



**LIGHTING
THE WAY AHEAD**



**ANNUAL REPORT
2015-16**

From the Chairman's Desk



Dear Shareholders,

Warm Greetings...!!!

We are pleased to inform you that your Company has established itself as a leading player in the LED-based Lighting & Luminaires, world-class Fans, Wires & Cables, Lithium Ion Batteries and other electrical items.

With 58 years of rich legacy, the Group is committed towards making the best quality products at affordable prices through technological innovation, modernization, adoption of best practices and global bench marking. Besides ensuring human and environmental safety, EON is deeply committed to provide customer delight and satisfaction. The Company is guided by the vision to become premium brand in LED lighting and create value for its stakeholders.

In line with the Government's vision to promote energy efficiency in lighting, EON is committed to supply energy-efficient electrical products across the country. Through its focus on new generation cutting-edge technology, EON is playing an active role in conserving power for the energy-starved nation. Being a growth driven Company, EON continues to focus on increasing its market share and at the same time optimizing the costs to evolve into an organization which all stakeholders can increasingly be proud of.

Major achievements that have led EON to the path breaking success have been through the effective introduction of innovative LED Lighting initiatives, such as:

Leading Street Lighting Player- Given the NDA Government's thrust on energy efficiency, energy savings and its 'Make in India' programme, the manufacture, supply and installation of streetlights was identified as the key area where the use of LED streetlights can immediately lower power consumption for the Nation. EON is closely working with Energy Efficiency Services Limited (EESL) – a public sector undertaking that has been tasked by the Ministry of Power, Government of India to execute energy-efficiency projects. This mandate includes replacing power guzzling sodium/mercury vapour and other conventional lighting systems with state-of-the-art LED lighting systems. The project is by far one of the biggest LED street-lighting projects in the world.

The Company has successfully installed LED streetlights by replacing conventional streetlights in, Aligarh and Varanasi, U.P. and Jodhpur and other cities of Rajasthan. The Company is committed to support EESL execute energy conservation projects in many other states across the country.

Mobile Van Promotion – EON launched its Energy Efficiency Promotion Van from its corporate office in Noida. The campaign aimed to create awareness about the energy efficiency products offered by EON and help build a long-term relationship with end customers. The initiative was in line with the Government's vision to promote energy efficiency through the use of energy efficient lighting products like LED Bulbs etc. under the Domestic Efficient Lighting Programme (DELP).

Considering environmental sustainability as a social concern, EON focuses on delivering quality products with the use of energy efficient technologies for the betterment of the environment, thus creating savings for the consumers. With the mobile Van promotion activity, EON aimed not only to increase its brand awareness but also communicate to consumers the new, innovative advantages of using eco-friendly lighting products for the conservation of power, safety of environment thereby ensuring more smiling faces.

I take this opportunity to thank all our Shareholders for their attachment and loyalty to the Company's vision and growth.

I am very optimistic about EON's continued growth in the future and committed to all our stakeholders and to the communities we work in for sustainable, profitable growth with continual community engagement.

Thank you all for your continued support which I gently appreciate and cherish.

With kind and cordial regards,

V.P. Mahendru
Chairman & Managing Director

“LED ing the way to digitalize India”

CORPORATE INFORMATION

Chairman & Managing Director

Mr. Ved Prakash Mahendru

Whole-Time Directors

Mr. Vivek Mahendru

Mr. Vinay Mahendru

Independent Directors

Mr. Ramesh Chander Bansal

Mr. Ajoy Kumar Ghosh

Mr. Ranjan Sarkar

Dr. Rashmi Vij

Chief Financial Officer

Mr. K.B. Satija

Company Secretary & Compliance Officer

Mr. Vinay Aggarwal

Statutory Auditors

M/s. J. C. Bhalla & Co.,
Chartered Accountants

Bankers

State Bank of Patiala

Registrar and Transfer Agent

M/s Alankit Assignments Limited
Alankit Heights, 1E/13, Jhandewalan Extn.
New Delhi-110055, India

Registered Office

1048, Sector-14,
Sonepat, Haryana - 131001

Corporate Office

B-88, Sector - 83
Noida - 201305, (U.P)

Head Office

208, Hemkunt Tower
98, Nehru Place, New Delhi - 110019

Plant Locations

Unit : I

Plot No. 10, Sector 4, SIDCUL,
Haridwar, Uttarakhand - 249403

Unit : II

Plot No. 28-29, Sector 6B, SIDCUL,
Haridwar, Uttarakhand - 249403

Unit : III

Plot No. 1C, Sector 7, SIDCUL,
Haridwar, Uttarakhand - 249403

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DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 27th Annual Report on the business and operations of your Company along with the Audited Financial Statements for the Financial Year ended March 31, 2016.

FINANCIAL RESULTS

The financial performance of your Company for the Financial Year ended March 31, 2016 is summarized below:

Particulars	Standalone		Consolidated	
	Financial Year ended 31.03.2016	Financial Year ended 31.03.2015	Financial Year ended 31.03.2016	Financial Year ended 31.03.2015
Sales & Other Income	182.43	136.78	182.43	136.78
Operating Profit / (Loss) (EBITDA)	6.88	(10.67)	6.88	(10.68)
Finance Costs	9.19	7.40	9.19	7.40
Depreciation and Amortisation Expense	2.14	2.12	2.14	2.12
Profit/(Loss) before Exceptional items and Tax	(4.45)	(20.19)	(4.45)	(20.20)
Exceptional Items	0.30	1.23	0.30	1.23
Profit/(Loss) before Tax	(4.15)	(18.96)	(4.15)	(18.97)
Less: Tax Expense	(0.13)	1.47	(0.13)	1.47
Profit / (Loss) after Tax	(4.02)	(20.43)	(4.02)	(20.44)
Profit/(Loss) for the year	(4.02)	(20.43)	(4.02)	(20.44)
Add: Balance brought forward from previous year	(31.94)	(11.44)	(32.94)	(12.43)
Less: Adjustment related to Fixed Assets	-	(0.07)	-	(0.07)
Balance carried over to Balance sheet	(35.96)	(31.94)	(36.96)	(32.94)
Earnings per Share (Face Value of Rs.5/- per Equity Share)	(2.50)	(12.73)	(2.50)	(12.73)

FINANCIAL HIGHLIGHTS (On Standalone basis)

There has been a significant improvement in the Turnover and Profitability of the Company during the financial year ended March 31, 2016.

During the financial year under review, your Company has achieved Sales and Other Income of Rs.182.43 crores as against Rs.136.78 crores in the previous financial year 2014-15, thereby recording a growth of 33.36% over the previous financial year 2014-15. The Loss before Tax for the financial year ended March 31, 2016 stood reduced to Rs.4.15 crores as against Rs.18.96 crores in the previous financial year ended March 31, 2015.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of your Company for the financial year 2015-16, have been prepared in compliance with the applicable provisions of the Companies Act, 2013, Accounting Standards and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DIVIDEND AND RESERVES

Constrained by planned financial investments for faster growth, your Directors do not recommend any Dividend for the year under review.

The Company has not transferred any amount to General Reserve during the financial year 2015-16.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointments

During the period under review, Dr. Rashmi Vij was appointed as an Additional Director in the category of Independent Director by the Board of Directors, through resolution passed by circulation, on April 24, 2015. Subsequently, the Shareholders of the Company had, in their 26th Annual General Meeting held on September 29, 2015 approved the appointment of Dr. Rashmi Vij as Independent Director of the Company to hold office for a term of five consecutive years commencing from April 24, 2015 to April 23, 2020 and whose office shall not be liable to retirement by rotation.

Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Vivek Mahendru, Whole-time Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

The details of Director being recommended for re-appointment as required under Secretarial Standard 2 and Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the Notice convening the ensuing Annual General Meeting of the Company. Appropriate Resolution seeking your approval to the re-appointment of Director is also included in the Notice.

Key Managerial Personnel

Mr. Ved Prakash Mahendru, Chairman & Managing Director, Mr. Vivek Mahendru and Mr. Vinay Mahendru, Whole-time Directors, Mr. K B Satija, Chief Financial Officer and Mr. Vinay Aggarwal, Company Secretary & Compliance Officer are the Key Managerial Personnel of your Company in accordance with the provisions of Section 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Resignations & Appointments

During the period under review, Mr. Kumar Indramani, resigned as Sr. Manager (Legal) & Company Secretary w.e.f. October 19, 2016. Mr. Vinay Aggarwal has been appointed as Company Secretary & Compliance Officer of the Company w.e.f. May 23, 2016.

BOARD EVALUATION

The Companies Act, 2013 mandates formal annual evaluation by the Board of its own performance and that of Committees and individual Directors. Schedule IV to the Companies Act, 2013 provides that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Directors being evaluated.

Pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual evaluation of performance of Directors individually, Committees of the Board and the Board as a Whole.

The manner in which the evaluation has been carried out is explained in the Corporate Governance Report.

MEETINGS OF THE BOARD AND COMMITTEES

Six meetings of the Board of Directors were held during the year. The details of number of Meetings of the Board and various Committees of your Company are set out in the Corporate Governance Report which forms part of this report.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated under Section 149(6) of the Companies Act, 2013 read with Schedule IV and the Rules made thereunder, as well as under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In term of requirements of Schedule IV to the Companies Act, 2013 and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on March 23, 2016 for the Financial Year 2015-16.

The Independent Directors at the meeting reviewed the following:

- a. Performance of Non-Independent Directors and the Board as a whole;
- b. Performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors; and
- 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.

All the Independent Directors attended the meeting under the Chairmanship of Mr. Ramesh Chander Bansal.

REMUNERATION POLICY

In accordance with the provisions of Section 178 of the Companies Act, 2013 read with rules made there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on Nomination and Remuneration of Directors, KMPs and Senior Management of your Company is uploaded on the website of the Company: <http://www.eonelectric.com/investors/corporate-policys.html>.

AUDITORS**STATUTORY AUDITORS**

M/s. J. C. Bhalla & Co. Chartered Accountants, (FRN: 001111N), B 5, Sector 6, NOIDA – 201301 UP, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting. The Company has received their written consent and a certificate that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and that the re-appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed there under.

The Audit Committee and the Board of Directors recommend the re-appointment of M/s. J.C. Bhalla & Co. Chartered Accountants, (FRN: 001111N), as the Statutory Auditors of the Company in relation to the financial year 2016-17 till the conclusion of the next Annual General Meeting.

STATUTORY AUDITORS' REPORT

The observations of Statutory Auditors in their reports on Standalone and Consolidated Financials are self-explanatory and therefore do not call for any further comments.

COST AUDITORS

Pursuant to the provisions of Section 141 read with Section 148 of the Companies Act, 2013 and Rules made there under, Mr. Krishan Singh Berk, Cost Accountant (FRN: 102044 & Membership No. 2724), 365, Sector – 15, Faridabad – 121 007 Haryana, was appointed as the Cost Auditor of the Company for the financial year ended March 31, 2016.

Your Board, on the recommendation of the Audit Committee, has re-appointed Mr. Krishan Singh Berk, Cost Accountant, for auditing the cost records of the Company for the financial year 2016-17. In terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, appropriate resolution seeking your ratification of the remuneration of Mr. Krishan Singh Berk, Cost Accountant, is included in the Notice convening the 27th AGM of the Company.

SECRETARIAL AUDITORS

Your Board had appointed Mr. Manish Ranjan (FCS: 5074) of M/s Manish Ranjan & Associates, Company Secretaries, 503, 5th Floor, Nipun Tower, Plot No. 15, Community Centre, Karkardooma, Delhi – 110092, to conduct the Secretarial Audit of your Company for the financial year ending March 31, 2016. The Secretarial Audit Report is annexed herewith as 'Annexure - A' to this Report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Your Board of Directors has appointed M/s Navneet K Arora & Co., Company Secretaries, having Office at E8/1, Near Geeta Bhawan Mandir, Shivalik Road, Malviya Nagar, New Delhi – 110017, as the Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for the financial year ending March 31, 2017.

EXTRACT OF THE ANNUAL RETURN

The extract of the Annual Return in Form MGT – 9 as stipulated under Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, is annexed herewith as 'Annexure-B', to this Report.

RELATED PARTY TRANSACTIONS

In terms of Section 134(3)(h), there is no information to be provided regarding the particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013, except the transactions as stated in Note No. 38 of the Financial Statements. Accordingly, no transactions are being reported in Form No. AOC -2 in terms of Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

All related party transactions that were entered into during the year under review were in the ordinary course of business and on an arm's length basis and were in compliance with the applicable provisions of the Companies Act, 2013.

Moreover, on the recommendations of the Audit Committee, the Board had adopted the Policy on Related Party Transactions in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the provisions of the Companies Act, 2013.

The policy is uploaded at the below web link:

http://www.eonelectric.com/images/investors_pdf/PolicyOnRelatedPartyTransaction.pdf.

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

There are no material changes and commitments affecting the financial position of the Company that have occurred between the end of financial year on March 31, 2016 to which these Financial Statements relate and the date of this Report.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the financial year ended March 31, 2016.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as 'Annexure – C' to this Report.

RISK MANAGEMENT

Pursuant to the provisions of Section 134(3)(n) of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a Risk Management Policy and established a risk management framework to identify, mitigate and control the risks, which may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROLS

The Company has a comprehensive Internal Financial Controls system with reference to Financial Statements. During the year, such controls were tested and no reportable material weakness in the design or operations were observed.

The report on the Internal Financial Control issued by the M/s. J. C. Bhalla & Co. Chartered Accountants, (FRN: 001111N), the Statutory Auditors of the Company forms part of the Annual Report. In the opinion of the Board, the existing Internal Financial Control framework is adequate and commensurate with the size and nature of the business of the Company.

WHISTLE BLOWER AND VIGIL MECHANISM

Your Company has formulated a Vigil Mechanism in place namely, Whistle Blower Policy, in accordance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 4 (d)(iv) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 to deal with instances of unethical behaviour, actual or suspected, fraud or violation of Company's Code of Conduct. The details of policy is explained in Corporate Governance Report and also uploaded on Company's website under the web link:

http://www.eonelectric.com/images/investors_pdf/WhistleBlowerPolicy.pdf

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) amended Rules, 2016 are provided in the 'Annexure D' to this Report.

Pursuant to the provisions of Section 197(12) of Companies Act, 2013 read with Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) ammended Rules, 2016, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said rules is also given in 'Annexure D'.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules 2014, the statement containing salient features of the Financial Statements of the Company's Joint Ventures / Associates (in form AOC-1) is attached to this Report as 'Annexure E'.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations during the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the Financial Year 2015-16, the provisions of Section 186 of the Companies Act, 2013 were not applicable on the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions of 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

DEPOSITS

The Company has not accepted/received any deposits during the year under report falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (a) that in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards and Schedule III to the Companies Act, 2013, have been followed and there are no material departures from the same;
- (b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the loss of the Company for the year ended on that date;
- (c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) that the annual accounts have been prepared on a going concern basis;
- (e) that proper internal financial controls to be followed by the Company were laid down and that such internal financial controls were adequate and operating effectively; and
- (f) that proper systems to ensure compliance with the provisions of all applicable laws were in place and such systems were adequate and operating effectively.

OTHER INFORMATION**Management Discussion and Analysis Report**

Management Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed herewith as 'Annexure F' to this Report.

Certificate on Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India. The report on Corporate Governance as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report and annexed herewith as 'Annexure G' to this Report.

The requisite certificate from M/s. J. C. Bhalla & Co. Chartered Accountants, (FRN: 001111N), Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance is annexed herewith to this Report.

Prevention of Sexual Harassment at Workplace

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the Rules made thereunder. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. There was no complaint received from any employee of the Company during the financial year 2015-16.

Listing of Shares

The shares of the Company are listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

The Company entered into Uniform Listing Agreement with the BSE Limited and the National Stock Exchange of India Limited in the month of February in order to carry out a novation of the erstwhile Listing Agreement.

The Company has paid annual listing fee for the Financial Year 2016-17 to the BSE Limited and the National Stock Exchange of India Limited.

Personnel

Personnel relations with all employees and workers remained cordial and harmonious throughout the year. Your Directors wish to place on record their sincere appreciation for the devoted services of all the employees and workers of the Company.

Acknowledgements

Your Company's organizational culture upholds professionalism, integrity and continuous improvement across all functions, as well as efficient utilization of the Company's resources for sustainable and profitable growth.

The Directors wish to place on record their appreciation for the valuable co-operation and support received from the Government of India, various State Governments, the Banks and other stakeholders such as, shareholders, customers and suppliers, among others. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. The Directors look forward to their continued support in future.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

ANNEXURE "A"**Form No. MR-3
SECRETARIAL AUDIT REPORT**

For The Financial Year Ended On 31st March, 2016

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

SECRETARIAL AUDIT REPORT

For The Financial Year Ended On 31st March, 2016

**To
The Members
Eon Electric Limited
House No. 1048, Sector-14,
Sonapat – 131001, Haryana**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Eon Electric Limited** (hereinafter called the Company). The 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 company's books, papers, documents, 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 year ended on 31st March, 2016 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, 2016 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;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (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 Borrowing; (Not applicable to the Company during the audit period)
- (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) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities), Regulations, 2008; (Not applicable to the Company during the audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993, regarding the Companies Act, 2013 and dealing with the clients.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and; (Not applicable to the Company during the audit period)

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have also examined compliance with the applicable clauses of:

- Secretarial Standards issued by the Institute of Company Secretaries of India, to the extent applicable;
- The Listing Agreements entered into by the Company with the BSE Limited and the National Stock Exchange of India Limited.

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

We further report that based on the information provided by the Company, its officers and authorized representatives and departmental heads during the conduct of the audit and also on the review of the compliance reports by the departmental heads/ Company Secretary/ Chief Financial Officer and the Whole-time Director (designated as the Compliance Officer), taken on record by the Board of Directors, in our opinion, adequate systems and process and control mechanisms exist in the Company to monitor and ensure compliance with the applicable general laws including Labour, Environmental and Competition Laws.

We further report that the compliance of the applicable financial laws like the Direct and Indirect Tax laws, by the Company, has not been reviewed for the period under the audit, as the same are the subject to review by the statutory auditors and other designated professionals.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice was 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. In case of shorter notice, the company has complied with the provisions of Section 173 of the Companies Act, 2013.
- All the decisions were carried unanimously as evident from the minutes of the meeting of the Board and other Committees recorded and duly signed by the Chairman, there were no dissenting members' views during the audit period and therefore dissenting members' views are not required to be captured and recorded as part of 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 in pursuance of the above referred laws, rules, regulations, guidelines etc. having a major bearing on the Company's affairs.

For **Manish Ranjan & Associates**
Company Secretaries

Manish Ranjan
FCS No: 5074
C. P. No.:3709

Date: 05th July, 2016
Place: Delhi

ANNEXURE - B
**FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31.03.2016

*[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management & Administration) Rules, 2014]*
I. REGISTRATION & OTHER DETAILS:

i)	CIN	L31200HR1989PLC035580
ii)	Registration Date	November 06, 1989
iii)	Name of the Company	Eon Electric Limited
iv)	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
v)	Address of the Registered office & Contact details	House No. 1048, Sector 14, Sonepat – 131001, Haryana Tel: 0120-3096724 Fax: 0120-3096800 Email: corporate@eonelectric.com Website: www.eonelectric.com
vi)	Whether Listed Company Yes / No	Yes
vii)	Name, Address & Contact details of the Registrar & Transfer Agent, if any	M/s Alankit Assignments Limited Alankit Heights, 1E/13 Jhandewalan Extension, New Delhi-110 055 Tel: 011-4254 1234, 011-23541234 Fax: 011-2355 2001 Email: info@alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of Main Products / Services	NIC Code of the Product/ Service	% to total turnover of the Company
1.	Lighting	3150	54.84%
2.	Cables & Wires	3130	27.20%
3.	Electrical Consumer Durables	2930	12.26%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name and Address of the Company	CIN/GLN	Holdings/ Subsidiary/ Associate	% of shares held	Applicable Section
	NIL				

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	[As on 01-April-2015]				[As on 31-March-2016]				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	23,32,230	-	23,32,230	14.52	23,30,690	-	23,30,690	14.52	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	72,61,433	-	72,61,433	45.22	72,61,433	-	72,61,433	45.22	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub - Total (A)(1):-	95,93,663	0	95,93,663	59.74	95,92,123	0	95,92,123	59.74	0
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub - Total (A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	95,93,663	0	95,93,663	59.74	95,92,123	0	95,92,123	59.74	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub - Total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	10,29,092	900	10,29,992	6.42	11,39,716	900	11,40,616	7.1	0.68
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	35,78,569	7,06,277	42,84,846	26.69	39,58,496	6,86,382	46,44,878	28.92	2.23
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	8,86,560	-	8,86,560	5.52	3,81,886	-	3,81,886	2.38	-3.14
c) Others (specify)	-	-	-	-	-	-	-	-	-
Foreign Individuals or NRI	2,61,905	500	2,62,405	1.63	2,97,463	500	2,97,963	1.86	0.23
Sub - Total (B)(2):-	57,56,126	7,07,677	64,63,803	40.26	57,77,561	6,87,782	64,65,343	40.26	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	57,56,126	7,07,677	64,63,803	40.26	57,77,561	6,87,782	64,65,343	40.26	0
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	1,53,49,789	7,07,677	1,60,57,466	100	1,53,69,684	6,87,782	1,60,57,466	100	0

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	M/s VPM Electricals Pvt. Ltd.	50,17,177	31.24	0	50,17,177	31.24	0	0
2	M/s VPM Industrial Services Corporation LLP	22,44,256	13.98	0	22,44,256	13.98	0	0
3	Mr. Ved Prakash Mahendru	9,09,413	5.66	0	9,09,413	5.66	0	0
4	Mr. Vivek Mahendru	5,90,660	3.68	0	5,90,660	3.68	0	0
5	Mr. Vinay Mahendru	5,76,707	3.59	0	5,76,707	3.59	0	0
6	Mrs. Ratna Mahendru	1,33,932	0.83	0	1,33,932	0.83	0	0
7	Mrs. Bela Mahendru	1,19,978	0.75	0	1,19,978	0.75	0	0
8	Mr. Keshav Mahendru	1,540	0.00	0	0	0	0	-0.00
	Total	95,93,663	59.74	0	95,92,123	59.74	0	

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

S. No.	Particulars	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	M/s VPM Electricals Pvt. Ltd.				
	At the beginning of the year	50,17,177	31.24	50,17,177	31.24
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			50,17,177	31.24
2	M/s VPM Industrial Services Corporation LLP				
	At the beginning of the year	22,44,256	13.98		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			22,44,256	13.98
3	Mr. Ved Prakash Mahendru				
	At the beginning of the year	9,09,413	5.66		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			9,09,413	5.66
4	Mr. Vivek Mahendru				
	At the beginning of the year	5,90,660	3.68		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			5,90,660	3.68
5	Mr. Vinay Mahendru				
	At the beginning of the year	5,76,707	3.59		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			5,76,707	3.59
6	Mrs. Ratna Mahendru				
	At the beginning of the year	1,33,932	0.83		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			1,33,932	0.83
7	Mrs. Bela Mahendru				
	At the beginning of the year	1,19,978	0.75		
	Increase / (Decrease) in Shareholding during the year		(No Change)		
	At the end of the year			1,19,978	0.75
8	Mr. Keshav Mahendru				
	At the beginning of the year	1,540	0.00		
	Increase / (Decrease) in Shareholding during the year (Sold on June 27, 2015)	-1,540	-0.00	0	0
	At the end of the year			0	0

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 end 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	Adani Properties Pvt Ltd				
	At the beginning of the year	150000	0.93	150000	0.93
	Sold on 17/04/2015	-150000	-0.93	0	0
	At the end of the year 31/03/2016			0	0
2	My Money Securities Limited				
	At the beginning of the year	115461	0.72	115461	0.72
	Sold on 17/04/2015	-2000	-0.01	113461	0.71
	Purchased on 01/05/2015	1395	0.01	114856	0.72
	Purchased on 08/05/2015	676	0	115532	0.72
	Purchased on 15/05/2015	2740	0.02	118272	0.74
	Purchased on 05/06/2015	388	0	118660	0.74
	Purchased on 12/06/2015	12667	0.08	131327	0.82
	Purchased on 26/06/2015	1250	0.01	132577	0.83
	Purchased on 03/07/2015	7255	0.05	139832	0.87
	Purchased on 10/07/2015	10300	0.06	150132	0.93
	Purchased on 17/07/2015	17050	0.11	167182	1.04
	Purchased on 24/07/2015	4805	0.03	171987	1.07
	Purchased on 31/07/2015	2521	0.02	174508	1.09
	Sold on 07/08/2015	-150	0	174358	1.09
	Purchased on 14/08/2015	8000	0.05	182358	1.14
	Purchased on 21/08/2015	17791	0.11	200149	1.25
	Purchased on 28/08/2015	14615	0.09	214764	1.34
	Purchased on 04/09/2015	8353	0.05	223117	1.39
	Purchased on 11/09/2015	811	0.01	223928	1.39
	Purchased on 18/09/2015	1100	0.01	225028	1.4
	Purchased on 09/10/2015	5000	0.03	230028	1.43
	Sold on 16/10/2015	-5229	-0.03	224799	1.4
	Sold on 16/10/2015	-186034	-1.16	38765	0.24
	Sold on 20/11/2015	-11000	-0.07	213799	1.33
	Sold on 27/11/2015	-11000	-0.07	202799	1.26
	Sold on 04/12/2015	-8500	-0.05	194299	1.21
	Sold on 11/12/2015	-3000	-0.02	191299	1.19
	Purchased on 18/12/2015	605	0	191904	1.2
	Sold on 25/12/2015	-13000	-0.08	178904	1.11
	Sold on 31/12/2015	-31500	-0.2	147404	0.92
	Purchased on 01/01/2016	1000	0.01	148404	0.92
	Purchased on 08/01/2016	600	0	149004	0.93
	Purchased on 15/01/2016	3261	0.02	152265	0.95
	Purchased on 22/01/2016	9739	0.06	162004	1.01
	Purchased on 29/01/2016	10000	0.06	172004	1.07
	Purchased on 26/02/2016	33656	0.21	205660	1.28
	Sold on 04/03/2016	-8000	-0.05	197660	1.23
	Sold on 11/03/2016	-6127	-0.04	191533	1.19
	Sold on 18/03/2016	-4500	-0.03	187033	1.16
	Sold on 25/03/2016	-3386	-0.02	183647	1.14
	Sold on 31/03/2016	-3000	-0.02	180647	1.13
	At the end of the year 31/03/2016			180647	1.13

