders and dull phase of Optical Fiber Cable (OFC) market from the year 2010-11 onwards is the reason for the poor performance.

During the year 2012-13 the Subsidiary Company had received order from BSNL for supply of 3206 KMs of OFC valuing Rs 1597.01 lakhs and successfully executed the order in time and got 50% add-on order of 1602 KMs and executed during 2013-14 valuing Rs 798.00 lakhs. These two were the only major orders executed during these two years.

Bharat Broadband Network Limited (BBNL), the Special Purpose Vehicle of the Government, had floated the tender towards the National Optic Fiber Network (NOFN) project to connect all the villages by broad band. The date of tender opening was 08.05.2013. Though the initial projection was 600000 KMs, the tender called for is to cover 404995 KMs under six packages based on geographical location. For this huge quantum, BBNL has fixed the delivery time frame of eight months only including initial two months for preliminary arrangements. The Subsidiary Company has participated in one package considering its production capacity to cover the quantum in the given short delivery period. The Subsidiary Company has received APO and given acceptance during February, 2014 for 5800 KMs including accessories. The Value of the APO is Rs 3190.44 lakhs. BBNL has proposed to issue PO in two phases of 50% each. During April, 2014, BBNL has issued the first 50% PO for 2900 KMs including accessories valuing Rs 1595.27 lakhs. Delivery period was upto October, 2014. BBNL has issued the consignee details in full periodically for four months consignments of 1740 KMs only. For fifth month consignment, consignee details were provided for only 48 KMs out of 580 KMs. Hence consignee details are not provided for balance around 1112 KMs. BBNL has extended the delivery schedule by another six months beyond October, 2014. Hence the supply of balance around 1112 KMs and second 50% PO for 2900 KMs was anticipated during 2016-17and 2017-18 for execution. However, BBNL did not decide on the consignees and no supply could, therefore, be made in 2016-17and 2017-18 also.

The Subsidiary Company has participated in the tender floated by BSNL for supply of 24,000 KMs of 24F HDPE DS OFC. The technical bid opened and the company has been technically qualified. Financial bid opened on 21.5.2015 which was followed by e reverse auction but Subsidiary Company could not compete in the e-reverse auction. The requirement of OFC in the country is huge; however the delay in procurement is due to various procedural matters / issues in execution of big projects by the Government Clients.

The Subsidiary Company is hoping to get continuous orders since the OFC market is picking up. At present railway orders in hand as on 31.03.2018 to be executed within 3 to 4 months works out to Rs 700.00 lakhs. The order booking position is expected to improve in future as there is huge requirement of OF cable for Tamilnadu Arasu Cable TV Corporation Limited (TACTV) for implementing BharatNet a scheme for making broadband connectivity available in rural areas of Tamilnadu. The Subsidiary company and the promoters of the Subsidiary company are taking various efforts for revival of the Subsidiary company as detailed below:

i. MOU was signed with ITI Limited (PSU) in the presence of Hon'ble Minister of Communication during the synergy meeting held on 22th February 2018 at New Delhi for contract manufacturing.

ii. The proposal of taking over the company by BSNL has been initiated. The Consultant appointed by the BSNL has submitted duediligence report after vetting the documents of the company.

iii. Diversion of existing skilled employees to Fiber Optic Splicing, Survey, Optical Laying Supervision and other telecom related service contractsto maximize the utilization of existing skilled manpower.

iv. To obtain Preferential orders from TamilnaduArasu Cable TV Corporation, State PSU, for supplying Optical Fiber Cable in Tamilnadu. Letter was sent from Dy Secretary to Government to MD of Tamilnadu Arasu Cable.

v. To obtain Turnkey contracts with the help of TCIL on nomination basis from DOT / PSUs / Tamilnadu Govt. and execute the orders so that excess skilled manpower will be utilized.

vi. Efforts are being made to carry out major repair / upgradation of plant and machineries in order to make the existing plant more operational.

vii. Company management is taking efforts to revive Subsidiary Company and a letter from Secretary, Telecom has been forwarded to Chief Secretary, Govt. of Tamilnadu in this regard.

viii. Since Subsidiary Company has 5.51 acres of vacant land which can only be used for telecom related industrial purpose, efforts are being taken to utilize vacant land by venturing into other areas by way of Joint Venture with public / private partners.