S. No.	For Each of the Top 10 Shareholders	Shareholding at the end 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
3	Isha Securities Limited				
	At the beginning of the year	102139	0.64	102139	0.64
	Sold on 10/04/2015	-11000	-0.07	91139	0.57
	At the end of the year 31/03/2016	-	-	91139	0.57
4	B.P. Equities Pvt. Ltd.				
	At the beginning of the year	81657	0.51	81657	0.51
	Purchased on 10/04/2015	500	0	82157	0.51
	Purchased on 17/04/2015	1000	0.01	83187	0.52
	Purchased on 24/04/2015	2000	0.01	85187	0.53
	Purchased on 01/05/2015	810	0.01	85967	0.54
	Purchased on 08/05/2015	1004	0.01	86971	0.54
	Purchased on 15/05/2015	4200	0.03	91171	0.57
	Purchased on 22/05/2015	1950	0.01	93121	0.58
	Purchased on 29/05/2015	950	0.01	94071	0.59
	Purchased on 05/06/2015	16757	0.1	110828	0.69
	Purchased on 12/06/2015	3579	0.02	114407	0.71
	Purchased on 19/06/2015	5520	0.03	119927	0.75
	Purchased on 26/06/2015	1150	0.01	121077	0.75
	Sold on 03/07/2015	-121077	-0.75	0	0
	Purchased on 10/07/2015	35200	0.22	35200	0.22
	Sold on 17/07/2015	-200	0	35000	0.22
	Purchased on 31/07/2015	2702	0.02	37702	0.23
	Purchased on 07/08/2015	17448	0.11	55150	0.34
	Sold on 21/08/2015	-8000	-0.05	47150	0.29
	Purchased on 28/08/2015	8309	0.05	55459	0.35
	Purchased on 04/09/2015	1037	0.01	56496	0.35
	Purchased on 11/09/2015	377	0	56873	0.35
	Sold on 18/09/2015	-9808	-0.06	47065	0.29
	Sold on 16/10/2015	-1150	-0.01	45915	0.29
	Sold on 23/10/2015	-223	0	45692	0.28
	Purchased on 30/10/2015	38	0	45730	0.28
	Sold on 20/11/2015	-1150	-0.01	44580	0.28
	Purchased on 27/11/2015	5000	0.03	49580	0.31
	Sold on 04/12/2015	-3400	-0.02	46180	0.29
	Purchased on 11/12/2015	684	0	46864	0.29
	Sold on 18/12/2015	-1184	-0.01	45680	0.28
	Purchased on 25/12/2015	4150	0.03	49830	0.31
	Purchased on 31/12/2015	9350	0.06	59180	0.37
	Purchased on 08/01/2016	9498	0.06	68678	0.43
	Purchased on 15/01/2016	10	0	68688	0.43
	Purchased on 22/01/2016	20	0	68708	0.43
	Sold on 29/01/2016	-3064	-0.02	65644	0.41
	Purchased on 26/02/2016	9000	0.06	74644	0.46
	Purchased on 04/03/2016	12313	0.08	86957	0.54
	Purchased on 18/03/2016	266	0	87223	0.54
	Purchased on 25/03/2016	3146	0.02	90369	0.56
	Sold on 31/03/2016	-8000	-0.05	82369	0.51
	At the end of the year 31/03/2016			82369	0.51

S. No.	For Each of the Top 10 Shareholders	Shareholding at the end 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
5	Chittiprolu Venkata Koteswara Rao				
	At the beginning of the year	70402	0.44	70402	0.44
	Sold on 19/06/2015	-1000	-0.01	69402	0.43
	Sold on 26/06/2015	-1000	-0.01	68402	0.43
	Sold on 10/07/2015	-1000	-0.01	67402	0.42
	Sold on 21/08/2015	-500	0	66902	0.42
	Sold on 23/09/2015	-2000	-0.01	64902	0.4
	Sold on 16/10/2015	-100	0	64802	0.4
	Sold on 23/10/2015	-802	0	64000	0.4
	Sold on 13/11/2015	-2500	-0.02	61500	0.38
	Sold on 20/11/2015	-1500	-0.01	60000	0.37
	Sold on 27/11/2015	-3000	-0.02	57000	0.35
	Sold on 25/12/2015	-2000	-0.01	55000	0.34
	At the end of the year 31/03/2016			55000	0.34
6	Sangita Balwant Jain				
	At the beginning of the year	67602	0.42	67602	0.42
	At the end of the year 31/03/2016			67602	0.42
7	Varsha Bhavesh Shah				
	At the beginning of the year	63450	0.4	63450	0.4
	At the end of the year 31/03/2016			63450	0.4
8	Dr. Ramesh Chimanlal Shah				
	At the beginning of the year	60950	0.38	60950	0.38
	Sold on 10/04/2015	-12930	-0.08	48020	0.3
	Sold on 26/06/2015	-3020	-0.02	45000	0.28
	Sold on 24/07/2015	-7112	-0.04	37888	0.24
	Sold on 07/08/2015	-7888	-0.05	30000	0.19
	Sold on 14/08/2015	-30000	-0.19	0	0
	At the end of the year 31/03/2016			0	0
9	Divyesh Ambalal Shah				
	At the beginning of the year	53856	0.34	53856	0.34
	Sold on 11/03/2016	-2603	-0.02	51253	0.32
	At the end of the year 31/03/2016			51253	0.32
10	Ravi Saxena				
	At the beginning of the year	50000	0.31	50000	0.31
	Sold on 18/12/2015	-12584	-0.08	37416	0.23
	Sold on 25/12/2015	-25416	-0.16	12000	0.07
	Sold on 31/12/2015	-12000	-0.07	0	0
	At the end of the year 31/03/2016			0	0
11	SAM Financial Services Pvt Ltd				
	At the beginning of the year	0	0	0	0
	Purchased on 31/12/2015	50000	0.31	50000	0.31
	Purchased on 08/01/2016	51750	0.32	101750	0.63
	At the end of the year 31/03/2016			101750	0.63
12	Wallfort Financial Services Ltd				
	At the beginning of the year	0	0	0	0
	Purchased on 25/12/2015	95323	0.59	95323	0.59
	Purchased on 31/12/2015	54677	0.34	150000	0.93
	Sold on 08/01/2016	-50000	-0.31	100000	0.62
	Purchased on 22/01/2016	25000	0.16	125000	0.78

S. No.	For Each of the Top 10 Shareholders	Shareholding at the end 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
	Sold on 29/01/2016	-25000	-0.16	100000	0.62
	At the end of the year 31/03/2016			100000	0.62
13	BP Equities Private Limited				
	At the beginning of the year	0	0	0	0
	Purchased on 17/04/2015	9	0	9	0
	Sold on 24/04/2015	-6	0	3	0
	Sold on 01/05/2015	-3	0	0	0
	Purchased on 03/07/2015	122077	0.76	122077	0.76
	Purchased on 10/07/2015	4	0	122081	0.76
	Sold on 31/07/2015	-24714	-0.15	97367	0.61
	Sold on 07/08/2015	-31774	-0.2	65593	0.41
	Sold on 14/08/2015	-2	0	65591	0.41
	Purchased on 21/08/2015	1	0	65592	0.41
	Sold on 28/08/2015	-6	0	65586	0.41
	Purchased on 04/12/2015	25	0	65611	0.41
	Sold on 11/12/2015	-25	0	65586	0.41
	Purchased on 25/12/2015	5812	0.04	71398	0.44
	Purchased on 31/12/2015	5054	0.03	76452	0.48
	Purchased on 01/01/2016	700	0	77152	0.48
	Purchased on 08/01/2016	10323	0.06	87475	0.54
	Purchased on 15/01/2016	151	0	87626	0.55
	Sold on 22/01/2016	-21	0	87605	0.55
	Purchased on 29/01/2016	2577	0.02	90182	0.56
	Purchased on 05/02/2016	463	0	90645	0.56
	Sold on 26/02/2016	-10	0	90635	0.56
	Sold on 04/03/2016	-1	0	90634	0.56
	Sold on 11/03/2016	-3	0	90631	0.56
	Sold on 31/03/2016	-18500	-0.12	72131	0.45
	At the End of the year 31/03/2016			72131	0.45
14	Nitin Kapil Tandon				
	At the beginning of the year	0	0	0	0
	Purchased on 11/12/2015	69000	0.43	69000	0.43
	At the end of the year 31/03/2016			69000	0.43
15	Divyam Tie up Private Limited				
	At the beginning of the year	0	0	0	0
	Purchased on 31/12/2015	66769	0.42	66769	0.42
	Purchased on 15/01/2016	60	0	66829	0.42
	At the end of the year 31/03/2016			66829	0.42

* Note: List of Top 10 shareholders were taken cumulatively as on 1st April, 2015 and as on 31st March, 2016. The increase / (decrease) in shareholding as stated above is based on details of beneficial ownership furnished by the depository.

v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each of the Directors and Key Managerial Personnel	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	Mr. Ved Prakash Mahendru, Chairman & Managing Director				
	At the beginning of the year	9,09,413	5.66		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			9,09,413	5.66
2	Mr. Vivek Mahendru, Whole-time Director				
	At the beginning of the year	5,90,660	3.68		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			5,90,660	3.68
3	Mr. Vinay Mahendru, Whole-time Director				
	At the beginning of the year	5,76,707	3.59		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			5,76,707	3.59
4	Mr. Ramesh Chander Bansal, Director				
	At the beginning of the year	800	0.00		
	Increase / (Decrease) in Shareholding during the year	(800)	(0.00)		
	At the end of the year			00	0.00
5	Mr. Ajoy Kumar Ghosh, Director				
	At the beginning of the year	00	0.00		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			00	0.00
6	Mr. Ranjan Sarkar, Director				
	At the beginning of the year	00	0.00		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			00	0.00
7	Dr. (Mrs.) Rashmi Vij, Director				
	At the beginning of the year	00	0.00		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			00	0.00
8	Mr. K B Satija, CFO				
	At the beginning of the year	05	0.00		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			05	0.00
9	Mr. Kumar Indramani, Sr. Manager (Legal) & Company Secretary*				
	At the beginning of the year	10	0.00		
	Increase / (Decrease) in Shareholding during the year	(No Change)			
	At the end of the year			10	0.00

*Resigned from the post of Sr. Manager (Legal) & Company Secretary w.e.f. October 19, 2015.

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

		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
(i)	Principal Amount	62,88,18,514	2,36,92,500	-	65,25,11,014
(ii)	Interest due but not paid	-	-	-	
(iii)	Interest accrued but not due	-	-	-	
Total (i+ii+iii)		62,88,18,514	2,36,92,500	-	65,25,11,014
Change in Indebtedness during the financial year					
* Addition		4,01,68,739	-	-	4,01,68,739
* Reduction		-	1,57,95,000	-	1,57,95,000
Net Change		4,01,68,739	(1,57,95,000)	-	2,43,73,739
Indebtedness at the end of the financial year					
(i)	Principal Amount	66,89,87,253	78,97,500	-	67,68,84,753
(ii)	Interest due but not paid	-	-	-	
(iii)	Interest accrued but not due	-	-	-	
Total (i+ii+iii)		66,89,87,253	78,97,500	-	67,68,84,753

vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:
(Amount in INR)

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. Ved Prakash Mahendru, CMD	Mr. Vivek Mahendru, WTD	Mr. Vivek Mahendru, WTD	
1	Gross Salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	51,00,000	64,80,000	64,80,000	1,80,60,000
(b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	7,74,600	7,44,600	7,44,600	22,63,800
(c)	Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
Total (A)		58,74,600	72,24,600	72,24,600	2,03,23,800
	Ceiling as per the Act	Rs.84 lakhs per annum can be paid to each Director (Whole-time/ Managing Director) (Maximum Remuneration payable as per Part -A, Section II of Schedule V to the Companies Act, 2013). The remuneration paid above is within the said limits and was approved by the shareholders of the Company at their AGM held on September 29, 2014.			

B. Remuneration to other Directors:**(Amount in INR)**

S. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Ramesh Chander Bansal	Mr. Ajoy Kumar Ghosh	Mr. Ranjan Sarkar	Dr. Rashmi Vij	
1.	Independent Directors					
	Fee for attending Board / Committee meetings	1,50,000	90,000	50,000	40,000	3,30,000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	1,50,000	90,000	50,000	40,000	3,30,000
2.	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending Board / Committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	1,50,000	90,000	50,000	40,000	3,30,000
	Total Managerial Remuneration (A) + (B)					2,06,53,800
	Overall Ceiling as per the Act	<p>Rs.84 lakhs per annum can be paid to each Director (Whole-time/ Managing Director) (Maximum Remuneration payable as per Part -A, Section II of Schedule V to the Companies Act, 2013). The remuneration paid above is within the said limits and was approved by the shareholders of the Company at their AGM held on September 29, 2014.</p> <p>Maximum amount of Rs.1 Lakh for each Director as sitting fee for attending each meeting of the Board or its Committee is allowed under the Act and the remuneration paid above is within this said limit.</p>				

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

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Kumar Indramani, Sr. Manager (Legal) & Company Secretary*	Mr. K B Satija, CFO	Total
1	Gross Salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,12,129	37,94,559	47,06,688
(b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	11,903	-	11,903
(c)	Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (A)	9,24,032	37,94,559	47,18,591

* Mr. Kumar Indramani had resigned as Sr. Manager (Legal) & Company Secretary w.e.f. October 19, 2015. Remuneration details of Mr. Kumar Indramani, Sr. Manager & Company Secretary include remuneration paid during April 01, 2015 to October 19, 2015.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

ANNEXURE “C”**Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014****A. CONSERVATION OF ENERGY**

Energy conservation measures have been implemented in the Works as well as in the Company's entire offices nationwide. Your Company is committed to continuously reduce energy consumption at its various units. Besides sustaining previous year initiatives, new measures were implemented during the year under report. Your Company has been striving to ensure environment friendly initiatives when implementing various projects on energy saving at its units.

Steps have been taken having impact on conservation of energy and for utilizing alternate sources of energy. Some of these include the following:

- Management of energy efficient resources
- Energy audit cells
- Light optimization through lux mapping & changing over to higher efficiency lighting solution such as LED.
- Replacement of conventional lamps with LED lamps.
- Rain water harvesting system at all manufacturing sites.
- Replacement of old and inefficient utilities such as DG sets pumps and motors and production equipment's etc.

B. TECHNOLOGY ABSORPTION

The following efforts are being made towards technology absorption:

Research & Development (R&D)

1. Specific areas in which R&D carried out by the Company: Continuous efforts are being made for integration of R&D activities with business needs so as to offer better value added products and services to our customers. Your Company continues to pursue innovation and applied research as means to sustain its global leadership in a competitive environment. Following are the areas in which the R&D is being carried out by the Company in the Financial Year 2015-16:
 - i) Development, testing and specification setting of products.
 - ii) Formulation and evaluation of inputs to enhance product quality and for other such applications.
2. Benefits derived as a result of the above R&D: Multifold benefits have been accrued as a result of R&D activities. Apart from strengthening of technical base, benefits have also been reflected in terms of:
 - i. Cost reduction, import substitution and strategic resource management.
 - ii. Quality evaluation of finished products and raw materials.
 - iii. Ensuring product quality.
 - iv. Entering new market segments.
 - v. Greater customer satisfaction.
3. Future plan of action: Your Company's creative & innovation team will continue to work on energy efficient process like:
 - i. Reducing wastage volume.
 - ii. Roll out of new range of differentiated products of international quality.
 - iii. Improvement of process and resource use efficiencies.
 - iv. All the efforts are being continued in the directions of product/process development as mentioned above.

4. Expenditure incurred on Research & Development (R&D):

a)	Capital	The development work is carried on by the concerned departments on an ongoing basis.
b)	Recurring	
c)	Total	
d)	Total R & D expenditure as a percentage of Total Turnover	The expenses and the costs of assets are grouped under the respective heads.

Technology Absorption, Adaptation and Innovation:

- a) Efforts, in brief, made towards technology absorption, adaptation and innovation:
- ✓ Technologies were successfully absorbed, resulting in a high production and new product development to meet existing and new customer requirements.
 - ✓ Technology innovations were successfully implemented to increase production and reduce the consumption of raw material, energy and utilities.
- b) Benefits derived as a result of the above efforts, e.g.,
- product improvement,
 - cost reduction,
 - product development,
 - import substitution, etc.:
- c) In case of imported technology (imported during the last 3 years reckoned the beginning of the financial year), following information may be furnished:
- a) Technology imported:
 - b) Year of import:
 - c) Has technology been fully absorbed?:
 - d) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action:

- NOT APPLICABLE- (The Company has not imported any Technology)

C. FOREIGN EXCHANGE EARNING AND OUTGO

Activities relating to exports; initiatives taken to increase exports; development of new export markets for production and services; and export plans.

- With objective to expand the reach of Company's products globally, the Management is also focusing on development of products as per requirement of foreign markets and appointment of channel partners for export sale.
- Promotional activities for strengthening of Eon brand and participation in exhibition in foreign countries for promotion of its products are some of the initiatives taken by the Company in this regard.

(INR in Lakhs)

S. No.	Particulars	2015-16	2014-15
1	Earnings in Foreign Currency	Nil	Nil
2	Expenditure in Foreign Currency	10.96	28.09
3	CIF Value of Imports	1,849.01	1,439.37

For and on behalf of the Board of Directors

Ved Prakash Mahendru

Chairman & Managing Director

DIN – 00005338

Place: New Delhi
 Date: August 13, 2016

ANNEXURE - D

(A) Details pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

- (i) Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2015-16, the percentage increase in remuneration of Chief Executive Officer, Chief Financial Officer, other Executive Directors and Company Secretary during the Financial Year 2015-16:

S. No.	Name of Director / KMP and Designation	Remuneration of Director / KMP for Financial Year 2015-16 (INR in Lakhs)	% increase in Remuneration in Financial Year 2015-16*	Ratio of Remuneration of Director to Median Remuneration of employees
1.	Mr. Ved Prakash Mahendru, Chairman & Managing Director	84.00	---	24.98 : 1
2.	Mr. Vivek Mahendru, Whole-time Director	77.18	---	21.41 : 1
3.	Mr. Vinay Mahendru, Whole-time Director	77.18	---	21.41 : 1
4.	Mr. K B Satija, Chief Financial Officer	39.64	9.54	11.25 : 1
5.	Mr. Kumar Indramani# Sr. Manager (Legal) & Company Secretary	10.24	8.15	---

Mr. Kumar Indramani had resigned as Sr. Manager (Legal) & Company Secretary w.e.f. October 19, 2015. Remuneration details of Mr. Kumar Indramani, Sr. Manager (Legal) & Company Secretary include remuneration paid during April 01, 2015 to October 19, 2015.

* Disclosures with respect to percentage increase in remuneration have not been made due to following reasons: There is no increase in the remuneration of Mr. Ved Prakash Mahendru, Chairman & Managing Director, Mr. Vivek Mahendru and Mr. Vinay Mahendru, Whole-time Directors of the Company, during the Financial Year 2015-16.

- (ii) The number of permanent employees on the rolls of the Company as on March 31, 2016 was 283 and the median remuneration was Rs.28,027/- only.
- (iii) Average of remuneration of employees excluding above Directors and KMPs has increased by 12.30 %. The increase in remuneration is in line with the market trends and performance of the Company.
- (iv) The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company provided under the section "Corporate Governance Report" which forms part of the Board Report.
- (v) No employee's remuneration for the year 2015-16 exceeded the remuneration of any of the Directors.
- (vi) Company's performance has been provided in the Board Report which forms part of the Annual Report.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

24 (B) Statement showing particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

(i) The Names of the Top Ten Employees of the Company, in terms of Remuneration drawn during the Financial Year 2015-16:

S. No.	Employee Name	Designation	Remuneration Received (Amount ₹)	Nature of Employment	Qualification	Experience (in Years)	Date of commencement of employment	Age (in Years)	Last Employment held	%age of Equity Shares held	Whether related to any Director/ Manager
1	Mr. Kul Bhushan Satija	Chief Financial Officer	3,794,559	Permanent	B.Com. (H), FCA	27	June 12, 1989	51	N/A	0	No
2	Mr. Sandeep Sharma	Vice-President	3,459,424	Permanent	Diploma in Business Management	22	June 1, 2011	45	Borton Cables (India) Private Limited	0	No
3	Mr. Anil Mujoo	Vice-President	3,142,836	Permanent	B.E. Electricals	18	September 3, 2014	44	Novateur Electrical & Digital Systems Private Limited	0	No
4	Mr. Neeraj Joshi*	Assistant Vice President	469,986	Permanent	CA, CS, CWA	25	February 1, 2014	49	Indo Simon Electric Private Limited	0	No
5	Mr. Vikram Kesri*	Assistant Vice President	1,656,598	Permanent	MBA	18	February 2, 2012	41	Radiohms Agencies Private Limited	0	No
6	Mr. Sanjeev Mittal	General Manager	2,714,330	Permanent	MBA	31	January 12, 2012	53	Groz Engineering Tools Private Limited	0	No
7	Mrs. Devneeta Pahuja*	General Manager	1,196,491	Permanent	PG Diploma in Public Relations & Advertising	22	August 25, 2015	46	Sun Pharmaceutical Industries Limited	0	No
8	Mr. Saili Kulshrestha	General Manager	2,128,466	Permanent	Diploma Mechanical	21	July 24, 2012	41	Energetic Lighting (India) Private Limited	0	No
9	Mr. Chander Gupt Puri	Deputy General Manager	1,620,687	Permanent	CA – Inter	33	May 25, 2013	56	Novateur Electrical & Digital Systems Private Limited	0	No
10	Mr. Satya Narain Sharma*	Deputy General Manager	1,173,642	Permanent	B. Tech.	18	April 16, 2012	51	Havells India Limited	0	No

*Employed for part of the financial year 2015-16.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

ANNEXURE "E"

Form AOC -1

(Pursuant to first proviso to sub section(3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014

Statement containing salient features of the Financial Statement of Subsidiaries/Associates/Joint Ventures

Part "A" Subsidiaries		
(Information in respect of each of subsidiary to be presented with amount in INR)		
S. No.	Particulars	Details
1	Name of the subsidiary	N.A
2	Reporting period for the subsidiary concerned if different from the holding company's reporting period	N.A
3	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of relevant financial year in case of foreign subsidiaries	N.A
4	Share Capital	N.A
5	Reserves & Surplus	N.A
6	Total assets	N.A
7	Total liabilities	N.A
8	Investments	N.A
9	Turnover	N.A
10	Profit before taxation	N.A
11	provision for taxation	N.A
12	profit after taxation	N.A
13	Proposed Dividend	N.A
14	% of shareholding	N.A
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 Joint Venture	Luxtra Lighting Private Limited
1	Latest Audited Balance Sheet Date	March 31, 2016
2	Share of Joint Venture held by the Company on the year end	Equity Shares
	No. of Equity Shares	969203
	Amount of Investment in Associates/Joint Venture	Rs.9692030
	Extend of holding %	49.00%
3	Description of how there is significant influence	Due to %age of Share Capital held
4	Reason why the joint venture is not consolidated	N.A.
5	Networth attributable to Shareholding as per latest audited Balance Sheet	Rs.-6,10,013
6	Profit/Loss of the year	
	i. Considered in consolidation	Rs.-18,197
	ii. Not considered in consolidation	N.A.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

MANAGEMENT DISCUSSION & ANALYSIS

COMPANY OVERVIEW

Eon Electric Limited (hereinafter “the Company”) is engaged in the business of manufacturing and marketing of energy efficient lighting & other electrical and electronic products such as LED Lights, Lighting products, Energy Efficient Fans, Water Heaters, Lithium ion batteries, Mobile Phone accessories, Wires & Cables and other allied products.

The Company continues to be committed towards making the best of quality products at affordable prices through technological innovation and up gradation, modernisation, adoption of best practices, global benchmarking, value proposition, and deep commitment to customer satisfaction besides ensuring human as well as environmental safety, thus enhancing the value addition for the investors and for the society as a whole.

ECONOMIC OUTLOOK

Over the last year, we have seen a revival in the Indian economy with macroeconomic indicators now starting to trend favorably. With policy reforms and de-bottlenecking of processes initiated by the government, the global sentiment towards India has improved substantially.

The World Bank, in its report – Global Economic Prospects – 2016, states that for FY 2016-17, India, the dominant economy in the South Asian region, is projected to grow at a faster rate of 7.8%. Economic Survey 2015-16 projects that the real GDP growth for the current financial year and for 2016-17 will be in the range of 7-7.75 per cent. The Central Statistics Office estimates that growth this year will be 7.6 per cent, lower than the 8.1-8.5 per cent projected in the last Survey.

The Union Budget for 2016-17 laid emphasis on nine areas integral to the country's progress; a simpler taxation model, investment in infrastructure, fiscal discipline, ease of doing business, job creation, agriculture, social sector, education and rural sector. Going forward, the Economist Intelligence Unit of India has forecasted the GDP growth to average 7.3% from 2016-17 to 2020-21, driven by growth in employment, an expanding middle class, a gradual shift towards services from the low-yielding agricultural sector and the notably high saving and investments rates.

India's growth rate is climbing. Various investor-friendly initiatives like ‘Make in India’, ‘Digital India’ and ‘Start-up India’ have already started contributing towards the improvement of business scenario in the country. India has once again entered the spotlight. With the government pushing for smart cities, there will be a greater demand for solutions to make homes, commercial complexes, industries and cities smarter and will give a fillip to the manufacturing sector.

At Eon, we are excited about our mission to constantly transform ourselves into a more consumer focused Company. Our journey until now has been challenging and characterized by major initiatives that have taken us from one phase of growth to the next as we lead the way to a vibrant future India.

LIGHTING INDUSTRY

The emphasis on the power sector and its phenomenal growth and distribution laid the foundation for the lighting industry in India. Under the present energy crisis, both industrial and domestic sectors of the market expect better lighting systems to optimize the use of energy. Hence, over conventional lamp, energy saving lamp is preferred now a days by industry. Apart from the energy efficiency, improved illumination, advanced lumen techniques and enhanced aesthetics are the features considered by the industry.

Growing thrust on energy conservation and increasing power tariffs are encouraging use of energy-efficient light sources and systems such as LEDs by all consumer segments.

LEDs- the Light of the future: Today, India deals with challenges of energy deficiency, sustainability, and electrification of remote rural regions. Of the entire energy consumption in India, lighting accounts for 20 percent. A very effective solution to India's lighting challenges that has emerged is Light Emitting Diode (LED). Awareness initiatives and government programs involving support to green technologies and provision for preferential excise rates has encouraged the LED lighting penetration in India.

Street lighting, industrial, and commercial applications are currently driving the LED market growth in India. The National Electronics Policy is bearing fruit, with India expected to witness establishment of LED Fabs and LED products manufacturing in the short term. With technological advancements, reliable product performance, increased competition, and reducing LED pricing, increased market adoption is expected across both indoor and outdoor LED lighting markets. Still, the LED market in India has its share of challenges such as relatively higher pricing, reliance on imports, and limited indigenous manufacturing.

LED Lighting, which accounts for 19% share in the current overall lighting market, is anticipated to reach 62% by the year 2021. India's LED Lighting market is expected to grow at a CAGR of 32.15% in the next 6 years. India's lighting market has been growing with a CAGR of 16.83% for the last 5 years and is projected to grow even in the future due to excellent growth in the LED lighting industry.

The Central and States Governments, the Bureau of Energy Efficiency and the Energy Efficiency Services Limited (EESL), which is a joint venture of the 4 PSUs of the Government of India have launched a massive drive for replacement of the existing Street Lights across the country and lights in public spaces with energy efficient LED based street lights. Besides they have also launched programmes for distribution of Led bulbs to all the households at a heavily subsidized price through the Discoms. EESL and the ministry of power are working hand in hand with industry to bring this transition and ensuring that all government procurement of LED is made in India, helping the industry to move faster. This initiative of the Government for LED based home along with the street lighting will have a great impact in providing our nation with an energy efficient lighting source. The Government has also initiated making all LED specifications. Prime Minister Narendra Modi has described the LED bulb as a "Prakash Path" – "way to light," The growing demand would also give push to 'Make-in-India' initiative and would also help and support Prime Minister Narendra Modi's 'Make in India' campaign as the companies would manufacture locally here.

Keeping in mind the massive rural electrification programme, increased emphasis on conservation of energy by the Government and SEBs through the use of LEDs, and the emergence of strong middle class, a demand explosion both in quantity and types is likely to occur in near future with emphasis on energy saving light sources. The Industry is further expected to achieve high growth in the back of high growth in Housing demands, commercial space and expansion in the overall economy.

CABLES AND WIRE INDUSTRY

The Cables & Wire industry has shown positive trends for the last five years due to the increased activity in power sector, improved industrial climate and industry initiative to explore export markets. This upswing is likely to continue for next few years due to various favourable factors, such as Power Sector reforms, growth in infrastructure sectors and high growth rate of Indian economy. The government has also extended support to this industry as wire and cable industry is de-licensed and eligible for automatic approval for Foreign Direct Investment up to 100 per cent.

The outlook of wires and power cables continue to remain positive on the back of demand expected to be generated as per estimation in various sectors like power, real estate etc. The increased investment in generation, transmission and distribution as planned under XII plan, increase in government spending on the infrastructure and restructuring of SEBs would provide boost to cable consumption. Along with power sector, real estate sector and industrial demand would also provide an upswing to the cable and wires industry in the near future. With growing quality consciousness and awareness for safety, there is a good potential for growth and demand for branded wires and cables in the industry.

The building wiring cables segment comprises the wires and cables required for residential, commercial, hotels, shops and offices. This segment shows growth due to momentum in housing sector. The residential segment contributes a major portion of the demand, followed by shops and offices. The size of building wires and cables is estimated at approx Rs. 6000 crore, with a large segment being local and unorganized.

ELECTRICAL CONSUMER DURABLES INDUSTRY

According to India Fan Market Overview, sales of fan have been growing with a CAGR of 9.13% over last five years. With the housing sector growing at a rapid rate and the disposable incomes at a high rate, the demand for electric fans and other electrical consumer durables is expected to grow at a higher rate. Further, the emphasis of the Government on 'Housing for All' would spur the demand for electrical consumer durables, in the coming years.

LITHIUM ION BATTERIES

India is one of the fastest growing markets for mobile phones and has approximately 300 million handsets being used by mobile subscribers currently. If one assumes the average life span of mobile batteries as 2 years, the size of replacement mobile battery market could be as big as 150 million units a year.

The growth rate of Mobile Phone connections in India is in the range of 25 to 30 percent per year.

There is a big thrust being given by the mobile phone OEMs and other related parties in the Indian market for improved quality batteries. This is primarily because of poor customer experience with the existing products available in the Indian market which is also likely to affect the perceived quality of a mobile hand set in which the bad quality batteries may be used. The consumers are now moving to better quality batteries and the demand for better batteries is increasing fast. The Government too, has put strict regulations on the quality of the Batteries, Chargers and Portable Power Banks to confirm with the specified BIS Standards, which would boost the demand for quality products. Eon's products confirm to the quality standards prescribed by the Bureau of Indian Standards (BIS).

FINANCIAL PERFORMANCE

Financial performance of the Company for the financial year 2015-16 as compared to the previous financial year 2014-15 is furnished in detail in the Directors' Report.

SEGMENT- WISE PERFORMANCE:**Lighting**

The Lighting Segment achieved a turnover of Rs.95.78 Crores for the financial year ended 31st March 2016 as against Rs.33.78 Crores for the financial year ended 31st March, 2015. The Company is working on new innovative strategic plans and pursuing new creative opportunities in the areas of advance LED based energy efficient and eco-friendly lighting systems which will further augment the growth of this segment during the coming years.

The Company has got itself empanelled with the Bureau of Indian Standards (BIS) and Energy Efficiency Services Limited (EESL) and has been awarded a contract worth Rs.8.90 Crores for Design, Manufacture, Supply, Testing, Installation (Retrofit), Commissioning, CCMS and 7 years Warranty of LED Streetlights and other related works in Aligarh Nagar Nigam of the State of Uttar Pradesh and contracts of around Rs.80 Crores for the Design, Manufacture, Supply, Testing, Installation (Retrofit), Commissioning and 7 years Warranty of LED Streetlights and other related works in the State of Rajasthan.

The Company has installed over 1 lakh LED Streetlights against these tenders in Aligarh, UP and Rajasthan in a short span of almost 1 year.

Cables & Wires

Our Cables & Wires segment recorded a turnover of Rs.47.51 Crores for the financial year ended 31st March, 2016 as against Rs.63.18 Crores for the financial year ended 31st March, 2015. The operations of the Cables & Wires segment remained under pressure during the financial year 2015-16, due to volatility in the commodities prices.

Our focussed efforts in brand building, awareness creation for acceptance of products and market penetration through a fast growing network of channel partners would help us in improving the sales of this segment during the current year.

Electrical Consumer Durables

The Electrical Consumer Durables achieved a turnover of Rs.21.41 Crores for the financial year ended 31st March, 2016 as against Rs.18.54 crores for the financial year ended 31st March, 2015. The Company has augmented its manufacturing facilities at Haridwar and has started manufacturing energy efficient fans, which have a niche market now.

Others

Other products i.e. Lithium-ion Batteries and Mobile Phone accessories contributed a turnover of Rs.9.96 Crores for the financial year ended 31st March, 2016 as against Rs.13.67 Crores for the financial year ended 31st March, 2015.

OPPORTUNITIES**1. Growth in the Housing Segment**

India is a rapidly transforming society. The country's demographic advantage and enhanced investments in infrastructure, manufacturing, education and socio-economic well-being are expected to create new opportunities for growth. It is estimated that by 2022, over 110 million homes will require to be built in urban as well as rural area to house India's rapidly growing population. The Government is bullish on real estate and has passed numerous policy reforms in the sector. All these measures will have a positive impact on growth in the housing sector and as a result, boost housing products.

2. LED Lighting Segment

Growing awareness about the environmental benefits of LED lights and the cost saving that they deliver during their life has spurred demand for these products. Further, the Government's drive to replace existing street lights with their LED counterpart will also increase the overall demand.

Talking about one of the major decision by the Ministry of Power recently on domestic procurement norm by Central Electricity Authority, according to which, any equipment or material for Government-funded power projects will have to be procured locally through domestic competitive bidding.

Eon has been able to capitalize the change in technology in the lighting segment.

3. Focus on Lifestyle products

Over the past two decades, liberalization and globalization has presented people of all ages with more choices in the market place. At the same time, faster economic growth has augmented disposable incomes.

The combination of these two trends has given rise to demand for more aspirational and lifestyle products. Anticipating this, the demand for Electric Consumer Durables, Lithium-ion Batteries and Mobile Phone accessories, is bound to increase in the coming years.

THREATS

Macroeconomic Scenario

Due to the strong linkage between the manufacturing sector and the economy, macroeconomic conditions impact the Company's growth in the short term. Ensuring a diverse presence across all segments of consumers with a bias towards those who have less elastic demand has insulated Eon in times of economic down-cycles.

Competition

Competition, whether domestic or international, is always a challenge and transforming challenges into opportunities has been a practice at Eon.

RISKS & CONCERN

The Company has an elaborate process for Risk Management. The Company's Risk Management Policy is backed by strong internal control systems. The risk management framework consists of policies and procedures designed to provide reasonable assurance that objectives are met by integrating management control into the daily operations, by ensuring compliance with legal requirements and by safeguarding the integrity of the Company's financial reporting and its related disclosures.

Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed with both Management and Audit Committee. Some of the risks relate to competitive intensity and cost volatility.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, factories and key areas of business.

RESEARCH AND DEVELOPMENT

Your Company continues its efforts to integrate the R&D activities with the business needs of the company to offer safe, energy efficient, value added products and services to its customers.

CAUTIONARY STATEMENT

The statements in this report, particularly which relate to Management Discussion and Analysis Report describing the Company's objectives, plans, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied in the statement depending on the circumstances.

For and on behalf of the Board of Directors

Place: New Delhi
Date: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN – 00005338

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions. Corporate governance is creation and enhancing long-term sustainable value for the stakeholders through ethically driven business process.

At Eon, it is imperative that the Company's affairs are managed in a fair and transparent manner. Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximizing stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers.

We believe Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. It is an upward-moving target that we collectively strive towards achieving. Our multiple initiatives towards maintaining the highest standards of governance are detailed in the following pages.

Best Corporate Governance practices

Eon maintains the highest standards of Corporate Governance. It is the Company's constant endeavour to adopt the best Corporate Governance practices. Some of the best implemented Global Governance norms include the following:

- ✓ All securities related filings with Stock Exchanges and SEBI are reviewed every quarter by the Company's Stakeholders' Relationship Committee of the Board of Directors.
- ✓ The Company also undergoes Secretarial Audit conducted by an independent Company Secretaries Firm. The Secretarial Audit Report is placed before the Board and is included in the Annual Report.
- ✓ Internal Audit is conducted regularly and report on findings of Internal Auditor is submitted to the Audit Committee on quarterly basis.
- ✓ Observance and adherence of the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

Ethics/Governance Policies

At Eon, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these Codes and Policies are:

- ✓ Code of Conduct for the Board of Directors and the Senior Management Personnel
- ✓ Code of Conduct for Prevention of Insider Trading
- ✓ Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- ✓ Policy on Related Party Transactions
- ✓ Remuneration Policy for Directors, Key Managerial Personnel and Senior Management
- ✓ Policy on Familiarization of Independent Directors
- ✓ Whistle Blower Policy
- ✓ Policy on Board Diversity
- ✓ Policy on Document Retention & Archival
- ✓ Policy for Determining Material Event/ Information

BOARD OF DIRECTORS

As on March 31, 2016, the Company has 07 Directors on the Board. Out of the 07 Directors, 03 are Promoter and Executive Directors and 04 are Non-Executive & Independent Directors including a Woman Director. The composition of the Board is in conformity with Regulation 17 of the Securities Exchange Board of India (Listing Obligations & Disclosures Requirement) Regulations, 2015 (SEBI Listing Regulations, 2015) read with Section 149 of the Companies Act, 2013.

All the Directors have made the requisite disclosures regarding their Directorships and Committee positions occupied by them in other Companies, and had complied with Regulation 25 and Regulation 26 of the SEBI Listing Regulations, 2015.

Size and Composition of the Board of Directors

Category	Name of Directors	
Promoter & Executive Directors	1.	Mr. Ved Prakash Mahendru, Chairman & Managing Director
	2.	Mr. Vivek Mahendru, Whole-time Director
	3.	Mr. Vinay Mahendru, Whole-time Director
Non Executive & Independent Directors	4.	Mr. Ramesh Chander Bansal
	5.	Mr. Ajoy Kumar Ghosh
	6.	Mr. Ranjan Sarkar
	7.	Mrs. Rashmi Vij

Inter-se Relationship among Directors

Mr. Vivek Mahendru and Mr. Vinay Mahendru, both are sons of Mr. Ved Prakash Mahendru. None of the other Directors is related to any other Director on the Board.

Terms and Conditions of Appointment of Independent Directors

Your Company had also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013. Terms and Conditions for appointment of Independent Directors are available on the website of the Company and can be accessed through the following link:

http://www.eonelectric.com/joomlanew/images/investors_pdf/Investor/Appointment%20Letter%20of%20Independent%20Director.pdf

Maximum Tenure of Independent Directors

In accordance with Section 149(11) of the Companies Act, 2013, Mr. Ramesh Chander Bansal, Mr. Ajoy Kumar Ghosh and Mr. Ranjan Sarkar had been appointed as Independent Directors of the Company w.e.f. September 30, 2014 for one term of 5 years up to September 29, 2019. Mrs. Rashmi Vij had been appointed as Additional Director w.e.f. April 24, 2015 and was appointed as Independent Director w.e.f. April 24, 2015 for one term of 5 years up to April 23, 2020, by the shareholders of the Company at their AGM held on September 29, 2015.

The maximum tenure of the Independent Directors is in compliance with the provisions of the Companies Act, 2013.

Declaration of Independence

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under law.

A statement, in connection with fulfilling the criteria of Independence and directorships as per the requirement of the provisions of the Companies Act, 2013 ("the Act") and Regulation 25 of SEBI Listing Regulations, 2015, received from each of Independent Directors, is disclosed in the Board's Report.

Directors' Induction and Familiarization

The provision of an appropriate induction programme for new Directors and ongoing training for existing Directors is a major contributor to the maintenance of high Corporate Governance standards of the Company. The Management of the Company is responsible for ensuring such induction and training programmes are provided to Directors. The Management provides such information and training either at the meeting of Board of Directors or otherwise. The details of such familiarization programmes for Independent Directors are posted on the website and can be accessed from below link:

http://www.eonelectric.com/joomlanew/images/investors_pdf/Investor/Familiarisation%20Programme%20for%20Independent%20Directors.pdf

Board Evaluation

Board Evaluation for the Financial Year ended 2015-16 has been completed by the Company internally which included the Evaluation of the Board as a whole, Board Committees and Directors. The Evaluation process focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors on parameter such as attendance, contribution and independent judgment. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation, the Directors who are subject to evaluation had not participated.

The results of the Evaluation were shared with the Board and based on the outcome of the Evaluation, the Board has agreed on the action plan to improve on the identified parameters.

Separate Meeting of Independent Directors

In terms of the provisions of Schedule IV of the Companies Act, 2013 read with Regulation 25 of SEBI Listing Regulations, 2015, the Independent Directors are required to meet at least once in a year without the presence of Executive Directors and Management representatives. During the Financial Year 2015-16, the Independent Directors met once on March 23, 2016 and inter-alia discussed:

- The performance of Non-Independent Directors and the Board as a whole
- The performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors
- 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.

BOARD MEETINGS, BOARD COMMITTEE MEETINGS AND PROCEDURES

The Board has constituted 03 (Three) Committees, namely:

1. Audit Committee,
2. Nomination and Remuneration Committee,
3. Stakeholders' Relationship Committee.

The Board is authorized to constitute additional functional Committees, from time to time, depending upon business needs.

Board Meetings

The Board meets at regular intervals to discuss and decide on Company / business policies and strategy apart from other regular business matters. Minimum 04 (four) Board meetings are held every year. Board meets at least once in a quarter to review the quarterly results, performance of the Company and other items of the agenda. Additional meetings are held to address specific needs of the Company. However, in case of any exigency/ emergency, resolutions are passed by circulation, for the matters permitted by law, which is noted and confirmed in the subsequent meeting.

The agenda of the Board/Committee Meetings is set by the Company Secretary in consultation with the Chairman and Managing Director of the Company. The agenda is circulated a week prior to the date of the meetings and include detailed notes on items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Financial Year 2015-16, the Board of Directors met 06 (six) times: 30th May, 2015, 11th August, 2015, 29th September, 2015, 10th November, 2015, 22nd December, 2015, 12th February, 2016.

The maximum gap between any two meetings was less than 120 Days (One Hundred and Twenty Days), as stipulated under Regulation 17 of the SEBI Listing Regulations, 2015 and the Secretarial Standard-1.

During the financial year 2015-16, information as mentioned in Part A of Schedule II to the SEBI Listing Regulations, 2015, has been placed before the Board for its consideration.

Attendance of Directors at Board Meetings, Last Annual General Meeting (AGM) and number of other Directorships and Chairmanships / Memberships of Committees and Shareholdings of each Director in the Company:

S. No.	Name, Designation & DIN	Category	Attendance in Financial Year 2015-16		Number of Directorships in other Companies as on March 31, 2016		Committee Membership and Chairmanship in other Companies* as on March 31, 2016		Shareholding in the Company as on March 31, 2016
			Board Meetings	AGM	Private	Public	Chairmanship	Membership	
1.	Mr. Ved Prakash Mahendru Chairman & Managing Director (00005338)	Promoter and Executive	6/6	Yes	03	00	00	00	9,09,413
2.	Mr. Vivek Mahendru Whole-time Director (00006014)	Promoter and Executive	6/6	Yes	11	00	00	00	5,90,660
3.	Mr. Vinay Mahendru Whole-time Director (00005371)	Promoter and Executive	6/6	Yes	11	00	00	00	5,76,707
4.	Mr. Ramesh Chander Bansal Director (00005387)	Non -Executive and Independent	6/6	Yes	01	03	02	02	00
5.	Mr. Ajoy Kumar Ghosh Director (00005404)	Non -Executive and Independent	4/6	No	03	05	00	02	00
6.	Mr. Ranjan Sarkar Director (00289322)	Non -Executive and Independent	4/6	No	01	00	00	00	00
7.	Dr. Rashmi Vij Director (01103219)	Non -Executive and Independent	3/6	Yes	00	00	00	00	00

Note:-

*Includes only Audit Committee and Shareholders' / Investors' Grievance Committee in all Public Limited Companies (whether listed or not) and excludes Private Limited Companies, Foreign Companies and Section 8 Companies.

COMMITTEES OF THE BOARD

The Board Committees are set up under formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Minutes of the proceedings of the meetings of all Committees are placed before the Board for review.

The composition of various Committees of the Board of Directors is available on the website of the Company and web link for the same is http://www.eonelectric.com/joomlanew/images/investors_pdf/Shareholding_Pattern/Investors_service.pdf

Procedure at Committee Meetings

The Company's guidelines relating to Board meetings are applicable to Committee meetings as far as practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its function. Minutes of proceedings of Committee meetings are circulated to the members and placed before the Board meetings for noting.

1. AUDIT COMMITTEE

Composition, Meetings & Attendance

As on March 31, 2016, the Audit Committee comprises of 03 Members as stated below. The composition of the Committee is in conformity with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, 2015. During the Financial Year 2015-16, the Audit Committee met 04 (four) times as stated below. The time gap between any two meetings was less than 120 days.

Name of Member	Position & Category	Committee Meeting Date	Attended	No. of Meetings	% Age
Mr. Ramesh Chander Bansal	Chairman – Non-Executive & Independent Director	May 30, 2015	Yes	4/4	100.0
		August 11, 2015	Yes		
		November 10, 2015	Yes		
		February 12, 2016	Yes		
Mr. Ajoy Kumar Ghosh	Member – Non-Executive & Independent Director	May 30, 2015	Yes	4/4	100.0
		August 11, 2015	Yes		
		November 10, 2015	Yes		
		February 12, 2016	Yes		
Mr. Vivek Mahendru	Member – Executive Director	May 30, 2015	Yes	4/4	100.0
		August 11, 2015	Yes		
		November 10, 2015	Yes		
		February 12, 2016	Yes		

The Audit Committee invites such executives, as it considers appropriate to attend the meetings. The Chief Financial Officer (CFO) responsible for the finance function, the representative of the Statutory Auditors, Internal Auditors and Cost Auditors are invitees to the Audit Committee.

The quorum for a meeting of Audit Committee is 02 (two) members. The Company Secretary & Compliance Officer is Secretary to the Committee.

All Members of the Audit Committee have accounting and financial management expertise. The Chairman of the Committee attended the AGM held on September 29, 2015 to answer the shareholders' queries.

Terms of Reference

The Terms of Reference of the Audit Committee are in accordance with Regulation 18, Part C of Schedule II to the SEBI Listing Regulations, 2015 and Section 177 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the Management, the Internal Auditor, the Statutory Auditor, the Cost Auditor and the Secretarial Auditor, and notes the processes and safeguards employed by each of them. All recommendations made by the Audit Committee during the year were accepted by the Board.

2. NOMINATION AND REMUNERATION COMMITTEE

Composition, Meetings & Attendance

As on March 31, 2016 the Nomination and Remuneration Committee comprises of 03 (three) Members as stated below. The composition of the Committee is in conformity with the provisions of Companies Act, 2013 and the SEBI Listing Regulations, 2015, with all Directors being Non-Executives and all of them being Independent Directors.

During the financial year 2015-16, meeting of Nomination & Remuneration Committee was not conducted. The quorum for a meeting of NRC is 02 (two) members.

Name of Member	Position & Category
Mr. Ramesh Chander Bansal	Chairman – Non-Executive & Independent Director
Mr. Ajoy Kumar Ghosh	Member – Non-Executive & Independent Director
Mr. Ranjan Sarkar	Member – Non-Executive & Independent Director

The Chairman and Managing Director and Head of Human Resources are invitees to the Committee meetings. The Company Secretary & Compliance Officer is Secretary to the Committee.

The Chairman of the Committee attended the AGM held on September 29, 2015 to answer the shareholders' queries.

Terms of Reference

The Terms of Reference of the NRC and its Role are in accordance with Regulation 19 and Part D of Schedule II to the SEBI Listing Regulations, 2015, sub-section (2), (3) and (4) of Section 178 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and the SEBI (Share Based Employee Benefits) Regulations, 2014 as amended from time to time.

The primary objective of the Nomination and Remuneration is to review the candidates qualified for the position of Executive Directors, Non-Executive Directors and Independent Directors, consistent with the criteria approved for their appointment and recommend suitable candidates to the Board for its approval.

The Nomination and Remuneration Committee reviews and recommends to the Board –

- (i) Remuneration package of persons proposed to be appointed as Directors, Key Managerial Personnel and in the Senior Management and
- (ii) Revisions of remuneration package of persons appointed as Directors and in the Senior Management.

The Nomination and Remuneration Committees evaluates the performance of Executive Directors, Non-Executive Directors and Independent Directors on yearly basis and submits its report to the Board through Chairman.

The NRC has formulated the following policies in accordance with the aforesaid provisions:

- i) Directors' Appointment and Remuneration Policy;
- ii) Policy on Orderly Succession for Appointments to the Board and Senior Management.

The aforesaid policies have been annexed with the Directors' Report and are also available on the Company's website <http://www.eonelectric.com/corporate-policys.html>.

Remuneration Policy

The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice. The policy of the Company is uploaded on website of the Company: <http://www.eonelectric.com/corporate-policys.html>.