Considering the scope during the immediate future and Company's financial support the accounts have been prepared on going concern basis.

(b) No provision is made for one long pending debtors Rs 339.50 lakhs (previous year Rs 339.50 lakhs) in view of the arbitration proceeding completed against the Purchaser for which the Award was received on 14th January 2005 in favour of the Subsidiary Company but has since been challenged by the Purchaser in the court. Further the court remitted back the case to the Arbitrator for speaking orders which also had been awarded on 14th November 2014 in favour of the Subsidiary Company after arguments, cross examinations and written submissions. The purchaser has again appealed in the High Court. Last hearing was held on 23/03/2018. Now the matter is posted on list of final hearings of High court.

c) No provision is made for Rs 13.39 lakhs (previous year Rs 13.39 lakhs) due from RailTel which was under arbitration. In the Arbitration award, six claims were in favour of the Subsidiary Company and one against the Subsidiary Company. Subsidiary Company has appealed against the award in Delhi High Court and the proceedings are in progress.

d) Land:

i. The Subsidiary Company is currently in possession of 2.42 acres of land acquired from CMDA. In respect of the said land Memorandum of Lease cum Sale Agreement has been entered and on completion of payment, the Subsidiary Company has executed Sale Deed and the same in original was surrendered to SBI, which is yet to be returned by SBI for which due clearances were received from all the banks of the consortium. The Company is following up with SBI, in this regard.

ii. The Subsidiary Company is also in possession of 7.36 acres of free hold land of the Tamilnadu State Government. The cost of land determined by the Government in 2010 was paid by the Subsidiary Company. Land delivery receipt was issued to the Subsidiary Company by the Government. In the case of TN Government land, it is to be utilized for the purpose for which it is allotted.

e) Work-in-Progress under Inventories as on 31.03.2018 includes realizable scrap comprising short length cables, quality defects cables, excess production cables for operational reasons, type approval cables and disputed returned cables. The above items are saleable with further processing and re-testing to the same or other customers. Due provision is made in respect of non-moving/ slow moving WIP inventories wherever necessary.

f) A demand was raised by Income Tax Department towards tax to be deducted at source on Royalty amounting to Rs 25.42 lakhs (for the years 2000 -2001 and 2001 -2002) on the Subsidiary Company. They have however, paid the entire amount of demand, out of which Rs 21.94 lakhs are kept as recoverable. Appeal filed by the Subsidiary company for the above is pending in the Tribunal.

g) (i) A civil suit has been filed by the Subsidiary company in Delhi High court on 31.03.2011 to stay the Advance Purchase Order issued by BSNL, HQ for supply of 42000 KMs of OFC. This is in addition to the purchase order issued during January, 2011 for supply of 18000 KMs. The order for OFC supply is with Nylon 12 jacketing and subsequently BSNL has changed the specification with HDPE Double sheathing. During the year 2011-12 BSNL has floated tender for 42000 KMs with the new specification. Initially the case was filed in Delhi High Court against the APO. Now the matter is transferred from Delhi High court to District court (Patiala House) for deciding the APO. Now the matter is in progress. Last hearing was held on 19.05.2018. Arguments completed. Judgement will be pronounced on 21.08.2018

(ii) The Subsidiary Company has invoked Arbitration Clause during the year 2014-15 in respect of BSNL's short closure of the PO for supply of 18000 kms. The case is in progress under the Supreme Court of India. The next hearing is fixed on 13.08.2018

h) A writ petition has been filed by the Subsidiary Company in Madras High court during the year 2008 against BSNL for reducing the awarded rate during the scheduled delivery period, in one of their orders without giving effect to BSNL's amendment to the 'Fall clause' applicable from 01.08.2005. BSNL has rejected and returned the differential claim invoice of the Subsidiary company for Rs 139.91 lakhs. The case is pending in Madras High Court.