Directors' Remuneration for the Financial Year 2015-16

Details of remuneration paid to the Directors of the Company for the Financial Year ended on March 31, 2016 are as follows:

(Amount in INR)

S. No.	Name	Sitting Fees	Salary & Perquisites	Total	Stock Option / ESPS
1.	Mr. Ved Prakash Mahendru	-	84,00,000	84,00,000	NIL
2.	Mr. Vivek Mahendru	-	77,18,400	77,18,400	NIL
3.	Mr. Vinay Mahendru	-	77,18,400	77,18,400	NIL
4.	Mr. Ramesh Chander Bansal	1,50,000	-	1,50,000	NIL
5.	Mr. Ajoy Kumar Ghosh	90,000	-	90,000	NIL
6.	Mr. Ranjan Sarkar	50,000	-	50,000	NIL
7.	Dr. Rashmi Vij	40,000	-	40,000	NIL
	Total	3,30,000	2,38,36,800	2,41,66,800	

Notes:

1. Non-Executive & Independent Directors of the Company have not been paid any remuneration other than sitting fees.
2. Salary & perquisites include all elements of remuneration i.e. salary, reimbursement and other allowances and benefits including employer's provident fund contribution and perquisite value.

Tenure of Service of Executive Directors

Name	Designation	Tenure / Period	Date of Appointment in Current Term	Notice Period
Mr. Ved Prakash Mahendru	Chairman & Managing Director	3 years (01.10.2014 – 30.09.2017)	October 01, 2014	Nil
Mr. Vivek Mahendru	Whole-time Director	3 years (01.10.2014 – 30.09.2017)	October 01, 2014	Nil
Mr. Vinay Mahendru	Whole-time Director	3 years (01.10.2014 – 30.09.2017)	October 01, 2014	Nil

- Mr. Ved Prakash Mahendru had been re-appointed as Chairman & Managing Director w.e.f. October 01, 2014 for a period of 3 years by the shareholders of the Company at their AGM held on September 29, 2014.
- Mr. Vivek Mahendru and Mr. Vinay Mahendru had been re-appointed as Whole-time Directors w.e.f. October 01, 2014 for a period of 3 years by the shareholders of the Company at their AGM held on September 29, 2014.
- ✓ Appointments of Managing / Whole-time Directors are governed by the Resolutions passed by the Board of Directors and the Shareholders of the Company, which cover the terms and conditions of such appointments. There is no separate provision for payment of severance fee under the Resolutions governing their appointment.
- ✓ During the Financial Year 2015-16, the Company did not advance any loan to any of its Directors.
- ✓ There were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company.
- ✓ Fees and compensation, if any, paid to any Non-Executive Director, including Independent Director, is fixed by the Board of Directors and is previously approved by the shareholders at the General Body Meeting. Further, the Non-Executive Directors and Independent Directors are not entitled to any stock options.

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE

As on March 31, 2016, the Stakeholders' Relationship Committee comprises of 02 (two) Members as stated below. The composition of the Committee is in conformity with the provisions of Companies Act, 2013 and the SEBI Listing Regulations, 2015, with Chairman being Non-Executive and Independent Director.

Name of Member	Position & Category	Committee Meeting Date	Attended	No. of Meetings	% Age
Mr. Ramesh Chander Bansal	Chairman – Non-Executive & Independent Director	May 30, 2015	Yes	4/4	100.0
		August 11, 2015	Yes		
		November 10, 2015	Yes		
		February 12, 2016	Yes		
Mr. Vinay Mahendru	Member – Executive Director	May 30, 2015	Yes	4/4	100.0
		August 11, 2015	Yes		
		November 10, 2015	Yes		
		February 12, 2016	Yes		

The quorum for a meeting of Stakeholders' Relationship Committee is 02 (two) members. The Company Secretary & Compliance Officer is Secretary to the Committee.

The Chairman of the Committee attended the AGM held on September 29, 2015 to answer the shareholders' queries.

Terms of Reference

The Terms of Reference of SRC are in accordance with Regulation 20 and Part D of Schedule II to the SEBI Listing Regulations, 2015 and Section 178 of the Companies Act, 2013.

The Committee ensures cordial investor relations and oversees the mechanism for redressal of investors' grievances. The Committee specifically looks into redressing shareholders'/ investors' complaints/ grievances pertaining to share transfers, non-receipts of annual reports, non-receipt of declared dividend and other allied complaints.

The Committee performs the following functions:

- Transfer/ Transmission, Split Up/ Sub-Division and Consolidation of Shares.
- Dematerialization/ Rematerialization of shares.
- Issue of New and Duplicate Share Certificates.
- Registration of Power of Attorneys, probate, letters of transmission or similar other documents.
- To open/close bank account(s) of the Company for depositing share/ debenture applications, allotment and call monies, authorize operation of such account(s) and issue instructions to the Bank from time to time in this regard.
- To look into redressal of shareholders' and investors' complaints like transfer of shares, non- receipt of Annual Report, non- receipt of declared Dividends, etc.
- Any allied matter(s) out of and incidental to these functions and not herein above specifically provided for.

Investor Grievances/ Complaints Redressal

The number of complaints received and resolved to the satisfaction of investors during the year under review and their break-up are as under:

Nature / Type of Complaints	Number of Complaints			
	Pending as on March 31, 2015	Received during the FY 2015-16	Resolved during the FY 2015-16	Pending as on March 31, 2016
Non-Receipt of Annual Reports	0	23	23	00
Non-Receipt of Dividend	0	05	00	05*
Non-Receipt of Share Certificates lodged for Transfer/ Transmission, Issue of Duplicate Shares	0	10	10	00
Other General (POA/Change of Signatures/Bank Details/ Address/Contact etc.)	0	05	05	00
TOTAL	0	43	38	05*

* The requests had been taken up with the State Bank of India, New Delhi, which had made the Unclaimed Dividend Account as in-operative due to no transactions in the said Account. The Dividend had been paid to the Shareholders and the same has been resolved and disposed off.

The Committee also reviewed the status of investors' grievances on quarterly basis.

Compliance Officer

Mr. Vinay Aggarwal, Company Secretary is designated as Compliance Officer of the Company w.e.f. May 23, 2016 for complying with the requirements of Securities Laws and Listing Agreement with Stock Exchanges.

Mr. Vinay Aggarwal

Company Secretary & Compliance Officer

Eon Electric Limited

Secretarial & Legal Department

B-88, Sector-83, Noida – 201305 UP

Tel: 0120-3096724 Fax: 0120-3096800

Email: vinay.aggarwal@eonelectric.com, investors@eonelectric.com

Website: www.eonelectric.com

GENERAL BODY MEETINGS

Annual General Meeting

The Annual General Meetings of the Company during the preceding 03 (three) years were held at Kanak Garden Resort, 55 Milestone, G. T. Karnal Road, Murthal, Distt. Sonapat – 131027, Haryana, on the following dates and times, wherein the following Special Resolutions were passed:

AGM	Financial Year	Date, Day & Time	Brief Description of Special Resolution
26th	2014-15	September 29, 2015, Tuesday, 09.00 a.m.	No Special Resolution was passed in the Annual General Meeting.
25th	2013-14	September 29, 2014, Monday, 09.00 a.m.	1. Adoption of new Articles of Association of the Company
			2. Re-appointment of Shri Ved Prakash Mahendru as Chairman & Managing Director
			3. Re-appointment of Shri Vivek Mahendru as Executive Director
			4. Re-appointment of Shri Vinay Mahendru as Executive Director
			5. Approval of Borrowing Limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013
			6. Approval of Creation of Charge pursuant to Section 180(1)(a) of the Companies Act, 2013
24th	2012-13	September 30, 2013 Monday, 09.00 a.m.	No Special Resolution was passed in the Annual General Meeting.

Extraordinary General Meeting

No Extra-Ordinary General Meeting was held during the preceding 03 (three) years.

Postal Ballot

The Company has not conducted Postal ballot during the Financial Year ended March 31, 2016. However, if required, the same shall be passed in compliance of provisions of Companies Act, 2013, SEBI Listing Regulations, 2015 or any other applicable laws.

MEANS OF COMMUNICATION

- Information like Quarterly / Half Yearly / Annual Financial Results and Press Releases on significant developments in the Company that have been made available from time to time, to the press and presentations made to Institutional Investors or to the Analysts are hosted on the Company's website at www.eonelectric.com and have also been submitted to the Stock Exchanges to enable them to put them on their websites and communicate to their members.
- The Quarterly / Half-Yearly / Annual Financial Results are published in English and Hindi language newspapers. The Company regularly intimates Un-Audited and Audited Financial Results to the Stock Exchanges immediately after they are taken on record by the Board.
[Scrip Codes BSE – 532658 / NSE – EON]
- The Company is electronically filing all reports / information including Quarterly / Annual Results, Shareholding Pattern and Corporate Governance Report and Announcements etc., on the BSE website www.listing.bseindia.com and NSE website www.connect2nse.com/LISTING.
- The Company also processes investors complaints, if any received by it through SEBI Complaint Redressal System 'SCORES', [SCORES ID - I00096]. The investors can view on line action taken on the complaint and its current status.
- The Annual Report containing, inter-alia, Audited Financial Statements, Consolidated Financial Statements, Directors' Report, Corporate Governance Report, Auditors' Report and other important information is circulated to members and others entitled thereto.

Moreover, a report on Management Discussion and Analysis has been given elsewhere in this report.

GENERAL SHAREHOLDERS INFORMATION

A) ANNUAL GENERAL MEETING

Day: Friday
 Date: September 30, 2016
 Time: 09.00 a.m.
 Venue: Kanak Garden Resort, 55 Mile-stone, G. T. Karnal Road,
 Murthal, Distt. Sonapat – 131027, Haryana

B) FINANCIAL YEAR

The Financial Year of the Company starts from April 1 and ends on March 31 every year.

C) FINANCIAL CALENDAR 2016-17

First Quarter Results : Up to August 14, 2016
 Second Quarter Results : Up to November 14, 2016
 Third Quarter Results : Up to February 14, 2017
 Audited Annual Results FY 2016-17 : On or before May 30, 2017

D) Dividend and its Payment

No Dividend has been recommended by Board of Directors for the Financial Year 2015-16.

E) Listing of Shares on Stock Exchanges and Stock Code

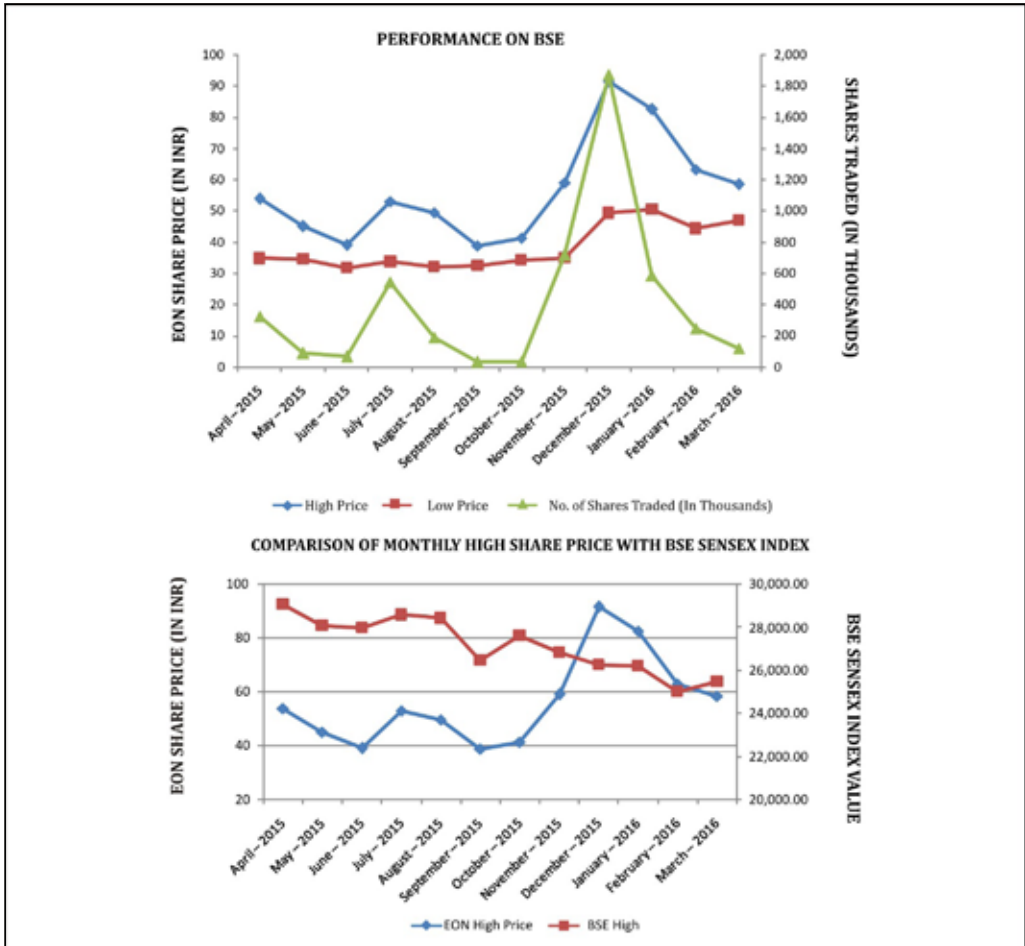
S. No.	Name and Address of the Stock Exchange	Security Code
1.	The BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	532658
2.	The National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051	EON

The International Securities Identification Number (ISIN) allotted to the shares of Eon Electric Limited under Depository System, for both NSDL and CDSL is **INE076H01025**.

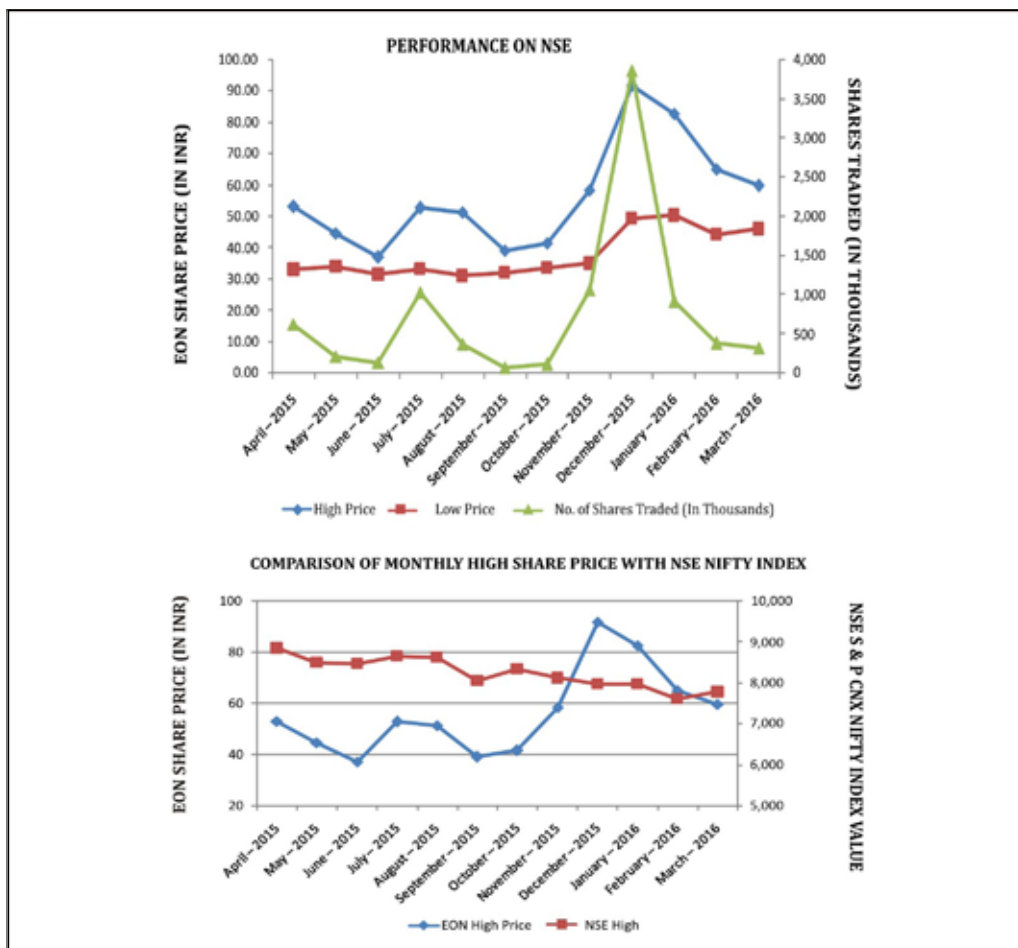
Annual Listing Fee for the financial year 2015-16 & 2016-17 has been paid to BSE and NSE.

F) Market Price Data – BSE

Month	S&P BSE SENSEX		EON Share Price (In INR)		No. of Shares Traded
	High	Low	High Price	Low Price	
April – 2015	29,094.61	26,897.54	53.90	34.70	3,23,511
May – 2015	28,071.16	26,423.99	45.00	34.50	87,309
June – 2015	27,968.75	26,307.07	39.00	31.80	64,350
July – 2015	28,578.33	27,416.39	53.00	33.70	5,42,101
August – 2015	28,417.59	25,298.42	49.50	32.00	1,87,912
September – 2015	26,471.82	24,833.54	38.75	32.55	30,029
October – 2015	27,618.14	26,168.71	41.20	34.10	32,997
November – 2015	26,824.30	25,451.42	59.00	35.00	7,16,174
December – 2015	26,256.42	24,867.73	91.55	49.20	18,71,418
January – 2016	26,197.27	23,839.76	82.50	50.40	5,87,048
February – 2016	25,002.32	22,494.61	63.10	44.25	2,46,926
March – 2016	25,479.62	23,133.18	58.40	46.95	1,17,208


G) Market Price Data – NSE:

Month	S&P CNX Nifty		EON Share Price (In INR)		No. of Shares Traded
	High	Low	High Price	Low Price	
April – 2015	8,844.80	8,144.75	53.00	33.00	6,19,434
May – 2015	8,489.55	7,997.15	44.50	34.05	2,08,007
June – 2015	8,467.15	7,940.30	37.00	31.50	1,37,036
July – 2015	8,654.75	8,315.40	52.70	33.10	10,33,322
August – 2015	8,621.55	7,667.25	51.35	31.00	3,71,429
September – 2015	8,055.00	7,539.50	39.00	32.10	67,306
October – 2015	8,336.30	7,930.65	41.40	33.55	1,07,460
November – 2015	8,116.10	7,714.15	58.35	35.00	10,62,113
December – 2015	7,979.30	7,551.05	91.80	49.40	38,56,340
January – 2016	7,972.55	7,241.50	82.70	50.30	9,11,139
February – 2016	7,600.45	6,825.80	64.95	44.20	3,76,580
March – 2016	7,777.60	7,035.10	59.75	46.00	3,23,821



H) Registrar and Transfer Agents

M/s Alankit Assignments Limited

Alankit Heights, 1E/13
 Jhandewalan Extension,
 New Delhi – 110 055
 Tel: 011-4254 1234, 011-23541234
 Fax: 011-2355 2001
 Email: info@alankit.com

I) Share Transfer System

With regard to transfer of Equity Shares in Physical Form, the Share transfer instruments, received in physical form, are processed by our R&T Agents, M/s Alankit Assignments Limited and the share certificates are dispatched within a period of 15 days from the date of receipt thereafter subject to the documents being complete and valid in all respects.

The Company obtains a half-yearly certificate from a Company Secretary in Practice in respect of the share transfers as required under Regulation 40(9) of the SEBI Listing Regulations, 2015 and files a copy of the said certificate with the Stock Exchanges.

J) Distribution of Shareholding

Details of distribution of Shareholding of the Equity Shares of the Company by Size and by Ownership Class as on March 31, 2016 along with the Top 10 Shareholders of the Company are given below:

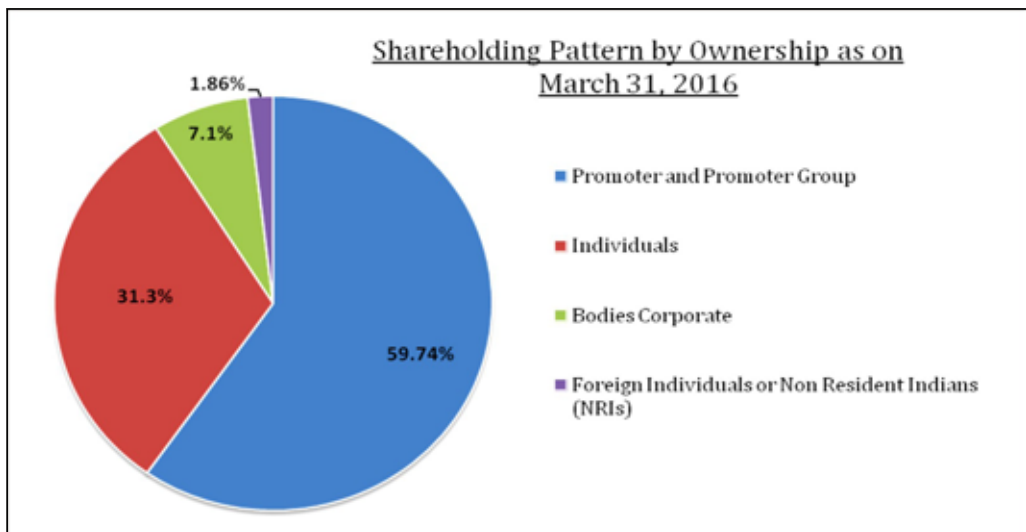
Shareholding Pattern by Size as on March 31, 2016

(Nominal Value Rs.5 per share)

No. of Shareholders	% of Total Shareholders	Shareholding of Nominal Value of Rs__/-	Paid-Up Capital Amount (In INR)	% of Total Paid-Up Capital
14384	95.55	01 to 5000	1,33,69,540.0	16.65
320	2.13	5001 to 10000	24,34,295.0	3.03
175	1.16	10001 to 20000	25,65,505.0	3.20
58	0.38	20001 to 30000	14,30,815.0	1.78
27	0.18	30001 to 40000	9,43,400.0	1.18
19	0.13	40001 to 50000	9,01,300.0	1.12
31	0.21	50001 to 100000	22,30,260.0	2.78
39	0.26	100001 & Above	5,64,12,215.0	70.26
15,053	100.00	TOTAL	8,02,87,330.00	100.00

Shareholding Pattern by Ownership as on March 31, 2016

S. No.	Particulars	Total No. of Equity Shares Held	% Age of Holding
1.	Promoter and Promoter Group	95,92,123	59.74
2.	Individuals	50,26,764	31.30
3.	Bodies Corporate	11,40,616	07.10
4.	Foreign Individuals or Non Resident Indians (NRIs)	2,97,963	01.86
	Total	1,60,57,466	100.00



Top 10 Shareholders as on March 31, 2016

S. No.	Name of Shareholder	No. of Shares Held	% age of Shareholding
1.	M/s VPM Electricals Pvt. Ltd.	50,17,177	31.245
2.	M/s VPM Industrial Services Corporation LLP	22,44,256	13.976
3.	Mr. Ved Prakash Mahendru	9,09,413	5.663
4.	Mr. Vivek Mahendru	5,90,660	3.678
5.	Mr. Vinay Mahendru	5,76,707	3.592
6.	M/s My Money Securities Limited	1,80,647	1.125
7.	Mrs. Ratna Mahendru	1,33,932	0.834
8.	Mrs. Bela Mahendru	1,19,978	0.747
9.	M/s Sam Financial Services Pvt. Ltd.	1,01,750	0.634
10.	M/s Wallfort Financial Services Ltd.	1,00,000	0.623

K) Dematerialization of Shares and Liquidity

As on March 31, 2016, the number of equity shares held in dematerialized form was 1,53,69,684 (95.72%) and in physical form was 6,87,782 (4.28%) of the total paid-up equity share capital of the Company.

The Company does not have any GDR's/ADR's/Warrants or any Convertible instruments having any impact on equity.

L) Commodity Price Risk or Foreign Exchange Risk and Hedging Risk

The details for the same have been provided under the Management Discussion and Analysis Report.

M) Plant locations:

UNIT – I Plot No. 10, Sector – 4, Integrated Industrial Estate, SIDCUL, Ranipur, Haridwar – 249403, Uttarakhand

UNIT – II Plot No. 28-29, Sector – 6B, SIDCUL, Haridwar – 249403, Uttarakhand

UNIT – III Plot No. 1C, Sector – 7, Integrated Industrial Estate, SIDCUL, Haridwar – 249403, Uttarakhand

N) Investor Correspondence**Mr. Vinay Aggarwal**

Company Secretary & Compliance Officer

Eon Electric Limited

Secretarial & Legal Department

B-88, Sector-83, Noida – 201305 UP

Tel: 0120-3096724 Fax: 0120-3096800

Email: vinay.aggarwal@eonelectric.com

Website: www.eonelectric.com

The Company has set up a dedicated e-mail id - investors@eonelectric.com for investors/ shareholders to send their grievances/ complaints.

DISCLOSURES

- During the Financial Year 2015-16, the Company had no materially significant Related Party Transaction, which is considered to have potential conflict with the interests of the Company at large.
- The Company has complied with all the applicable requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to Capital Markets. However, the Company had paid a penalty of Rs.3,000/- only, each to NSE & BSE for delay in sending the Annual Report for the Financial Year 2013-2014 by 08 days. No other penalty or fine was imposed till March 31, 2016.
- The Company has complied with all the mandatory requirements of Corporate Governance as prescribed under Clause 49 of the erstwhile Listing Agreements with Stock Exchanges and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4. Transactions with Related Parties are disclosed in Note No. 38 to the Final Accounts. The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The said policy is also available on the website of the Company at http://www.eonelectric.com/images/investors_pdf/PolicyOnRelatedPartyTransaction.pdf.

Whistle-Blower Policy / Vigil Mechanism

The Company promotes ethical behavior in all its business activities and in line with the best Governance practices, the Company has established a system through which Directors, employees and business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's Code of Conduct without fear of reprisal.

The Company has adopted a Whistle-Blower Policy and has established the necessary vigil mechanism as defined under Regulation 22 of the SEBI Listing Regulations, 2015, under which all Directors, employees/business associates have direct access to the Chairman of the Audit Committee.

The above mechanism has been appropriately communicated within the Company across all levels and has been displayed on the Company's intranet as well as on the Company's website at http://www.eonelectric.com/images/investors_pdf/WhistleBlowerPolicy.pdf.

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy on a quarterly basis. It is affirmed that no personnel has been denied access to the Chairman of the Audit Committee in exceptional cases. During the year under review, the Company did not receive any complaint.

SUBSIDIARY COMPANIES

The Company doesn't have any subsidiary company during the financial year 2015-16.

Compliances under Listing Regulations

The Company is regularly complying with the Listing Regulations as stipulated under SEBI Listing Regulations, 2015 and erstwhile Listing Agreement. Information, certificates and returns as required under the provisions of Listing Agreement and SEBI Listing Regulations, 2015 are sent to the stock exchanges within the prescribed time.

CEO and CFO Certification

In terms of Regulation 17(8) of the SEBI Listing Regulations, 2015, the Chairman and Managing Director (CMD) and the Chief Financial Officer (CFO) of the Company have given Compliance Certificate stating therein matters prescribed under Part B of Schedule II to the said regulations.

In terms of Regulation 33(2)(a) of the SEBI Listing Regulations, 2015, the Chairman and Managing Director (CMD) and the Chief Financial Officer (CFO) certified the Quarterly Financial Results while placing the Financial Results before the Board.

Information on Deviation from Accounting Standards, if any.

There has been no deviation from the Accounting Standards as laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of Annual Accounts for the Financial Year 2015-16.

Reconciliation of Share Capital Audit

The Reconciliation of Share Capital Audit is conducted by a Company Secretary in practice to reconcile the total admitted capital with the National Securities Depository Limited and the Central Depository Services (India) Limited ("Depositories") and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with Depositories) and that the requests for dematerialization of shares are processed by the R&T Agents within stipulated period of 21 days and uploaded with the concerned depositories.

Transfer of Unpaid/Unclaimed Amounts to Investor Education and Protection Fund

During the year under review, the Company was not required to transfer any amount lying in the unpaid/ unclaimed Dividend account to the Investor Education and Protection Fund (IEPF). Transfer of unpaid/ unclaimed Dividend to Investor Education and Protection Fund (IEPF) is due in December, 2017.

Code for Prevention of Insider-Trading Practices

The Company has in place a Code of Conduct for Prevention of Insider Trading and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (The 'Insider Trading Policy') in accordance with the SEBI

(Prohibition of Insider Trading) Regulations, 2015. The Policy is available on our web-site at

http://www.eonelectric.com/images/investors_pdf/EON_Code_of_conduct_for_prevention_of_Insider_Trading.pdf.

The Code of Conduct for Prevention of Insider Trading lays down guidelines advising the Management, Designated Employees, Staff and other Connected Persons, on procedures to be followed and disclosures to be made by them while dealing with the shares of Eon and cautioning them of the consequences of violations.

The Company Secretary has been appointed as the Compliance Officer to ensure the same.

The status of adoption of the Discretionary Requirements as specified in Sub – Regulation 1 of Regulation 27 of the SEBI Listing Regulations, 2015 are as follows:

a) The Board:

The Chairman of the Company is Executive Chairman;

b) Shareholder Rights:

Half-yearly and other Quarterly Financial Performance, including summary of the significant events in last six-months, if any, are published in newspapers, uploaded on Company's website www.eonelectric.com and submitted to the Stock Exchanges (BSE & NSE);

c) Modified opinion(s) in audit report:

The Company already has a regime of Unqualified Financial Statements. Auditors have raised no qualification on the Financial Statements;

d) Separate posts of Chairperson and MD/CEO:

Mr. Ved Prakash Mahendru is the Chairman and Managing Director of the Company;

e) Reporting of Internal Auditor:

The Internal Auditor of the Company has direct access to the Audit Committee.

Additional Information to the Shareholders

Company Registration Details

The Company is registered in the State of Haryana, India, under the jurisdiction of the Registrar of Companies (ROC), NCT of Delhi & Haryana. The Corporate Identification Number (CIN) allotted by the Ministry of Corporate Affairs (MCA) is L31200HR1989PLC035580.

Information regarding Re-appointment as per Regulation 36(3) of the Listing Regulations

Information pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 pertaining to particulars of Director to be re-appointed at the forthcoming Annual General Meeting is enclosed as an annexure to the Notice convening the 27th Annual General Meeting.

Dividend declared during past 10 years:-

S. No.	Financial Year	Declaration Date	Dividend Rate
1.	2010-11 – Special Interim Dividend	October 11, 2010	100% [i.e. Rs.10/- per equity share on Equity Shares of Rs.10/- each in Indo Asian Fusegear Limited (Eon Electric Limited)]

Green Initiative

Pursuant to Section 101 and 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the Companies (Accounts) Rules, 2014, the Company can send Notice of Annual General Meeting, Financial Statements and other communication in electronic forms. Your Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Financial Statements, Directors' Report along with their annexures etc. for the Financial Year 2015-16 in the electronic mode to the shareholders who have registered their E-mail IDs with the Company and/or their respective Depository Participants (DPs).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company, by sending a letter, duly signed by the first/sole holder quoting details of Folio No.

CODE OF CONDUCT

A Code of Conduct for the Directors and the Senior Management of the Company has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and the Senior Managerial Personnel of the Company.

This Code is also available on the website of the Company viz.

http://www.eonelectric.com/images/investors_pdf/Investor/Code_of_Conduct_for_the_Board_of_Directors_and_the_Senior_Management_Personnel.pdf.

In Compliance of Regulation 26(3) of the SEBI Listing Regulations, 2015, all the Directors and the Senior Management of the Company have affirmed compliance of Code of Conduct as on March 31, 2016.

Declaration of Compliance of the Code of Conduct in terms of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:

"The Board of Directors of Eon Electric Limited has, pursuant to Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, laid down the Code of Conduct for all Board Members and Senior Managerial Personnel of the Company which has also been posted on the website of the Company viz. www.eonelectric.com.

In terms of Schedule V to the said regulations and as per 'Affirmation of Compliance' letters received from the Directors and the Members of Senior Managerial Personnel of the Company, I hereby declare that the Directors and the Members of Senior Management of the Company have complied with the Code of Conduct during the Financial Year 2015-16."

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

CERTIFICATE ON CORPORATE GOVERNANCE

The Certificate on Compliance of Conditions of Corporate Governance as required under Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is published as an Annexure to the this Report.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: August 13, 2016

Ved Prakash Mahendru
Chairman & Managing Director
DIN: 00005338

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

We have examined the compliance of conditions of Corporate Governance by Eon Electric Limited, for the year ended March 31, 2016, as stipulated in Clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the Stock Exchange(s) for the period from 1st April, 2015 to 30th November, 2015 and as per the relevant provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015') as referred to in Regulation 15(2) of the SEBI Listing Regulations, 2015 for the period from 1st December, 2015 to 31st March, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination is limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement / SEBI Listing Regulations, 2015, as applicable.

We further state that such compliance is neither an assurance as to the future viability of the Company, nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For J C Bhalla & Co.,
Chartered Accountants
FRN: 001111N

Rajesh Sethi
Partner
Membership No.: 085669

Place: New Delhi
Date: August 13, 2016

To
The Board of Directors
Eon Electric Limited
B - 88, Sector - 83,
NOIDA – 201305 UP

Sub: Compliance Certificate in respect of Financial Statements for the Financial Year ended 31st March, 2016 under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby certify that:

- A. We have reviewed the financial statements and the cash flow statement for the year ended on the 31st March 2016 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) 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.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. 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 such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee
- (1) significant changes in internal control over financial reporting during the year;
 - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date: May 23, 2016

VED PRAKASH MAHENDRU
CHAIRMAN & MANAGING DIRECTOR
DIN : 00005338

K B SATIJA
CHIEF FINANCIAL OFFICER

FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2015-16

Standalone & Consolidated

EON
ELECTRIC
energising smiles

LED LIGHTING
Celebrating Life

FANS
Enjoy EON Breeze

WIRES & CABLES
Fire-proof your smiles

WATER HEATERS
Indulge to Rejuvenate and Refresh

MOBILE ACCESSORIES
The Power that Keeps You Going

Independent Auditors' Report

To The Members of Eon Electric Ltd.

Report on the Standalone Financial Statements

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

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) in our opinion, proper books of account as required by the law have been kept by the Company so far as it appears from our examination of those books;

- (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the Directors as on March 31, 2016 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2016 from being appointed as a Director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure II; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) the Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 31(a) 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 Investor Education and Protection Fund by the Company.

Rajesh Sethi

Partner

M. No. 085669

For and on behalf of

JC Bhalla & Co.

Chartered Accountants

Firm Regn. No: 001111N

Place: New Delhi
Dated: May 23, 2016

Annexure I to Independent Auditors' Report

Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of report of even date on the financial statements for the year ended on March 31, 2016 of **Eon Electric Ltd.**

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of all fixed assets.
- (b) The fixed assets have been physically verified by the management at the year-end. We are informed that no material discrepancies have been noticed by the management on such verification as compared with the record of fixed assets maintained by the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventory (excluding stocks with third parties) has been physically verified by the management during the year. In respect of inventories lying with the third parties, these have been substantially confirmed by them. In our opinion frequency of verification is reasonable. The discrepancies noticed on verification between the physical stock and the book records were not material and have been properly dealt with in the books of account.
- (iii) According to the information and explanations given to us and in our opinion, the Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in register maintained under section 189 of the Companies Act. Accordingly, clauses (iii) (a), (iii) (b) and (iii) (c) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (iv) According to the information and explanations given to us and in our opinion, the Company has not advanced any loan, investment, guarantee or security to any person as specified under sections 185 and 186 of the Companies Act, 2013. Accordingly, clause (iv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company.
- (v) In our opinion and according to the information and explanation given to us, the Company has not accepted deposits from the public during the year within the meaning of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.
- (vi) On the basis of the records produced, we are of the opinion that, prima facie, the cost accounting records prescribed by the Central Government under section 148(1) of the Companies Act, 2013 have been maintained by the Company. However, we are not required to and have not carried out any detailed examination of such records.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it and there are no undisputed amounts payable in respect of the aforesaid dues outstanding as at March 31, 2016 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, the particulars of disputed dues of duty of excise, income tax and sales tax aggregating to Rs.54,136,865/-, Rs.2,137,200/- and Rs. 5,374,917/- as at March 31, 2016 which have not been deposited on account of disputed matters are as follows:

Nature of Dues	Demand in Dispute (Rs.)	Amount Deposited (Rs.)	Period to which amount relates	Forum where pending
Excise Duty Cases				
Excise Duty including penalty	1,810,652	515,000	August 1998 to December 1998	Central Excise and Service Tax Appellant Tribunal, New Delhi (CESTAT)
Excise Duty including penalty	10,450,866	2,500,000	2007-2008	Central Excise and Service Tax Appellant Tribunal, New Delhi (CESTAT)
Excise Duty including penalty	39,484,604	-	May-04	Central Excise and Service Tax Appellant Tribunal, New Delhi (CESTAT)
Excise Duty including penalty	568,024	-	April, 2001 to August, 2004	Central Excise and Service Tax Appellant Tribunal, New Delhi (CESTAT)
Penalty	1,822,719	182,272	July 2008 to September 2008	Central Excise and Service Tax Appellant Tribunal, Allahabad (CESTAT)
Total	54,136,865	3,197,272		

Nature of Dues	Demand in Dispute (Rs.)	Amount Deposited (Rs.)	Period to which amount relates	Forum where pending
Income Tax Case				
Income Tax	2,137,200	-	2007-08	Commissioner of Income Tax (Appeals), New Delhi
Total	2,137,200	-		
Sales Tax / VAT Cases				
Tamil Nadu Value Added Tax including penalty	5,374,917	806,702	2006-07, 2007-08, 2008-09, 2009-10 & 2010-11	Appellate Deputy Commissioner of Commercial Taxes, Chennai
Total	5,374,917	806,702		

Appeals filed by Central Excise Department as at March 31, 2016

Nature of Dues	Demand in Dispute (Rs.)	Amount Deposited (Rs.)	Period to which amount relates	Forum where pending
Excise Duty including penalty	2,065,676	-	December 2007 to September 2008	Central Excise and Service Tax Appellant Tribunal, New Delhi(CESTAT)
Excise Duty including penalty	6,024,073	-	May 1990 to July 1998	Central Excise and Service Tax Appellant Tribunal, New Delhi(CESTAT)
Service Tax including education cess	119,921	-	July 2004 to March, 2007	Central Excise and Service Tax Appellant Tribunal, New Delhi(CESTAT)
Total	8,209,670	-		

- (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 loans or borrowing to a financial institution, bank and government. The Company has no outstanding dues to debenture holders.
- (ix) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause (ix) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause (xii) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, clause (xv) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

Rajesh Sethi
Partner

M. No. 085669

For and on behalf of

JC Bhalla & Co.

Chartered Accountants

Firm Regn. No: 001111N

Place: New Delhi
Dated: May 23, 2016

Annexure II to the Independent Auditors' Report of even date on the Standalone Financial Statements of Eon Electric Limited

Report on the Internal Financial Controls 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 **Eon Electric Ltd.** ("the Company") as of March 31, 2016 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.

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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by The Institute of Chartered Accountants of India 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 applicable to an audit of Internal Financial Controls and, 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 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 those 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 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 March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Dated: May 23, 2016

Rajesh Sethi
Partner
M. No. 085669
For and on behalf of
JC Bhalla & Co.
Chartered Accountants
Firm Regn. No: 001111N

EON ELECTRIC LIMITED
Balance Sheet as at 31st March, 2016

Particulars	Note No.	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	80,287,330	80,287,330
Reserves and Surplus	2	1,047,311,714	1,087,501,780
Non-Current Liabilities			
Long-term Borrowings	3	-	7,897,500
Deferred Tax Liabilities (Net)	4	21,071,550	22,353,443
Other Long Term Liabilities	5	21,521,102	24,387,815
Long Term Provisions	6	14,269,426	13,270,746
Current Liabilities			
Short Term Borrowings	7	668,987,253	628,818,514
Trade Payables	8	279,333,259	196,969,156
Other Current Liabilities	9	105,982,704	84,639,274
Short Term Provisions	10	1,361,042	1,380,473
TOTAL		2,240,125,380	2,147,506,031
ASSETS			
Non-Current Assets			
Fixed Assets			
- Tangible Assets	11	397,792,119	406,550,410
- Intangible Assets	11	6,317	12,617
- Capital Work-in-Progress	11	-	2,166,710
Non - Current Investments	12	107,925,808	108,462,015
Long Term Loans and Advances	13	18,335,846	26,875,722
Current Assets			
Current Investments	14	464,756,170	602,924,937
Inventories	15	378,557,466	343,606,448
Trade Receivables	16	649,203,082	439,517,611
Cash and Bank Balances	17	148,881,595	144,682,457
Short Term Loans and Advances	18	67,360,133	67,052,218
Other Current Assets	19	7,306,844	5,654,886
TOTAL		2,240,125,380	2,147,506,031
Significant Accounting Policies			
Notes on Financial Statements	1 to 46		

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

EON ELECTRIC LIMITED
Statement of Profit and Loss for the year ended 31st March, 2016

Particulars	Note No.	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
INCOME			
Revenue from Operations	20	1,746,671,602	1,291,709,823
Other Income	21	77,585,462	76,127,781
Total Revenue		1,824,257,064	1,367,837,604
EXPENDITURE			
Cost of Materials Consumed	22	808,622,274	617,680,618
Purchases of Stock-in-Trade	23	407,454,466	396,817,123
Changes in Inventories of Finished Goods, Work-in- Progress & Stock-in-Trade	24	18,772,841	13,651,592
Employee Benefits Expense	25	199,993,827	180,569,830
Finance Costs	26	91,941,681	74,020,355
Depreciation and Amortization Expense	27	21,416,053	21,236,681
Other Expenses	28	320,552,764	265,798,596
Total Expenses		1,868,753,906	1,569,774,795
Profit/(Loss) before exceptional items and tax		(44,496,842)	(201,937,191)
Exceptional Items (Net)	29	3,024,883	12,320,761
Profit/(Loss) before tax		(41,471,959)	(189,616,430)
Tax Expenses			
Deferred Tax		(1,281,893)	(1,099,107)
Deferred Tax charge on Exceptional Items		-	15,753,110
Wealth Tax		-	79,550
Profit/(Loss) for the year		(40,190,066)	(204,349,983)
Earnings per Equity Share (Face Value of ₹ 5/- each)	30		
- Basic		(2.50)	(12.73)
- Diluted		(2.50)	(12.73)
Significant Accounting Policies			
Notes on Financial Statements	1 to 46		

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

EON ELECTRIC LIMITED
Cash Flow Statement for the year ended 31st March, 2016

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before Tax	(41,471,959)	(189,616,430)
Adjustments for :		
Depreciation and Amortisation Expense	21,416,053	21,236,681
Assets written off	-	686,362
Provision for Doubtful Debts	4,387,343	-
Interest Income	(14,664,946)	(9,462,286)
Interest Expenses	91,941,681	74,020,355
Loss/(Profit) on Sale of Fixed Assets	(128,600)	(51,613)
Loss/(Profit) on Sale of Investments	(51,452,609)	(53,874,351)
Exceptional Items	(3,024,883)	(12,320,761)
Operating Profit before Working Capital Changes	7,002,080	(169,382,043)
Movements in Working Capital :		
(Increase) / Decrease in Trade Receivables	(214,072,814)	(70,804,413)
(Increase) / Decrease in Inventories	(34,951,018)	(26,228,205)
(Increase) / Decrease in Long Term Loans and Advances	8,539,876	(14,011,138)
(Increase) / Decrease in Short Term Loans and Advances	1,472,075	(15,645,045)
Increase /(Decrease) in Trade Payables and Other Current Liabilities	103,707,533	54,316,705
Increase /(Decrease) in Long Term Provisions	998,680	3,417,106
Increase /(Decrease) in Short Term Provisions	60,119	92,634
Increase /(Decrease) in Other Long Term Liabilities	(2,866,713)	3,653,030
Cash generated from / (used in) Operations	(130,110,182)	(234,591,369)
Direct Taxes Paid	1,859,540	933,257
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	(131,969,722)	(235,524,626)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets including Capital Work-in-progress	(10,551,152)	(10,497,697)
Proceeds from sale of Fixed Assets	195,000	234,000
Purchase of Current Investments	(331,113,285)	(483,334,045)
Purchase of Non - Current Investments	(377,461)	(750,000)
Proceeds from sale of Non-Current Investments in Joint Venture	34,868,963	182,441,256
Proceeds from sale of Non-Current Investments in Subsidiary	-	1,325,000
Proceeds from sale of Current Investments	486,636,201	578,541,536
Proceeds from sale of Non - Current Investments	3,168,048	-
Interest Received	13,012,988	9,042,995
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES	195,839,302	277,003,045

C. CASH FLOW FROM FINANCING ACTIVITIES

Repayment of Long Term Borrowings	(7,897,500)	(15,795,000)
Proceeds from Short Term Borrowings	40,168,739	107,900,082
Interest Paid	(91,941,681)	(74,020,355)
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	(59,670,442)	18,084,727
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	4,199,138	59,563,146
Opening Balance of Cash and Cash Equivalents	144,682,457	85,119,311
Closing Balance of Cash and Cash Equivalents	148,881,595	144,682,457

Cash and cash equivalents include ₹ 88,345,893/- (Previous Year ₹ 75,810,607/-) on account of Margin Money and Fixed Deposits which are held for more than three months and are not available for use by the Company.

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

Significant Accounting Policies

Company Overview :

Eon Electric Limited is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the National Stock Exchange of India Limited and Bombay Stock Exchange Limited. The Company is engaged in the manufacturing and selling of Cables and Wires, Energy Efficient LED based Lighting, Fans, Geysers, Lithium-ion Batteries, Mobile phone accessories and other electrical products. The Company's manufacturing facilities are located at Haridwar in Uttarakhand.

Significant Accounting Policies :-

1. Basis of preparation of Financial Statements:-

The financial statements are prepared under the historical cost convention as a going concern on the accrual basis of accounting, in accordance with the generally accepted accounting principles in India (Indian GAAP) and comply with the Accounting Standards notified under The Companies (Accounts) Rules, 2014 to the extent applicable and the provisions of the Companies Act, 2013 as adopted consistently by the Company.

2. Use of Estimates :-

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialised.

3. Fixed Assets :-

(a) Tangible Assets

Fixed Assets are accounted at cost of acquisition (net of cenvat availed) inclusive of inward freight, duties, taxes and incidentals related to acquisition and installation including interest on loan taken for the acquisition of assets upto the date of commissioning of assets. Pre-operating expenses for major projects are also capitalised, wherever appropriate. Assets under installation or under construction as at the Balance Sheet date are shown as Capital Work-in-Progress.

The revalued amounts of Fixed Assets are presented in the Balance Sheet by restating the net book value by adding thereon the net increase on account of revaluation.

(b) Intangible Assets

Intangible Assets are stated at cost of acquisition. Costs relating to development of Computer Software are capitalized. Software expenses, other than development costs, are expensed off in the year they are incurred.

4. Depreciation / Amortisation :-

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Straight Line Method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013, except in respect of Premium on Leasehold Land and Leasehold Improvements which are amortized over the period of lease term.

Computer Software is amortised over a period of five years.

5. Investments :-

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as Current Investments. All other investments are classified as Non-current Investments.(Long Term Investments).

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current Investments are carried in the financial statements at lower of cost and market/fair value determined on an individual investment basis. Non-current Investments (Long Term Investments) are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

Significant Accounting Policies

6. Inventories :-

Inventories are valued as under :-

- i) Raw Material - At lower of cost determined on FIFO basis and net realisable value.
- ii) Work-in-Progress - At lower of cost and net realisable value.
- iii) Finished Goods - At lower of cost including excise duty and net realizable value.
- iv) Stock-in - Trade - At cost.
- v) Material in Transit - At cost.

7. Transactions in Foreign Currency :-

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.

Foreign currency monetary items (including forward contracts) are translated at year end rates. Exchange differences arising on settlement of transactions and translation of monetary items (including forward contracts) are recognized as income or expense in the year in which they arise .

The premium or discount arising at the inception of a forward contract, which are not intended for trading purpose, is amortised as expense or income over the life of the contract.

8. Employee Benefits :-

(a) Short Term Employee Benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

(b) Long Term Employee Benefits

(i) Defined Contribution plan

Provident Fund and Employees' State Insurance schemes

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employees and the employer make monthly contributions to the plan at a predetermined rate (presently 12.0%) of the employees' basic salary and dearness allowance. These contributions are made to the fund administered and managed by the Government of India. In addition, some employees of the Company are covered under the Employees' State Insurance schemes, which are also defined contribution schemes recognized and administered by the Government of India.

The Company's contributions to both these schemes are expensed in the Statement of Profit and Loss. The Company has no further obligations under these plans beyond its monthly contributions.

(ii) Defined benefit plan

Leave Encashment – Liability on account of unavailed earned leave at the year end is provided as per the actuarial valuation according to Projected Unit Credit Method.

Gratuity – Liability on account of Gratuity at the year end is provided as per the actuarial valuation according to the Projected Unit Credit Method.

(iii) Actuarial gains or losses arising from such transactions are charged to revenue in the year in which they arise.

9. Revenue Recognition :-

Sales :

Sale of goods is recognised at the point of despatch of finished goods to customers. Sales are inclusive of excise duty and exclusive of sales tax.

Significant Accounting Policies

Investing and other Activities :

Income on account of interest and other activities is recognized on an accrual basis. Dividends are accounted for when the right to receive the payment is established.

10. Segment Reporting :-

The Company's operating businesses are organized and managed separately according to the nature of products and services provided with each segment representing in strategic business unit that offers different products and serves different markets.

Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis, are included under "Unallocated Corporate Expenses".

The Company provides its segment information in conformity within the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

11. Earnings Per Share :-

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares.

12. Taxation :-

Tax expense comprises both current and deferred tax. Current Tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates and tax laws. Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing difference between taxable income and accounting income that are capable of reversal in one or more subsequent period(s) and are measured using tax rates enacted or substantively enacted as at the Balance Sheet date. Deferred Tax assets are not recognized unless, in the management judgment, there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax is reviewed at each balance sheet date.

13. Impairment of Assets :-

Assets that are subject to amortisation/depreciation are reviewed for impairment whenever events of changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount. The recoverable amount is the higher of the assets' fair value less costs to sell and value in use.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

14. Leases :-

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

15. Borrowing Costs:-

Borrowing Costs attributable to acquisition and construction of qualifying assets are capitalised as a part of the cost of such asset upto the date when such assets are ready for intended use. Other Borrowing Costs are charged as an expense in the year in which these are incurred.

16. Pre-operative Expenditure :-

The Expenditure incurred by the Company from the date of setting up of a new unit, up to the date of commencement of commercial production of the unit is treated as Pre-operative expenditure to be capitalised as a part of the indirect cost of construction. The amount of such expenditure is apportioned over the individual assets in an

Significant Accounting Policies

equitable manner in the year of commencement of Commercial Production of the unit. The amounts not directly attributable to fixed assets are charged to the Statement of Profit and Loss in the year in which such expenditure is incurred.