65. For certain items, the company and its subsidiaries have followed different accounting policies. However, impact of the same is not material.

66. Figures pertaining to the subsidiary companies have been reclassified wherever necessary to bring them in line with the group financial statements.

67. Previous year figures have been realigned/recast/regrouped wherever considered necessary.

These are the Notes referred to in Balance sheet and Statement of Profit and Loss

For and on behalf of the Board of Directors

For Hingorani M. & Co.
Chartered Accountants
Firm Regn.No. 006772N

(Pardeep Kumar)
Partner
M.No. 085630

N. Jain
Director (Finance)
DIN 06942419

A. Seshagiri Rao
Chairman & Managing Director
DIN 06364174

A.K. Jain
Executive Director (F & A)

A.V.V. Krishnan
Executive Director (F & CS)

Date: 09.08.2018
Place: New Delhi

COMMENTS OF THE COMPRTOLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (B) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED (TCIL) FOR THE YEAR ENDED 31 MARCH 2018

The preparation of financial statements of Telecommunications Consultants India Limited (TCIL) for the year ended 31 March 2018 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor/ auditors appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is/are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 9th August 2018.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Telecommunications Consultants India Limited (TCIL) for the year ended 31 March 2018 under section 143 (6) (a) of the Act. 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 statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors Report under Section 143 (6) (b) of the Act.

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

(Sangita Choure)
Director General of Audit (P&T)

Place: Delhi
Delhi: 10.09.2018

COMMENTS OF THE COMPRTOLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (B) READ WITH SECTION 129 (4) OF THE COMPANIES ACT, 2013 ON THE CONSOLIDATED FINANCIAL STATEMENTS OF TELECOMMUNICATIONS CONSULTANTS INDIA LIMITED (TCIL) FOR THE YEAR ENDED 31 MARCH 2018

The preparation of consolidated financial statements of **Telecommunications Consultants India Limited** for the year ended 31 March 2018 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor/ auditors appointed by the Comptroller and Auditor General of India under section 139 (5) read with section 129 (4) of the Act is responsible for expressing opinion on the financial statements under section 143 read with section 129 (4) of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 09.08.2018.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the consolidated financial statements of **Telecommunications Consultants India Limited** for the year ended 31 March 2018 under section 143 (6) (a) read with section 129 (4) of the Act. We conducted a supplementary audit of the financial statements of Telecommunications Consultants India Limited but did not conduct supplementary audit of the financial statements of TCIL-Bina Toll Road Limited, TCIL-Lakhnadone Toll Road Limited, Tamilnadu Telecommunications Limited (TTL) and Intelligent Communications Systems India Ltd. (ICSIL)1 for the year ended on that date. **Further, section 139(5) and 143(6) (a) of the Act are not applicable to Bharti Hexacom Ltd. (BHL), TCIL Bellsouth Ltd. (TBL) being private entities and TCIL Oman LLC, United Telecom Ltd (UTL), Telecommunications Consultants Nigeria Ltd (TCNL) being entities incorporated in Foreign countries under the respective laws, for appointment of their Statutory Auditor and for conduct of supplementary audit. Accordingly, Comptroller and Auditor General of India has neither appointed the Statutory Auditors nor conducted the supplementary audit of these companies.** 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 statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors' Report under Section 143 (6) (b) of the Act.

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

Place: Delhi
Delhi: 19.09.2018

(संगीता चौरे)
महानिदेशक लेखापरीक्षा (डाक व दूरसंचार)

1. ICSIL is selected for supplementary audit of accounts for the year 2017-18. The audit has not yet been conducted due to non-receipt of the accounts.