17. Provisions, Contingent Liabilities and Contingent Assets:-

Provisions are recognized when the Company has a present obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

Notes on Financial Statements for the year ended 31st March, 2016
1. SHARE CAPITAL

	31-Mar-16		31-Mar-15	
	Nos.	Amount (₹)	Nos.	Amount (₹)
Authorised Share Capital				
Equity Shares of ₹ 5/- each (Previous year ₹ 5/- each)	19,000,000	95,000,000	19,000,000	95,000,000
Preference Shares of ₹ 5/- each (Previous year ₹ 5/- each)	6,000,000	30,000,000	6,000,000	30,000,000
	25,000,000	125,000,000	25,000,000	125,000,000
Issued, Subscribed and Paid up				
Equity Shares of ₹ 5/- each fully paid up (Previous year ₹ 5/- each)	16,057,466	80,287,330	16,057,466	80,287,330
TOTAL	16,057,466	80,287,330	16,057,466	80,287,330

1.1 Aggregate Number of Shares bought back during the preceeding 5 years

The Company has bought back and extinguished 17,84,162 Equity Shares of ₹ 10/- each from the existing owners of Equity Shares other than the Promoters / Persons in Control from the open market through the Stock Exchange(s) in the year 2011-12.

1.2 Reconciliation of the number of Shares outstanding at the beginning and at the end of the year

Equity Shares	31-Mar-16		31-Mar-15	
	Nos.	Amount (₹)	Nos.	Amount (₹)
Shares outstanding at the beginning of the year	16,057,466	80,287,330	16,057,466	80,287,330
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	16,057,466	80,287,330	16,057,466	80,287,330

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

Name of Shareholder	31-Mar-16		31-Mar-15	
	Nos.	%age holding	Nos.	%age holding
Equity Shares of ₹5/- each				
VPM Industrial Services Corpn. LLP	2,244,256	13.98%	2,244,256	13.98%
VPM Electricals Private Limited	5,017,177	31.25%	5,017,177	31.25%
Shri V.P. Mahendru	909,413	5.66%	909,413	5.66%

1.4 Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes on Financial Statements for the year ended 31st March, 2016

2	RESERVES AND SURPLUS	31-Mar-16		31-Mar-15	
		Amount (₹)		Amount (₹)	
	Capital Reserve				
	As per last Balance Sheet		36,891,000		36,891,000
	Capital Redemption Reserve				
	As per last Balance Sheet		17,841,620		17,841,620
	Securities Premium Reserve				
	As per last Balance Sheet		307,090,220		307,090,220
	General Reserve				
	As per last Balance Sheet		1,045,129,775		1,045,129,775
	Surplus				
	As per last Balance Sheet		(319,450,835)		(114,376,748)
	Net Loss After Tax transferred from Statement of Profit & Loss		(40,190,066)		(204,349,983)
	Adjustment relating to Fixed Assets (Refer Note No. 27)		-		(724,104)
	Amount available for Appropriation		(359,640,901)		(319,450,835)
	TOTAL		1,047,311,714		1,087,501,780
3	LONG TERM BORROWINGS	31-Mar-16		31-Mar-15	
		Amount (₹)		Amount (₹)	
		Non Current	Current	Non Current	Current
	Unsecured				
	Deferred payment liability	-	7,897,500	7,897,500	15,795,000
	TOTAL	-	7,897,500	7,897,500	15,795,000

Note :

Deferred payment liability is due to Haryana State Industrial & Infrastructure Development Corporation Limited against land purchased from them and is payable in 8 equal half yearly instalments alongwith interest thereon.

Notes on Financial Statements for the year ended 31st March, 2016

4	DEFERRED TAX LIABILITIES (Net)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Deferred Tax Liabilities		
	Differences in Depreciation & Amortisation for Accounting and Income Tax purposes	28,121,762	27,720,796
		28,121,762	27,720,796
	Deferred Tax Assets		
	Provision for Gratuity	2,888,912	2,576,287
	Provision for Compensated Absences	1,940,903	1,926,358
	Provision for Doubtful Trade Receivables	2,220,397	864,708
		7,050,212	5,367,353
	Deferred Tax Liabilities (Net)	21,071,550	22,353,443
5	OTHER LONG TERM LIABILITIES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Security Deposits	21,521,102	24,387,815
	TOTAL	21,521,102	24,387,815
6	LONG TERM PROVISIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Provision for Employee Benefits		
	Provision for Gratuity	9,043,828	8,113,204
	Provision for Compensated Absences	5,225,598	5,157,542
	TOTAL	14,269,426	13,270,746
7	SHORT TERM BORROWINGS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Secured		
	Loan from Banks		
	- Cash Credit	270,306,399	301,537,850
	- Others	398,680,854	327,280,664
	TOTAL	668,987,253	628,818,514

Notes :

- a) Cash Credit Facility is secured primarily against first charge by way of hypothecation of entire current assets and collaterally by equitable mortgage (first charge) of Plot No. 10, Sector-4, IIE, SIDCUL, Haridwar and first charge on Plant and Machinery situated thereon and personally guaranteed by two directors of the company.
- b) Other Loans from Banks are secured against pledge of approved Investments in Mutual Funds and Bonds held in the name of the company.

Notes on Financial Statements for the year ended 31st March, 2016

8	TRADE PAYABLES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Micro, Small and Medium Enterprises	-	-
	Others	279,333,259	196,969,156
	TOTAL	279,333,259	196,969,156

- 8.1 The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under :

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Principal amount due and remaining unpaid	-	-
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

9	OTHER CURRENT LIABILITIES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Current maturities of Long Term Borrowings (Refer Note No. 3)	7,897,500	15,795,000
	Unpaid Dividend	3,420,950	3,420,950
	Other Payables		
	- Advances from Customers	4,179,635	6,766,742
	- TDS Payable	3,918,212	3,978,808
	- CST / VAT / Service Tax Payable	24,504,504	6,165,193
	- Book Overdraft	-	5,937,719
	- Other Liabilities	62,061,903	42,574,862
	TOTAL	105,982,704	84,639,274

10	SHORT TERM PROVISIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Provision for Employee Benefits		
	Provision for Gratuity	305,401	224,298
	Provision for Compensated Absences	1,055,641	1,076,625
	Others		
	Provision for Wealth Tax	-	79,550
	TOTAL	1,361,042	1,380,473

Notes on Financial Statements for the year ended 31st March, 2016
11. FIXED ASSETS

Description	Gross Block			Depreciation/Amortisation			Net Block		
	As at 01-Apr-15	Additions	Sale / Adjustments	As at 31-Mar-16	As at 01-Apr-15	For the year	Adjustment	Others	
	01-Apr-15			31-Mar-16	01-Apr-15	year	Depreciation Written Back	Others	
TANGIBLE ASSETS									
Land - Free Hold	84,240,000	-	-	84,240,000	-	-	-	-	84,240,000
Land - Lease Hold	85,142,270	-	-	85,142,270	2,898,845	1,020,736	-	-	81,222,689
Buildings	122,229,404	-	-	122,229,404	17,883,695	4,203,704	-	-	100,142,005
Buildings (Road)	2,042,797	-	-	2,042,797	78,354	204,280	-	-	1,760,163
Plant and Equipment	154,005,955	7,816,471	-	161,822,426	44,814,923	10,055,476	-	-	106,952,027
Furniture and Fixtures	16,163,987	3,043,950	-	19,207,937	8,687,036	1,664,727	-	-	8,856,174
Vehicles	22,737,174	-	1,328,000	21,409,174	14,402,239	2,318,328	-	1,261,600	5,950,207
Office equipment	3,012,167	481,867	-	3,494,034	2,286,863	248,052	-	-	959,119
Fans, Coolers and A.C.	5,600,796	819,250	-	6,420,046	2,274,847	388,437	-	-	3,756,762
Computers	8,317,337	407,447	-	8,724,784	7,123,395	661,759	-	-	939,630
Electrical Fittings	6,673,844	148,877	-	6,822,721	3,165,124	644,254	-	-	3,013,343
Lease Hold Improvements	9,301,242	-	-	9,301,242	9,301,242	-	-	-	-
Total (A)	519,486,973	12,717,862	1,328,000	530,856,835	112,916,563	21,409,753	-	1,261,600	397,792,119
INTANGIBLE ASSETS									
Computer Software	603,500	-	-	603,500	590,883	6,300	-	-	6,317
Total (B)	603,500	-	-	603,500	590,883	6,300	-	-	6,317
Total (A+B)	520,070,473	12,717,862	1,328,000	531,460,335	113,507,446	21,416,053	-	1,261,600	397,798,436
Previous Year	512,554,189	13,264,577	5,748,293	520,070,473	148,131,250	21,960,785	51,705,045	4,879,544	406,563,027
Capital Work In Progress	-	-	-	-	-	-	-	-	-
									2,166,710

Notes on Financial Statements for the year ended 31st March, 2016

12	NON CURRENT INVESTMENTS (Long Term Investments)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	OTHER INVESTMENTS (valued at cost unless stated otherwise)		
	Investment in Joint Ventures - Unquoted, fully paid up		
	969,203 (Previous Year 969,203) Equity Shares of ₹10/- each of Luxtra Lighting Private Limited	9,692,030	9,692,030
	Investments in Bonds - Quoted, fully paid up		
	29,669 (Previous Year 29,669) Nos. of Tax Free Secured Redeemable Non Convertible Bonds Tranche 1 Series 1 of Face Value of ₹1000/- each of National Highways Authority of India	29,669,000	29,669,000
	14,239 (Previous Year 14,239) Nos. of Tax Free Bonds Tranche-1 Series 1 of Face Value of ₹1000/- each of Power Finance Corporation Limited	14,239,000	14,239,000
	48,991 (Previous Year 48,991) Nos. of Tax Free Secured Redeemable Non Convertible Bonds of Bond Series 1 of Face Value of ₹1000/- each of Rural Electrification Corporation Limited	48,991,000	48,991,000
	Investments in Others - Unquoted		
	Zephyr Peacock India III Fund	5,334,778	5,870,985
	TOTAL	107,925,808	108,462,015
	Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Aggregate amount of quoted investments	92,899,000	92,899,000
	Market Value of quoted investments	103,438,007	101,792,829
	Aggregate amount of unquoted investments	15,026,808	15,563,015
	Aggregate provision for diminution in value of Investments	-	-
	13 LONG TERM LOANS AND ADVANCES (Unsecured and Considered Good)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Capital Advances	10,000,000	17,712,098
	Security Deposits	5,610,234	6,427,368
	Balance with Statutory/Government Authorities	2,500,000	2,500,000
	Prepaid Expenses	225,612	236,256
	TOTAL	18,335,846	26,875,722

Notes on Financial Statements for the year ended 31st March, 2016

14	CURRENT INVESTMENTS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Current portion of Long-Term Investments (valued at cost unless stated otherwise)		
	Investments in Shares - Un-quoted, fully paid up		
	Nil (Previous Year 3,884,408) Equity Shares of ₹10/- each of Indo Simon Electric Private Limited*	-	38,844,080
	Investments in Mutual Funds - Unquoted, fully paid up		
	Nil (Previous Year 3,391,592.226) Units of Franklin India Income Opportunities Fund-Growth	-	46,300,000
	Nil (Previous Year 16,500.072) Units of Franklin India Short Term Income Plan-Retail Plan-Growth	-	40,000,000
	Current Investments (valued at cost)		
	Investments in Mutual Funds - Unquoted, fully paid up		
	Nil (Previous Year 146.720) Units of State Bank of India-Premier Liquid Fund-Regular Plan-Growth	-	252,587
	Nil (Previous Year 8,540.714) Units of Reliance Liquid Fund-Treasury Plan-Direct Growth Plan-Growth Option	-	27,821,835
	Nil (Previous Year 443.895) Units of State Bank of India-Premier Liquid Fund-Direct Plan-Growth	-	889,390
	Nil (Previous Year 1,780,698.123) Units of Birla Sun Life Dynamic Bond Fund-Retail-Growth-Direct Plan	-	40,000,000
	Nil (Previous Year 30,348.265) Units of Franklin India Short Term Income Plan-Retail Plan-Growth	-	81,000,000
	15,378.368 (Previous Year 22,851.654) Units of State Bank of India-Premier Liquid Fund-Direct Plan-Growth	36,500,000	50,000,000
	2,494,987.412 (Previous Year 2,494,987.412) Units of Axis Income Fund-Growth (IFGPG)	33,100,000	33,100,000
	2,466,807.398 (Previous Year 2,466,339.039) Units of Birla Sun Life Dynamic Bond Fund - Retail - Growth - Regular Plan	60,709,610	54,000,000
	1,013,341.363 (Previous Year 1,013,341.363) Units of IDFC Super Saver Income Fund-Investment Plan-Growth-Direct Plan	35,000,000	35,000,000
	1,887,594.076 (Previous Year 1,887,594.076) Units of IDFC Super Saver Income Fund-Investment Plan-Growth-Regular Plan	62,200,000	62,200,000
	1,563,329.344 (Previous Year 1,563,329.344) Units of Kotak Bond Scheme Plan A-Growth (Regular Plan)	60,517,045	60,517,045
	2,512,215.649 (Previous Year 2,512,215.649) Units of UTI Short Term Income Fund-Institutional Option-Growth	40,000,000	40,000,000
	2,540,547.139 (Previous Year Nil) Units of Birla Sun Life Medium Term Plan - Growth - Regular Plan	46,194,515	-
	410,795.711 (Previous Year Nil) Units of DSP Black Rock Income Opportunities Fund - Regular Plan - Growth	10,000,000	-

Notes on Financial Statements for the year ended 31st March, 2016

Contd.	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
679,564.807 (Previous Year Nil) Units of HDFC Short Term Plan - Regular Plan - Growth	20,000,000	-
1,010,005.788 (Previous Year Nil) Units of ICICI Prudential Short Term - Growth Option	30,535,000	-
1,420,992.800 (Previous Year Nil) Units of Reliance Regular Savings Fund - Debt Plan - Direct Growth Plan - Growth Option	30,000,000	-
TOTAL	464,756,170	609,924,937
Less : Provision for diminution in the value of Investments*	-	7,000,000
Total Current Investments	464,756,170	602,924,937
Aggregate amount of quoted investments	-	-
Market Value of quoted investments	-	-
Aggregate amount of unquoted investments	464,756,170	609,924,937
Aggregate provision for diminution in value of Investments	-	7,000,000
15 INVENTORIES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Raw Material	142,970,073	89,246,214
Work-in-Progress	15,253,111	7,405,371
Finished Goods	108,010,226	108,225,854
Stock-in-Trade	112,324,056	138,729,009
TOTAL	378,557,466	343,606,448
15.1 Inventories are valued as under :-		
Raw Material	: At lower of cost determined on FIFO basis and net realisable value.	
Work-in-Progress	: At lower of cost and net realisable value.	
Finished Goods	: At lower of cost including excise duty and net realisable value.	
Stock-in-Trade	: At cost.	
16 TRADE RECEIVABLES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Outstanding due for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	104,435,549	80,028,145
Unsecured, considered doubtful	7,185,750	2,798,407
	111,621,299	82,826,552
Less : Provision for doubtful receivables	7,185,750	2,798,407
Sub-Total	104,435,549	80,028,145
Other receivables		
Unsecured, considered good	544,767,533	359,489,466
Unsecured, considered doubtful	-	-
Sub-Total	544,767,533	359,489,466
TOTAL	649,203,082	439,517,611

Notes on Financial Statements for the year ended 31st March, 2016

17 CASH AND BANK BALANCES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Cash and cash equivalents		
a) Balances with Banks		
On Current Accounts	7,541,619	16,769,388
Fixed Deposits with maturity of upto 12 months	246,233	218,679
On Unpaid Dividend Account	3,420,950	3,420,950
b) Cheques/Drafts on hand	49,409,116	48,017,266
c) Cash on hand	164,017	664,246
Other Bank Balances		
a) Fixed Deposits with maturity of over 12 months	124,177	117,367
b) Margin Money Deposits	87,975,483	75,474,561
TOTAL	148,881,595	144,682,457
17.1 Margin Money Deposits have been given to Banks against Bank Guarantees and Letters of Credit got issued from them.		
18 SHORT TERM LOANS AND ADVANCES (Unsecured considered good)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Advances to Suppliers for goods and services	40,568,299	47,767,726
Loans and advances to employees	5,155,225	4,204,072
TDS Recoverable	5,406,012	3,626,022
Balance with Customs, Central Excise and VAT Authorities	13,885,448	8,797,779
Prepaid Expenses	2,345,149	2,656,619
TOTAL	67,360,133	67,052,218
19 OTHER CURRENT ASSETS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Receivable on Fixed Deposits with Banks	2,629,041	987,974
Interest accrued on Investments	4,677,803	4,666,912
TOTAL	7,306,844	5,654,886
20 REVENUE FROM OPERATIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Sale of Products		
- Finished Goods	1,172,242,526	795,742,036
- Stock in Trade	553,700,009	495,967,787
Gross Revenue from Sale of Products	1,725,942,535	1,291,709,823
Other Operating Income	20,729,067	-
TOTAL	1,746,671,602	1,291,709,823

Notes on Financial Statements for the year ended 31st March, 2016

20.1 PARTICULARS OF SALE OF PRODUCTS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
<u>Finished Goods</u>		
Wires	473,570,312	625,435,728
Lighting Products	483,981,822	25,419,136
Electrical Consumer Durables	124,167,440	72,781,409
Others	90,522,952	72,105,763
	<u>1,172,242,526</u>	<u>795,742,036</u>
<u>Stock in Trade</u>		
Wires	1,516,951	6,376,649
Lighting Products	453,099,152	312,344,145
Electrical Consumer Durables	89,954,213	112,644,870
Others	9,129,693	64,602,123
	<u>553,700,009</u>	<u>495,967,787</u>
TOTAL	<u>1,725,942,535</u>	<u>1,291,709,823</u>
21 OTHER INCOME	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Income	14,664,946	9,462,286
Net Gain on Sale of Investments	49,198,229	53,874,351
Profit on Sale of Fixed Assets	128,600	51,613
Rental Income	8,703,894	4,545,500
Miscellaneous Income	3,990,124	5,585,894
Sundry Balances Written Back	234,392	1,944,897
Provisions no longer required written back	117,060	-
Gain on Foreign Currency Transactions (Net)	548,217	663,240
TOTAL	<u>77,585,462</u>	<u>76,127,781</u>
22 COST OF MATERIALS CONSUMED	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Inventory at the beginning of the year	89,246,214	49,366,417
Add : Purchases	862,346,133	657,560,415
	<u>951,592,347</u>	<u>706,926,832</u>
Less : Inventory at the end of the year	142,970,073	89,246,214
TOTAL	<u>808,622,274</u>	<u>617,680,618</u>
22.1 PARTICULARS OF MATERIALS CONSUMED	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Copper	320,678,824	424,127,177
Poly Vinyl Chloride (PVC)	36,941,895	42,049,597
Others (including Semi-Finished Components)	451,001,555	151,503,844
TOTAL	<u>808,622,274</u>	<u>617,680,618</u>

Notes on Financial Statements for the year ended 31st March, 2016

22.2 PERCENTAGE OF CONSUMPTION OF IMPORTED AND INDIGENOUS RAW MATERIALS	31-Mar-16 Amount (₹)	%age	31-Mar-15 Amount (₹)	%age
Indigenous	652,925,923	80.75%	580,541,876	93.99%
Imported	155,696,351	19.25%	37,138,742	6.01%
TOTAL	808,622,274	100.00%	617,680,618	100.00%

23 PURCHASE OF STOCK-IN-TRADE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Wires	1,900,863	5,609,265
Lighting Products	352,371,585	245,482,096
Electrical Consumer Durables	46,432,267	103,571,602
Others	6,749,751	42,154,160
TOTAL	407,454,466	396,817,123

24 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Inventories (at close)		
Finished goods	108,010,226	108,225,854
Stock-in-Trade	112,324,056	138,729,009
Work-in-Progress	15,253,111	7,405,371
	235,587,393	254,360,234
Inventories (at commencement)		
Finished goods	108,225,854	130,269,328
Stock-in-Trade	138,729,009	122,746,753
Work-in-Progress	7,405,371	14,995,745
	254,360,234	268,011,826
(INCREASE) / DECREASE	18,772,841	13,651,592

25 EMPLOYEE BENEFITS EXPENSE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Salaries, Wages and Bonus	181,124,724	160,199,050
Contribution to Provident and other Funds	8,060,669	7,620,324
Gratuity	1,494,881	2,812,787
Leave Encashment	1,793,136	3,397,450
Staff Welfare expenses	7,520,417	6,540,219
TOTAL	199,993,827	180,569,830

25.1. Disclosure under Accounting Standard 15 (Revised)

As per Accounting Standard (AS-15) (Revised 2005) "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

(a) Defined Contribution Plans

Employer's Contribution to Provident Fund *
 Employer's Contribution to ESI *

(* Included in Contribution to Provident and Other Funds)

31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
7,640,066	7,162,335
420,603	457,989

Notes on Financial Statements for the year ended 31st March, 2016
(b) Defined Benefit Plans
(Amount ₹)

	Non – Funded			
	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Current service cost	1,699,910	1,653,958	1,598,778	1,778,712
Interest cost	660,330	458,217	493,746	403,507
Expected Return on Plan Assets	-	-	-	-
Actuarial (gain) / loss	(865,359)	700,612	(299,388)	1,215,231
Past service cost	-	-	-	-
Curtailement and Settlement Cost / (credit)	-	-	-	-
Total Cost	1,494,881	2,812,787	1,793,136	3,397,450

(c) Actuarial Assumptions

	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
	Discount Rate	7.92%	7.79%	7.92%
Expected Rate of increase in Compensation Levels	7.00%	7.00%	7.00%	7.00%
Expected Rate of Return on Plan Assets	N.A.	N.A.	N.A.	N.A.
Expected Average remaining working lives of employees (years)	22.61	22.90	22.30	22.62

(d) Reconciliation of opening and closing balances of Projected Benefit Obligations
(Amount ₹)

	Non – Funded			
	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Change in Projected Benefit Obligation (PBO)				
Projected benefit obligation at beginning of year	8,337,502	5,882,119	6,234,167	5,179,810
Current service cost	1,699,910	1,653,958	1,598,778	1,778,712
Interest cost	660,330	458,217	493,746	403,507
Benefits paid	(483,154)	(357,404)	(1,746,064)	(2,343,093)
Curtailement and Settlement cost	-	-	-	-
Contribution by plan participants	-	-	-	-
Past services cost	-	-	-	-
Actuarial (gain) / loss	(865,359)	700,612	(299,388)	1,215,231
Projected Benefit Obligation at year end	9,349,229	8,337,502	6,281,239	6,234,167

26 FINANCE COSTS

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Expenses	80,933,267	70,738,910
Other Borrowing Costs	1,738,480	325,403
Bank Charges	9,269,934	2,956,042
TOTAL	91,941,681	74,020,355

27 DEPRECIATION AND AMORTISATION EXPENSE

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Depreciation and Amortisation	21,416,053	21,960,785
Less : Charged to Retained Earnings	-	724,104
TOTAL	21,416,053	21,236,681

Notes on Financial Statements for the year ended 31st March, 2016

28 OTHER EXPENSES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Manufacturing Expenses		
Power and Fuel	8,812,334	8,868,941
Labour Work Charges	16,781,501	2,791,288
Testing Charges	1,226,848	1,393,652
Building Repairs	1,656,857	703,959
Machinery Repairs	5,199,222	3,410,169
	33,676,762	17,168,009
Administration Expenses		
Rent	13,280,942	14,256,549
Rates and Taxes	8,576,613	4,797,620
Travelling and Conveyance	37,108,149	38,992,738
Printing and Stationery	1,894,072	1,812,485
Postage, Telegram & Telephone	6,589,423	6,240,194
Insurance	2,009,054	2,208,395
Other Repairs	9,918,095	7,078,914
Provision for Doubtful Trade Receivables	4,387,343	-
Bad Debts written off	945,738	535,060
Assets written off	-	686,362
Directors Sitting fees	330,000	124,000
Vehicle Maintenance	2,197,891	2,851,452
Legal & Professional Charges	23,557,869	17,932,592
Payment to Auditors		
- As Auditor	1,852,500	1,710,000
- For other services	351,375	208,875
- Service Tax	314,394	237,173
Miscellaneous Expenses	9,726,294	11,078,630
	123,039,752	110,751,039
Selling and Distribution Expenses		
Freight and Cartage Outwards	41,598,154	36,585,219
Advertisement	20,215,059	16,472,843
Selling Commission	34,005,221	32,425,395
Sales Discount	50,927,632	35,006,026
Business Promotion	14,871,284	11,265,773
Samples	1,854,935	2,941,809
Tender Charges	13,965	6,149
Sales Tax Assessed	350,000	3,176,334
	163,836,250	137,879,548
TOTAL	320,552,764	265,798,596

Notes on Financial Statements for the year ended 31st March, 2016

29	Exceptional Items		31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Income			
	Provision for Diminution in the value of Investments written back (Refer Note 41)		3,024,883	-
	Surplus on account of Depreciation written back		-	51,705,045
	Expenditure			
	Loss on sale of Non Current Investments		-	32,384,284
	Diminution in the value of Investments		-	7,000,000
	Income (Net of Expenditure)		3,024,883	12,320,761
30	Earnings Per Share (EPS)	Unit	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Basic and Diluted Earnings Per Share			
	Net Profit attributable to Equity Shareholders	₹	(40,190,066)	(204,349,983)
	Weighted Average number of Equity Shares outstanding during the year	Nos.	16,057,466	16,057,466
	Face Value	₹	5	5
	Basic Earnings Per Share	₹	(2.50)	(12.73)
	Diluted Earnings Per Share	₹	(2.50)	(12.73)

31. Contingent Liabilities and Commitments:-

a. Contingent Liabilities

- i) Bank Guarantees ₹ 137,919,607/- (Previous year ₹ 98,237,090/-).
- ii) Bond furnished to Custom & Central Excise Authorities for import of goods at Concessional Rate of Duty ₹ 72,500,000/- (Previous year ₹ 72,500,000/-).
- iii) Excise duty demands against which the company has preferred appeals ₹ 54,136,865/- (Previous year ₹ 54,136,865/-). The Company has already deposited a sum of ₹ 3,197,272/- (Previous year ₹ 3,151,704/-) against the aforesaid demand.
- iv) Central Excise and Service Tax Appeals filed by the Department ₹ 8,089,749/- (Previous year ₹ 8,089,749/-) for excise duty and ₹ 119,921/- (Previous year ₹ 119,921/-) for service tax.
- v) Sales Tax / Value Added Tax Demands against which the company has preferred appeals ₹ 5,374,917/- (Previous year ₹ 5,374,917/-). The company has already deposited a sum of ₹ 806,702/- (Previous year ₹ 806,702/-) against the aforesaid demand.
- vi) Income Tax demands against which the company has preferred appeals ₹ 2,137,200/- (Previous year ₹ 109,426/-).
- vii) Arrears for Statutory Bonus for 2014-15 not provided for ₹ 1,416,835/- as the retrospective amendment has been stayed by the Karnataka, Kerala & Uttrakhand High Courts.

b. Commitments

- i) Capital commitments (net of advance) ₹ 3,173,810/- (Previous year ₹ 170,016/-).
- ii) Commitment to pay balance amount towards contribution to the Share Capital of Zephyr Peacock India III Fund ₹ 6,251,554/- (Previous Year ₹ 6,629,015/-)

32. Provision for income tax has been made without considering some taxes and amounts which will be paid before filing of Income Tax Return as provided under Section 43-B of the Income Tax Act, 1961.

Notes on Financial Statements for the year ended 31st March, 2016

33. In the opinion of Board, the current assets, loans and advances are approximately of the value stated, if realized, in the ordinary course of business. The provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.
34. The Statement of Profit and Loss includes previous year debit adjustments amounting to ₹ 268,480/- (Previous year ₹ 173,910/-) on account of following :-

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Testing Charges	-	143,910
Legal & Professional Charges	-	30,000
Interest Expenses	268,480	-
Total	268,480	173,910

35. The balances of Trade Receivables, Advances and Trade Payables are subject to confirmation.
36. The company has paid annual listing fees to Bombay Stock Exchange Limited and National Stock Exchange of India Limited where its equity shares are listed.
37. **Information on Segment Reporting of the Company for the year ended 31st March 2016**

Business Segments

In accordance with the Accounting Standard (AS) 17 “Segment Reporting”, the Company’s operations have been categorized into the following Business segments :-

Cable and Wires includes Wires and Cables etc.

Lighting includes Compact Fluorescent Lamps, Fluorescent TubeLights, LEDs and Luminaires etc.

Electrical Consumer Durables includes Fans, Water Heaters etc.

Others includes Lithium Ion Batteries, Mobile Phone Accessories etc.

Segment Revenue relating to each of the above business segments includes Other Income, where applicable.

The above business segments have been identified considering :

- a) the nature of products and services
- b) the differing risks and returns
- c) the organization structure, and
- d) the internal financial reporting systems.

There are no geographical segments as the operations of the company’s existing Business Segments take place indigenously.

Notes:-

- i. Segment results represent Profit/(Loss) before Interest and Tax.
- ii. Capital Expenditure pertains to gross additions made to fixed assets during the year including capital work in progress.
- iii. Segment Assets include Fixed Assets, Current Assets & Loans and Advances directly attributable to respective business segments.
- iv. Segment Liabilities include Current Liabilities and Provisions directly attributable to respective business segments.
- v. The accounting policies used to derive reportable segment results are consistent with those described in the “Significant Accounting Policies” note to the financial statements.

Notes on Financial Statements for the year ended 31st March, 2016

Information About Business Segments

	Cable & Wires		Lighting		Electrical Consumer Durables		Others		Total	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
	(in ₹)									
1. Segment Revenue										
a) External Revenue	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
b) Inter Segment Revenue	-	-	-	-	-	-	-	-	-	-
Total Revenue	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
Less: Inter Segment Revenue	-	-	-	-	-	-	-	-	-	-
Revenue from Operations (Gross)	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
Less: Excise Duty	-	-	-	-	-	-	-	-	-	-
Revenue from Operations (Net)	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
2. Segment Results (Profit / Loss)	(117,756,115)	(134,391,068)	190,580,095	4,926,446	(550,007)	(43,817)	(21,553,209)	4,466,820	50,720,764	(125,041,619)
Finance Costs									91,941,681	74,020,355
Unallocated Corporate Expenses/ (Income)									3,275,925	2,875,217
Profit/(Loss) before Exceptional Items and Tax									(44,496,842)	(201,937,191)
Exceptional Items (Net)									3,024,883	12,320,761
Profit/(Loss) before Tax									(41,471,959)	(189,616,430)
Tax Expense									(1,281,893)	14,733,553
Profit/(Loss) after Tax									(40,190,066)	(204,349,983)
3. Other Information										
Segment Assets	471,850,457	515,269,537	609,700,340	268,288,500	241,802,274	247,424,261	119,505,657	184,733,461	1,442,858,728	1,215,715,759
Unallocated Corporate Assets									797,266,652	991,790,272
Total Assets	471,850,457	515,269,537	609,700,340	268,288,500	241,802,274	247,424,261	119,505,657	184,733,461	2,240,125,380	2,147,506,031
Segment Liabilities	155,413,648	111,085,544	163,518,262	84,699,867	56,679,287	46,428,835	19,480,037	45,104,123	395,091,234	287,318,369
Unallocated Corporate Liabilities									717,435,102	692,398,552
Total Liabilities	155,413,648	111,085,544	163,518,262	84,699,867	56,679,287	46,428,835	19,480,037	45,104,123	1,112,526,336	979,716,921
Capital Expenditure (including Capital Work in Progress)	911,587	2,068,298	6,547,277	2,247,347	2,365,820	4,242,419	726,468	1,939,633	10,551,152	10,497,697
Depreciation & Amortization expense	13,224,542	13,598,074	509,822	99,248	2,850,867	2,520,717	4,830,822	5,018,642	21,416,053	21,236,681
Other Non-cash expenses	1,315,951	847,973	239,009	6,845	150,467	2,654	3,627,654	363,950	5,333,081	1,221,422

Notes on Financial Statements for the year ended 31st March, 2016
38. Related Party Disclosure

Disclosures as required by Accounting Standard (AS-18) "Related Party Disclosures" are given below:

A. Investing Parties with whom the Company is a Joint Venture Partner

1. Indo Simon Electric Private Limited (#)
(#) Ceased to be a Joint Venture during the previous year ended 31st March, 2015.
2. Luxtra Lighting Private Limited

B. Directors, Key Managerial Personnel

1. Mr. V.P.Mahendru
2. Mr. Vinay Mahendru
3. Mr. Vivek Mahendru

C. Relatives of Directors & Key Managerial Personnel

1. Ms. Ridhi Mahendru

D. Key Managerial Personnel

1. Mr. K.B.Satija
2. Mr. Kumar Indramani (resigned w.e.f. 19th October, 2015)

E. Group Company

1. IAFL Switchgears Private Limited

F. LLP firms in which Directors and their relatives are Partners

1. VPM Industrial Services Corporation LLP

G. Company in which Directors and their relatives are Directors

1. VPM Electricals Private Limited

S.No.	Nature of Transaction	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
1	Purchase of Stock-in-Trade		
a	Luxtra Lighting Private Limited	-	246,137
	Total	-	246,137
2	Purchase Return		
a	Indo Simon Electric Private Limited	-	508,397
	Total	-	508,397
3	Remuneration paid to Directors and their relatives		
a.	Mr. V.P. Mahendru	8,400,000	7,750,000
b.	Mr. Vinay Mahendru	7,718,400	6,860,800
c.	Mr. Vivek Mahendru	7,718,400	6,860,800
d.	Ms. Ridhi Mahendru	-	358,256
	Total	23,836,800	21,829,856
4	Remuneration paid to Key Managerial Personnel		
a.	Mr. K.B.Satija	3,964,215	3,613,003
b.	Mr. Kumar Indramani	1,024,004	1,297,407
	Total	4,988,219	4,910,410

Notes on Financial Statements for the year ended 31st March, 2016

5	Rent paid		
a.	Mr. V.P. Mahendru	-	149,292
	Total	-	149,292
6	Services rendered		
a.	Indo Simon Electric Private Limited	-	3,685,855
	Total	-	3,685,855
7	Balance outstanding at the year end		
	Payable		
a.	Mr. V.P. Mahendru	2,029,850	1,211,390
b.	Mr. Vinay Mahendru	2,645	81,687
c.	Mr. Vivek Mahendru	182,329	55,559
d.	Mr. Kumar Indramani	-	21,977
e.	Luxtra Lighting Private Limited	267,103	28,328
f.	IAFL Switchgears Private Limited	22,991	22,991
	Total	2,504,918	1,421,932
8	Receivable		
a.	Indo Simon Electric Private Limited	155,641	558,371
	Total	155,641	558,371

39. Lease Payments under an operating lease are recognised as an expense in the Statement of Profit and Loss on a straight line basis over the lease term. Accordingly ₹ 13,280,942/- has been charged to Statement of Profit and Loss during the year (Previous year ₹ 14,256,549/-).

The total of future minimum lease rent payable under operating lease for each of the following periods is as under

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Not later than one year	13,012,561	13,019,877
Later than one year and not later than five years	8,670,869	21,714,482
Later than five years	-	-

40. Financial Reporting of Interest in Joint Ventures

Investments include ₹ 9,692,030/- (Previous year ₹ 9,692,030/-) representing Company's interest in the following jointly controlled entities as at 31.03.2016

Name of the Company	Contribution towards Equity (₹)	Country of Residence	% age holding of Eon
Luxtra Lighting Private Limited	9,692,030 (9,692,030)	India	49% (49%)

The financial data in respect of Luxtra Lighting Private Limited for year ended 31st March, 2016 and 31st March, 2015 are based on its Audited Accounts.

The aggregate amount of each of the Assets, Liabilities, Income and Expenditure related to interest of the Company in the jointly controlled entity is as under :

Notes on Financial Statements for the year ended 31st March, 2016
LUXTRA LIGHTING PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2016

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	9,692,030	9,692,030
Reserves and surplus	(9,990,940)	(9,972,742)
Current liabilities		
Other current liabilities	489,884	482,762
TOTAL	190,974	202,050
ASSETS		
Non-current assets		
Fixed assets		
Tangible assets	4,996	9,651
Other non-current assets	47,627	45,161
Current assets		
Trade receivables	130,879	13,880
Cash and Bank Balances	7,472	133,358
TOTAL	190,974	202,050

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Revenue From Operations	-	117,999
Other income	2,466	11,830
Total Revenue	2,466	129,829
Expenses:		
Purchase of stock in trade	-	92,670
Employee Benefits expense	-	7,838
Finance costs	352	484
Depreciation and amortization expense	4,655	25,937
Other expenses	15,656	76,042
Total expenses	20,663	202,971
Profit / (Loss) before tax	(18,197)	(73,142)
Tax expense		
Current Tax	-	-
Profit / (Loss) after tax	(18,197)	(73,142)

41. The Company had terminated its Joint Venture Agreement with Simon Holding S.L., Spain on 8th September, 2014 and has accordingly agreed to transfer its entire share holding comprising of 22,849,462 Shares in the Joint Venture Company Indo Simon Electric Private Limited to M/s Simon Holding S.L., Spain.

During the year ended 31st March, 2015, the Company had transferred 18,965,054 Shares of the Face Value of ₹ 10/- each aggregating to ₹ 189,650,540/- held by it in the said Joint Venture Company for a total consideration of ₹ 182,441,256/-. The loss of ₹ 7,209,284/- arising on the transfer of the above shares had been considered as an Exceptional Item. Further the Company had also made a provision of ₹ 7,000,000/- towards diminution in the value of the remaining shares held by it in the said company which too was considered as an Exceptional Item.

Notes on Financial Statements for the year ended 31st March, 2016

Further, during the year ended 31st March, 2016, the Company has transferred 3,884,408 shares of the Face Value of ₹ 10/- each held by it in Indo Simon Electric Private Limited for total consideration of ₹ 34,868,963/-. The loss of ₹ 3,024,883/- arising on the transfer of the said shares has been set off against provision for diminution in the value of the said investment made during the previous year.

42. CIF Value of Imports :

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
1 Raw Material (including components stores & spares)	144,975,862	70,077,334
2 Stock-in-trade	39,925,505	73,638,576
3 Capital Goods	-	220,818
43. Expenditure in Foreign Currency (on accrual basis)		
- Travelling	1,096,855	2,809,167

44. Year end foreign exchange exposures that have not been hedged by a derivative instrument or otherwise :

Foreign Currency	As on 31-Mar-16			As on 31-Mar-15		
	Payables	Advances (*)	Net (#)	Payables	Advances (*)	Net (#)
USD	263,687.85	133,346.61	130,341.24	98,338.77	378,493.37	(280,154.60)
(INR Equivalent)	(17,727,748)	(8,722,215)	9,005,533	(6,243,080)	(23,346,894)	(17,103,814)
Euro	17,628.34	-	17,628.34	1173.35	21,562.50	(20,389.15)
(INR Equivalent)	(1,345,749)	-	1,345,749	(80,551.00)	(1,436,978)	(1,356,427)

(*) Advances is Advance to Suppliers

(#) Negative figures in net column indicate open Advance to Suppliers.

45. The provision in regard to Section 135 of The Companies Act, 2013 in regard to Corporate Social Responsibility is not applicable to the Company.

46. Figures for the previous year have been re-arranged / re-grouped where ever necessary to make them comparable with the current year.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

Independent Auditors' Report

To The Members of Eon Electric Ltd.

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Eon Electric Limited (hereinafter referred to as "the Company") and its Joint Venture (the company and its joint venture together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of requirements of Companies Act 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the group 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 design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

Auditor's Responsibility

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

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

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

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 Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

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

Other Matter

- (a) We did not audit the financial statements of Joint Venture whose financial statement reflect total assets of Rs. 1,90,974/- as at 31st March, 2016 as well as the total revenue of Rs. 2,466/- and net loss of Rs.18,197/- for the year ended 31st March,2016, as considered in the Consolidated Financial Statements. These financial statements

have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the joint venture, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid Joint Venture, is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid consolidated financial statements;
- b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
- c. the consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with in this report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements ;
- d. in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. on the basis of written representations received from the Directors of the Company and its Joint Venture as on March 31, 2016 and taken on record by the Board of Directors of the Company and its Joint Venture respectively, none of the Directors are disqualified as on March 31, 2016 from being appointed as a Director in terms of Section 164(2) of the Act;
- f. with respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure I; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Company and its joint venture. Refer Note no. 31(a) of the consolidated financial statements;
 - ii) the company and its joint venture, which is incorporated in India did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company and its joint venture.

Place: New Delhi
Dated: May 23, 2016

Rajesh Sethi
Partner
M. No. 085669
For and on behalf of
JC Bhalla & Co.
Chartered Accountants
Firm Regn. No: 001111N

Annexure I to the Independent Auditors' Report of even date on the Consolidated Financial Statements of Eon Electric Limited

Report on the Internal Financial Controls 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 financial statements of the Company as of and for the year ended 31 March 2016, we have audited the internal financial controls over financial reporting of Eon Electric Limited ("the Company") and its joint venture which is incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company & its Joint Venture, which is 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. 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by The Institute of Chartered Accountants of India 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 applicable to an audit of Internal Financial Controls and, 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 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 those 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 Company and its Joint Venture, which is incorporated in India, has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Dated: May 23, 2016

Rajesh Sethi
Partner
M. No. 085669
For and on behalf of
JC Bhalla & Co.
Chartered Accountants
Firm Regn. No: 001111N

EON ELECTRIC LIMITED
Consolidated Balance Sheet as at 31st March, 2016

Particulars	Note No.	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	80,287,330	80,287,330
Reserves and Surplus	2	1,037,320,774	1,077,529,038
Non-Current Liabilities			
Long-term Borrowings	3	-	7,897,500
Deferred Tax Liabilities (Net)	4	21,071,550	22,353,443
Other Long Term Liabilities	5	21,521,102	24,387,815
Long-term Provisions	6	14,269,426	13,270,746
Current Liabilities			
Short-term Borrowings	7	668,987,253	628,818,514
Trade Payables	8	279,202,380	196,955,276
Other Current Liabilities	9	106,472,588	85,122,036
Short-term Provisions	10	1,361,042	1,380,473
TOTAL		2,230,493,445	2,138,002,171
ASSETS			
Non-Current Assets			
Fixed Assets			
- Tangible Assets	11	397,797,115	406,560,061
- Intangible Assets	11	6,317	12,617
- Capital Work-in-Progress	11	-	2,166,710
Non - Current Investments	12	98,233,778	98,769,985
Long-term Loans and Advances	13	18,373,772	26,913,648
Current Assets			
Current Investments	14	464,756,170	602,924,937
Inventories	15	378,557,466	343,606,448
Trade Receivables	16	649,203,082	439,517,611
Cash and Bank Balances	17	148,889,067	144,815,815
Short-term Loans and Advances	18	67,360,133	67,052,218
Other Current Assets	19	7,316,545	5,662,121
TOTAL		2,230,493,445	2,138,002,171
Significant Accounting Policies			
Notes on Financial Statements	1 to 44		

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

EON ELECTRIC LIMITED

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

Particulars	Note No.	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
INCOME			
Revenue from Operations	20	1,746,671,602	1,291,709,823
Other Income	21	77,587,928	76,139,611
Total Revenue		1,824,259,530	1,367,849,434
EXPENDITURE			
Cost of Materials Consumed	22	808,622,274	617,680,618
Purchases of Stock-in-Trade	23	407,454,466	396,791,794
Changes in Inventories of Finished Goods, Work-in- Progress & Stock-in-Trade	24	18,772,841	13,651,592
Employee Benefits Expense	25	199,993,827	180,577,668
Finance Costs	26	91,942,033	74,020,839
Depreciation and Amortization Expense	27	21,420,708	21,262,618
Other Expenses	28	320,568,420	265,874,638
Total Expenses		1,868,774,569	1,569,859,767
Profit/(Loss) before exceptional items and tax		(44,515,039)	(202,010,333)
Exceptional Items (Net)	29	3,024,883	12,320,761
Profit/(Loss) before tax		(41,490,156)	(189,689,572)
Tax Expenses			
Deferred Tax		(1,281,893)	(1,099,107)
Deferred Tax charge on Exceptional Items		-	15,753,110
Wealth Tax		-	79,550
Profit/(Loss) for the year		(40,208,263)	(204,423,125)
Earnings per Equity Share (Face Value of ₹ 5/- each)	30		
- Basic		(2.50)	(12.73)
- Diluted		(2.50)	(12.73)
Significant Accounting Policies			
Notes on Financial Statements	1 to 44		

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

EON ELECTRIC LIMITED

Consolidated Cash Flow Statement for the year ended 31st March, 2016

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before Tax	(41,490,156)	(189,689,572)
Adjustments for :		
Depreciation and Amortisation Expense	21,420,708	21,262,618
Assets written off	-	686,362
Provision for Doubtful Debts	4,387,343	-
Interest Income	(14,667,412)	(9,464,772)
Interest Expenses	91,941,681	74,020,355
Loss/(Profit) on Sale of Fixed Assets	(128,600)	(60,957)
Loss/(Profit) on Sale of Investments	(51,452,609)	(53,874,351)
Exceptional Items	(3,024,883)	(12,320,761)
Operating Profit before Working Capital Changes	6,986,072	(169,441,078)
Movements in Working Capital :		
(Increase) / Decrease in Trade Receivables	(214,189,814)	(70,812,752)
(Increase) / Decrease in Inventories	(34,951,018)	(26,228,205)
(Increase) / Decrease in Long Term Loans and Advances	8,539,876	(14,011,138)
(Increase) / Decrease in Short Term Loans and Advances	1,472,075	(15,637,170)
(Increase) / Decrease in Other Non-Current Assets	(2,466)	(2,486)
Increase / (Decrease) in Trade Payables and Other Current Liabilities	103,714,655	54,494,849
Increase / (Decrease) in Long Term Provisions	998,680	3,417,106
Increase / (Decrease) in Short Term Provisions	60,119	92,634
Increase / (Decrease) in Other Long Term Liabilities	(2,866,713)	3,653,030
Cash generated from / (used in) Operations	(130,238,534)	(234,475,210)
Direct Taxes Paid	1,859,540	933,257
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	(132,098,074)	(235,408,467)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets including Capital Work-in-progress	(10,551,152)	(10,497,697)
Proceeds from sale of Fixed Assets	195,000	248,700
Purchase of Current Investments	(331,113,285)	(483,334,045)
Purchase of Non - Current Investments	(377,461)	(750,000)
Proceeds from sale of Non-Current Investments in Joint Venture	34,868,963	182,441,256
Proceeds from sale of Non-Current Investments in Subsidiary	-	1,325,000
Proceeds from sale of Current Investments	486,636,201	578,541,536
Proceeds from sale of Non - Current Investments	3,168,048	-
Interest Received	13,015,454	9,045,481
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES	195,841,768	277,020,231

C. CASH FLOW FROM FINANCING ACTIVITIES

Repayment of Long Term Borrowings	(7,897,500)	(15,795,000)
Proceeds from Short Term Borrowings	40,168,739	107,900,082
Interest Paid	(91,941,681)	(74,020,355)
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	(59,670,442)	18,084,727
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	4,073,252	59,696,491
Opening Balance of Cash and Cash Equivalents	144,815,815	85,119,324
Closing Balance of Cash and Cash Equivalents	148,889,067	144,815,815

Cash and cash equivalents include ₹ 88,345,893/- (Previous Year ₹ 75,810,607/-) on account of Margin Money and Fixed Deposits which are held for more than three months and are not available for use by the Company.

As per our report of even date annexed.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

Significant Accounting Policies on Consolidated Accounts

A. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

These consolidated financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

B. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements relate to Eon Electric Limited ('the Company') and its Joint Venture i.e. Luxtra Lighting Private Limited. The consolidated financial statements have been prepared on the following basis:

- a) The financial statements of the Company and its Joint Venture are 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 using the proportionate consolidation method in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements"
- b) Interest in Joint Venture has been accounted by using the proportionate consolidation method as per Accounting Standard (AS) 27 - "Financial Reporting of Interest in Joint Ventures".
- c) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

C. Investments other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments".**D. Other significant accounting policies**

These are set out under "Significant Accounting Policies" as given in the Standalone Financial Statements of Eon Electric Limited.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

1. SHARE CAPITAL	31-Mar-16		31-Mar-15	
	Nos.	Amount (₹)	Nos.	Amount (₹)
Authorised Share Capital				
Equity Shares of ₹ 5/- each (Previous year ₹ 5/- each)	19,000,000	95,000,000	19,000,000	95,000,000
Preference Shares of ₹ 5/- each (Previous year ₹ 5/- each)	6,000,000	30,000,000	6,000,000	30,000,000
	25,000,000	125,000,000	25,000,000	125,000,000
Issued, Subscribed and Paid up				
Equity Shares of ₹ 5/- each fully paid up (Previous year ₹ 5/- each)	16,057,466	80,287,330	16,057,466	80,287,330
TOTAL	16,057,466	80,287,330	16,057,466	80,287,330

1.1 Aggregate Number of Shares bought back during the preceding 5 years

The Company has bought back and extinguished 17,84,162 Equity Shares of ₹ 10/- each from the existing owners of Equity Shares other than the Promoters / Persons in Control from the open market through the Stock Exchange(s) in the year 2011-12.

1.2 Reconciliation of the number of Shares outstanding at the beginning and at the end of the year

Equity Shares	31-Mar-16		31-Mar-15	
	Nos.	Amount (₹)	Nos.	Amount (₹)
Shares outstanding at the beginning of the year	16,057,466	80,287,330	16,057,466	80,287,330
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	16,057,466	80,287,330	16,057,466	80,287,330

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

Name of Shareholder	31-Mar-16		31-Mar-15	
	Nos.	%age holding	Nos.	%age holding
Equity Shares of ₹5/- each				
VPM Industrial Services Corpn. LLP	2,244,256	13.98%	2,244,256	13.98%
VPM Electricals Private Limited	5,017,177	31.25%	5,017,177	31.25%
Shri V.P. Mahendru	909,413	5.66%	909,413	5.66%

1.4 Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

2	RESERVES AND SURPLUS	31-Mar-16		31-Mar-15	
		Amount (₹)		Amount (₹)	
	Capital Reserve				
	As per last Balance Sheet		36,891,000		36,891,000
	Capital Redemption Reserve				
	As per last Balance Sheet		17,841,620		17,841,620
	Securities Premium Reserve				
	As per last Balance Sheet		307,090,220		307,090,220
	General Reserve				
	As per last Balance Sheet		1,045,129,775		1,045,129,775
	Surplus				
	As per last Balance Sheet		(329,423,578)		(124,241,157)
	Net Loss After Tax transferred from Statement of Profit & Loss		(40,208,263)		(204,423,125)
	Adjustment relating to Fixed Assets (Refer Note No. 27)		-		(759,295)
	Amount available for Appropriation		(369,631,841)		(329,423,577)
	TOTAL		1,037,320,774		1,077,529,038
3	LONG TERM BORROWINGS	31-Mar-16		31-Mar-15	
		Amount (₹)		Amount (₹)	
		Non Current	Current	Non Current	Current
	Unsecured				
	Deferred payment liability	-	7,897,500	7,897,500	15,795,000
	TOTAL	-	7,897,500	7,897,500	15,795,000

Note :

Deferred payment liability is due to Haryana State Industrial & Infrastructure Development Corporation Limited against land purchased from them and is payable in 8 equal half yearly instalments alongwith interest thereon.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

4	DEFERRED TAX LIABILITIES (Net)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Deferred Tax Liabilities		
	Differences in Depreciation & Amortisation for Accounting and Income Tax purposes	28,121,762	27,720,796
		28,121,762	27,720,796
	Deferred Tax Assets		
	Provision for Gratuity	2,888,912	2,576,287
	Provision for Compensated Absences	1,940,903	1,926,358
	Provision for Doubtful Trade Receivables	2,220,397	864,708
		7,050,212	5,367,353
	Deferred Tax Liabilities (Net)	21,071,550	22,353,443
		21,071,550	22,353,443
	5 OTHER LONG TERM LIABILITIES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Security Deposits	21,521,102	24,387,815
	TOTAL	21,521,102	24,387,815
		21,521,102	24,387,815
	6 LONG TERM PROVISIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Provision for Employee Benefits		
	Provision for Gratuity	9,043,828	8,113,204
	Provision for Compensated Absences	5,225,598	5,157,542
	TOTAL	14,269,426	13,270,746
		14,269,426	13,270,746
	7 SHORT TERM BORROWINGS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Secured		
	Loan from Banks		
	- Cash Credit	270,306,399	301,537,850
	- Others	398,680,854	327,280,664
	TOTAL	668,987,253	628,818,514
		668,987,253	628,818,514

Notes :

- a) Cash Credit Facility is secured primarily against first charge by way of hypothecation of entire current assets and collaterally by equitable mortgage (first charge) of Plot No. 10, Sector-4, IIE, SIDCUL, Haridwar and first charge on Plant and Machinery situated thereon and personally guaranteed by two directors of the company.
- b) Other Loans from Banks are secured against pledge of approved Investments in Mutual Funds and Bonds held in the name of the company.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

8 TRADE PAYABLES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Micro, Small and Medium Enterprises	-	-
Others	279,202,380	196,955,276
TOTAL	279,202,380	196,955,276

- 8.1** The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under :

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Principal amount due and remaining unpaid	-	-
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

9 OTHER CURRENT LIABILITIES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Current maturities of Long Term Borrowings (Refer Note No. 3)	7,897,500	15,795,000
Unpaid Dividend	3,420,950	3,420,950
Other Payables		
- Advances from Customers	4,179,635	6,766,742
- TDS Payable	3,935,676	3,983,904
- CST / VAT / Service Tax Payable	24,504,504	6,165,193
- Book Overdraft	-	5,937,719
- Other Liabilities	62,534,323	43,052,528
TOTAL	106,472,588	85,122,036

10 SHORT TERM PROVISIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Provision for Employee Benefits		
Provision for Gratuity	305,401	224,298
Provision for Compensated Absences	1,055,641	1,076,625
Others		
Provision for Wealth Tax	-	79,550
TOTAL	1,361,042	1,380,473

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

11. FIXED ASSETS

Description	Gross Block				Depreciation/Amortisation			Net Block		
	As at 01-Apr-15	Additions	Sale / Adjustments	As at 31-Mar-16	As at 01-Apr-15	For the year	Adjustment	Upto 31-Mar-16	As at 31-Mar-16	
						Depreciation Written Back	Others			
TANGIBLE ASSETS										
Land - Free Hold	84,240,000	-	-	84,240,000	-	-	-	-	84,240,000	84,240,000
Land - Lease Hold	85,142,270	-	-	85,142,270	2,898,845	1,020,736	-	3,919,581	81,222,689	82,243,425
Buildings	122,229,404	-	-	122,229,404	17,883,695	4,203,704	-	22,087,399	100,142,005	104,345,709
Buildings (Road)	2,042,797	-	-	2,042,797	78,354	204,280	-	282,634	1,760,163	1,964,443
Plant and Equipment	154,005,955	7,816,471	-	161,822,426	44,814,923	10,055,476	-	54,870,399	106,952,027	109,191,032
Furniture and Fixtures	16,163,987	3,043,950	-	19,207,937	8,687,036	1,664,727	-	10,351,763	8,856,174	7,476,951
Vehicles	22,737,174	-	1,328,000	21,409,174	14,402,239	2,318,328	-	15,456,967	5,950,207	8,334,935
Office equipment	3,012,167	481,867	-	3,494,034	2,286,863	248,052	-	2,534,915	959,119	725,304
Fans, Coolers and A.C.	5,600,796	819,250	-	6,420,046	2,274,847	388,437	-	2,663,284	3,756,762	3,325,949
Computers	8,417,243	407,447	-	8,824,690	7,213,650	666,414	-	7,880,064	944,626	1,203,593
Electrical Fittings	6,673,844	148,877	-	6,822,721	3,165,124	644,254	-	3,809,378	3,013,343	3,508,720
Lease Hold Improvements	9,301,242	-	-	9,301,242	9,301,242	-	-	9,301,242	-	-
Total (A)	519,566,879	12,717,862	1,328,000	530,956,741	113,006,818	21,414,408	-	133,159,626	397,797,115	406,560,061
INTANGIBLE ASSETS										
Computer Software	603,500	-	-	603,500	590,883	6,300	-	597,183	6,317	12,617
Total (B)	603,500	-	-	603,500	590,883	6,300	-	597,183	6,317	12,617
Total (A+B)	520,170,379	12,717,862	1,328,000	531,560,241	113,597,701	21,420,708	-	133,756,809	397,803,432	406,572,678
Previous Year	512,667,325	13,264,577	5,761,523	520,170,379	148,203,442	21,986,722	51,705,045	113,597,701	406,572,678	-
Capital Work In Progress	-	-	-	-	-	-	-	-	-	2,166,710

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

12 NON CURRENT INVESTMENTS (Long Term Investments)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
OTHER INVESTMENTS (valued at cost unless stated otherwise)		
Investments in Bonds - Quoted, fully paid up		
29,669 (Previous Year 29,669) Nos. of Tax Free Secured Redeemable Non Convertible Bonds Tranche 1 Series 1 of Face Value of ₹1000/- each of National Highways Authority of India	29,669,000	29,669,000
14,239 (Previous Year 14,239) Nos. of Tax Free Bonds Tranche-1 Series 1 of Face Value of ₹1000/- each of Power Finance Corporation Limited	14,239,000	14,239,000
48,991 (Previous Year 48,991) Nos. of Tax Free Secured Redeemable Non Convertible Bonds of Bond Series 1 of Face Value of ₹1000/- each of Rural Electrification Corporation Limited	48,991,000	48,991,000
Investments in Others - Unquoted		
Zephyr Peacock India III Fund	5,334,778	5,870,985
TOTAL	98,233,778	98,769,985
Particulars		
Aggregate amount of quoted investments	92,899,000	92,899,000
Market Value of quoted investments	103,438,007	101,792,829
Aggregate amount of unquoted investments	15,026,808	15,563,015
Aggregate provision for diminution in value of Investments	-	-
13 LONG TERM LOANS AND ADVANCES (Unsecured and Considered Good)		
Capital Advances	10,000,000	17,712,098
Security Deposits	5,623,660	6,440,794
Balance with Statutory/Government Authorities	2,524,500	2,524,500
Prepaid Expenses	225,612	236,256
TOTAL	18,373,772	26,913,648

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

14 CURRENT INVESTMENTS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Current portion of Long-Term Investments (valued at cost unless stated otherwise)		
Investments in Shares - Un-quoted, fully paid up		
Nil (Previous Year 3,884,408) Equity Shares of ₹10/- each of Indo Simon Electric Private Limited*	-	38,844,080
Investments in Mutual Funds - Unquoted, fully paid up		
Nil (Previous Year 3,391,592.226) Units of Franklin India Income Opportunities Fund-Growth	-	46,300,000
Nil (Previous Year 16,500.072) Units of Franklin India Short Term Income Plan-Retail Plan-Growth	-	40,000,000
Current Investments (valued at cost)		
Investments in Mutual Funds - Unquoted, fully paid up		
Nil (Previous Year 146.720) Units of State Bank of India-Premier Liquid Fund-Regular Plan-Growth	-	252,587
Nil (Previous Year 8,540.714) Units of Reliance Liquid Fund-Treasury Plan-Direct Growth Plan-Growth Option	-	27,821,835
Nil (Previous Year 443.895) Units of State Bank of India-Premier Liquid Fund-Direct Plan-Growth	-	889,390
Nil (Previous Year 1,780,698.123) Units of Birla Sun Life Dynamic Bond Fund-Retail-Growth-Direct Plan	-	40,000,000
Nil (Previous Year 30,348.265) Units of Franklin India Short Term Income Plan-Retail Plan-Growth	-	81,000,000
15,378.368 (Previous Year 22,851.654) Units of State Bank of India-Premier Liquid Fund-Direct Plan-Growth	36,500,000	50,000,000
2,494,987.412 (Previous Year 2,494,987.412) Units of Axis Income Fund-Growth (IFGPG)	33,100,000	33,100,000
2,466,807.398 (Previous Year 2,466,339.039) Units of Birla Sun Life Dynamic Bond Fund - Retail - Growth - Regular Plan	60,709,610	54,000,000
1,013,341.363 (Previous Year 1,013,341.363) Units of IDFC Super Saver Income Fund-Investment Plan-Growth-Direct Plan	35,000,000	35,000,000
1,887,594.076 (Previous Year 1,887,594.076) Units of IDFC Super Saver Income Fund-Investment Plan-Growth-Regular Plan	62,200,000	62,200,000
1,563,329.344 (Previous Year 1,563,329.344) Units of Kotak Bond Scheme Plan A-Growth (Regular Plan)	60,517,045	60,517,045
2,512,215.649 (Previous Year 2,512,215.649) Units of UTI Short Term Income Fund-Institutional Option-Growth	40,000,000	40,000,000
2,540,547.139 (Previous Year Nil) Units of Birla Sun Life Medium Term Plan - Growth - Regular Plan	46,194,515	-
410,795.711 (Previous Year Nil) Units of DSP Black Rock Income Opportunities Fund - Regular Plan - Growth	10,000,000	-

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

679,564.807 (Previous Year Nil) Units of HDFC Short Term Plan - Regular Plan - Growth	20,000,000	-
1,010,005.788 (Previous Year Nil) Units of ICICI Prudential Short Term - Growth Option	30,535,000	-
1,420,992.800 (Previous Year Nil) Units of Reliance Regular Savings Fund - Debt Plan - Direct Growth Plan - Growth Option	30,000,000	-
TOTAL	464,756,170	609,924,937
Less : Provision for diminution in the value of Investments*	-	7,000,000
Total Current Investments	464,756,170	602,924,937
Aggregate amount of quoted investments	-	-
Market Value of quoted investments	-	-
Aggregate amount of unquoted investments	464,756,170	609,924,937
Aggregate provision for diminution in value of Investments	-	7,000,000
15 INVENTORIES	31-Mar-16	31-Mar-15
	Amount (₹)	Amount (₹)
Raw Material	142,970,073	89,246,214
Work-in-Progress	15,253,111	7,405,371
Finished Goods	187,417,494	108,225,854
Stock-in-Trade	32,916,788	138,729,009
TOTAL	378,557,466	343,606,448
15.1 Inventories are valued as under :-		
Raw Material	:	At lower of cost determined on FIFO basis and net realisable value.
Work-in-Progress	:	At lower of cost and net realisable value.
Finished Goods	:	At lower of cost including excise duty and net realisable value.
Stock-in-Trade	:	At cost.
16 TRADE RECEIVABLES	31-Mar-16	31-Mar-15
	Amount (₹)	Amount (₹)
Outstanding due for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	104,435,549	80,028,145
Unsecured, considered doubtful	7,185,750	2,798,407
	111,621,299	82,826,552
Less : Provision for doubtful receivables	7,185,750	2,798,407
Sub-Total	104,435,549	80,028,145
Other receivables		
Unsecured, considered good	544,767,533	359,489,466
Unsecured, considered doubtful	-	-
Sub-Total	544,767,533	359,489,466
TOTAL	649,203,082	439,517,611

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

17 CASH AND BANK BALANCES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Cash and cash equivalents		
a) Balances with Banks		
On Current Accounts	7,549,078	16,902,733
Fixed Deposits with maturity of upto 12 months	246,233	218,679
On Unpaid Dividend Account	3,420,950	3,420,950
b) Cheques/Drafts on hand	49,409,116	48,017,266
c) Cash on hand	164,030	664,259
Other Bank Balances		
a) Fixed Deposits with maturity of over 12 months	124,177	117,367
b) Margin Money Deposits	87,975,483	75,474,561
TOTAL	148,889,067	144,815,815
17.1 Margin Money Deposits have been given to Banks against Bank Guarantees and Letters of Credit got issued from them.		
18 SHORT TERM LOANS AND ADVANCES (Unsecured considered good)	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Advances to Suppliers for goods and services	40,568,299	47,767,726
Loans and advances to employees	5,155,225	4,204,072
TDS Recoverable	5,406,012	3,626,022
Balance with Customs, Central Excise and VAT Authorities	13,885,448	8,797,779
Prepaid Expenses	2,345,149	2,656,619
TOTAL	67,360,133	67,052,218
19 OTHER CURRENT ASSETS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Receivable on Fixed Deposits with Banks	2,638,742	995,209
Interest accrued on Investments	4,677,803	4,666,912
TOTAL	7,316,545	5,662,121
20 REVENUE FROM OPERATIONS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Sale of Products		
- Finished Goods	1,172,242,526	795,742,036
- Stock in Trade	553,700,009	495,967,787
Gross Revenue from Sale of Products	1,725,942,535	1,291,709,823
Other Operating Income	20,729,067	-
TOTAL	1,746,671,602	1,291,709,823

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

20.1 PARTICULARS OF SALE OF PRODUCTS	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
<u>Finished Goods</u>		
Wires	473,570,312	625,435,728
Lighting Products	483,981,822	25,419,136
Electrical Consumer Durables	124,167,440	72,781,409
Others	90,522,952	72,105,763
	1,172,242,526	795,742,036
<u>Stock in Trade</u>		
Wires	1,516,951	6,376,649
Lighting Products	453,099,152	312,462,144
Electrical Consumer Durables	89,954,213	112,644,870
Others	9,129,693	64,602,123
	553,700,009	496,085,786
TOTAL	1,725,942,535	1,291,827,822
21 OTHER INCOME	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Income	14,667,412	9,464,772
Net Gain on Sale of Investments	49,198,229	53,874,351
Profit on Sale of Fixed Assets	128,600	60,957
Rental Income	8,703,894	4,545,500
Miscellaneous Income	3,990,124	5,585,894
Sundry Balances Written Back	234,392	1,944,897
Provisions no longer required written back	117,060	-
Gain on Foreign Currency Transactions (Net)	548,217	663,240
TOTAL	77,587,928	76,139,611
22 COST OF MATERIALS CONSUMED	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Inventory at the beginning of the year	89,246,214	49,366,417
Add : Purchases	862,346,133	657,560,415
	951,592,347	706,926,832
Less : Inventory at the end of the year	142,970,073	89,246,214
TOTAL	808,622,274	617,680,618
22.1 PARTICULARS OF MATERIALS CONSUMED	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Copper	320,678,824	424,127,177
Poly Vinyl Chloride (PVC)	36,941,895	42,049,597
Others (including Semi-Finished Components)	451,079,073	151,503,844
TOTAL	808,699,792	617,680,618

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

22.2 PERCENTAGE OF CONSUMPTION OF IMPORTED AND INDIGENOUS RAW MATERIALS	31-Mar-16 Amount (₹)	%age	31-Mar-15 Amount (₹)	% age
Indigenous	652,925,923	80.75%	580,541,876	93.99%
Imported	155,696,351	19.25%	37,138,742	6.01%
TOTAL	808,622,274	100.00%	617,680,618	100.00%

23 PURCHASE OF STOCK-IN-TRADE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Wires	1,900,863	5,609,265
Lighting Products	352,371,585	245,456,767
Electrical Consumer Durables	46,432,267	103,571,602
Others	6,749,751	42,154,160
TOTAL	407,454,466	396,791,794

24 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Inventories (at close)		
Finished goods	187,417,494	108,225,854
Stock-in-Trade	32,916,788	138,729,009
Work-in-Progress	15,253,111	7,405,371
	235,587,393	254,360,234
Inventories (at commencement)		
Finished goods	108,225,854	130,269,328
Stock-in-Trade	138,729,009	122,746,753
Work-in-Progress	7,405,371	14,995,745
	254,360,234	268,011,826
(INCREASE) / DECREASE	18,772,841	13,651,592

25 EMPLOYEE BENEFITS EXPENSE	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Salaries, Wages and Bonus	181,124,724	160,206,888
Contribution to Provident and other Funds	8,060,669	7,620,324
Gratuity	1,494,881	2,812,787
Leave Encashment	1,793,136	3,397,450
Staff Welfare expenses	7,520,417	6,540,219
TOTAL	199,993,827	180,577,668

25.1. Disclosure under Accounting Standard 15 (Revised)

As per Accounting Standard (AS-15) (Revised 2005) "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

(a) Defined Contribution Plans Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Employer's Contribution to Provident Fund *	7,640,066	7,162,335
Employer's Contribution to ESI *	420,603	457,989

(*) Included in Contribution to Provident and Other Funds

Notes on Consolidated Financial Statements for the year ended 31st March, 2016
(b) Defined Benefit Plans
(Amount ₹)

	Non – Funded			
	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Current service cost	1,699,910	1,653,958	1,598,778	1,778,712
Interest cost	660,330	458,217	493,746	403,507
Expected Return on Plan Assets	-	-	-	-
Actuarial (gain) / loss	(865,359)	700,612	(299,388)	1,215,231
Past service cost	-	-	-	-
Curtailement and Settlement Cost / (credit)	-	-	-	-
Total Cost	1,494,881	2,812,787	1,793,136	3,397,450

(c) Actuarial Assumptions

	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
	Discount Rate	7.92%	7.79%	7.92%
Expected Rate of increase in Compensation Levels	7.00%	7.00%	7.00%	7.00%
Expected Rate of Return on Plan Assets	N.A.	N.A.	N.A.	N.A.
Expected Average remaining working lives of employees (years)	22.61	22.90	22.30	22.62

(d) Reconciliation of opening and closing balances of Projected Benefit Obligations.
(Amount ₹)

	Non – Funded			
	Gratuity		Compensated Absences	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Change in Projected Benefit Obligation (PBO)				
Projected benefit obligation at beginning of year	8,337,502	5,882,119	6,234,167	5,179,810
Current service cost	1,699,910	1,653,958	1,598,778	1,778,712
Interest cost	660,330	458,217	493,746	403,507
Benefits paid	(483,154)	(357,404)	(1,746,064)	(2,343,093)
Curtailement and Settlement cost	-	-	-	-
Contribution by plan participants	-	-	-	-
Past services cost	-	-	-	-
Actuarial (gain) / loss	(865,359)	700,612	(299,388)	1,215,231
Projected Benefit Obligation at year end	9,349,229	8,337,502	6,281,239	6,234,167

26 FINANCE COSTS

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Interest Expenses	80,933,267	70,738,910
Other Borrowing Costs	1,738,480	325,403
Bank Charges	9,270,286	2,956,526
TOTAL	91,942,033	74,020,839

27 DEPRECIATION AND AMORTISATION EXPENSE

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Depreciation and Amortisation	21,420,708	21,986,722
Less : Charged to Retained Earnings	-	724,104
TOTAL	21,420,708	21,262,618

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

28 OTHER EXPENSES	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Manufacturing Expenses		
Power and Fuel	8,812,334	8,868,941
Labour Work Charges	16,781,501	2,791,288
Testing Charges	1,226,848	1,393,652
Building Repairs	1,656,857	703,959
Machinery Repairs	5,199,222	3,410,169
	33,676,762	17,168,009
Administration Expenses		
Rent	13,280,942	14,256,549
Rates and Taxes	8,576,613	4,803,230
Travelling and Conveyance	37,108,149	39,014,478
Printing and Stationery	1,894,072	1,812,485
Postage, Telegram & Telephone	6,589,423	6,240,194
Insurance	2,009,054	2,208,395
Other Repairs	9,918,095	7,078,914
Provision for Doubtful Trade Receivables	4,387,343	-
Bad Debts written off	945,738	535,060
Assets written off	-	686,362
Directors Sitting fees	330,000	124,000
Vehicle Maintenance	2,197,891	2,851,452
Legal & Professional Charges	23,567,914	17,957,827
Payment to Auditors		
- As Auditor	1,857,400	1,714,900
- For other services	351,375	208,875
- Service Tax	315,105	237,859
Miscellaneous Expenses	9,726,294	11,086,505
	123,055,408	110,817,085
Selling and Distribution Expenses		
Freight and Cartage Outwards	41,598,154	36,585,219
Advertisement	20,215,059	16,472,843
Selling Commission	34,005,221	32,425,395
Sales Discount	50,927,632	35,016,022
Business Promotion	14,871,284	11,265,773
Samples	1,854,935	2,941,809
Tender Charges	13,965	6,149
Sales Tax Assessed	350,000	3,176,334
	163,836,250	137,889,544
TOTAL	320,568,420	265,874,638

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

29	Exceptional Items	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Income		
	Provision for Diminution in the value of Investments written back (Refer Note 41)	3,024,883	-
	Surplus on account of Depreciation written back	-	51,705,045
	Expenditure		
	Loss on sale of Non Current Investments	-	32,384,284
	Diminution in the value of Investments	-	7,000,000
	Income (Net of Expenditure)	3,024,883	12,320,761

30.	Earnings Per Share (EPS)	Unit	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
	Basic and Diluted Earnings Per Share			
	Net Profit attributable to Equity Shareholders	₹	(40,190,066)	(204,349,983)
	Weighted Average number of Equity Shares outstanding during the year	Nos.	16,057,466	16,057,466
	Face Value	₹	5	5
	Basic Earnings Per Share	₹	(2.50)	(12.73)
	Diluted Earnings Per Share	₹	(2.50)	(12.73)

31. Contingent Liabilities and Commitments:-
a. Contingent Liabilities

- i) Bank Guarantees ₹ 137,919,607/- (Previous year ₹ 98,237,090/-).
- ii) Bond furnished to Custom & Central Excise Authorities for import of goods at Concessional Rate of Duty ₹ 72,500,000/- (Previous year ₹ 72,500,000/-).
- iii) Excise duty demands against which the company has preferred appeals ₹ 54,136,865/- (Previous year ₹ 54,136,865/-). The Company has already deposited a sum of ₹ 3,197,272/- (Previous year ₹ 3,151,704/-) against the aforesaid demand.
- iv) Central Excise and Service Tax Appeals filed by the Department ₹ 8,089,749/- (Previous year ₹ 8,089,749/-) for excise duty and ₹ 119,921/- (Previous year ₹ 119,921/-) for service tax.
- v) Sales Tax / Value Added Tax Demands against which the company has preferred appeals ₹ 5,374,917/- (Previous year ₹ 5,374,917/-). The company has already deposited a sum of ₹ 806,702/- (Previous year ₹ 806,702/-) against the aforesaid demand.
- vi) Income Tax demands against which the company has preferred appeals ₹ 2,137,200/- (Previous year 109,426/-).
- vii) Arrears for Statutory Bonus for 2014-15 not provided for ₹ 1,416,835/- as the retrospective amendment has been stayed by the Karnataka, Kerala & Uttrakhand High Courts.

b. Commitments

- i) Capital commitments (net of advance) ₹ 3,173,810/- (Previous year ₹ 170,016/-).
- ii) Commitment to pay balance amount towards contribution to the Share Capital of Zephyr Peacock India III Fund ₹ 6,251,554/- (Previous Year ₹ 6,629,015/-)

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

32. Provision for income tax has been made without considering some taxes and amounts which will be paid before filing of Income Tax Return as provided under Section 43-B of the Income Tax Act, 1961.
33. In the opinion of Board, the current assets, loans and advances are approximately of the value stated, if realized, in the ordinary course of business. The provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.
34. The Statement of Profit and Loss includes previous year debit adjustments amounting to ₹ 268,480/- (Previous year ₹ 173,910/-) on account of following :-

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Testing Charges	-	143,910
Legal & Professional Charges	-	30,000
Interest Expenses	268,480	-
Total	268,480	173,910

35. The balances of Trade Receivables, Advances and Trade Payables are subject to confirmation.

36. Information on Segment Reporting of the Company for the year ended 31st March 2016

Business Segments

In accordance with the Accounting Standard (AS) 17 "Segment Reporting", the Company's operations have been categorized into the following Business segments :-

Cable and Wires includes Wires and Cables etc.

Lighting includes Compact Fluorescent Lamps, Fluorescent TubeLights, LEDs and Luminaires etc.

Electrical Consumer Durables includes Fans, Water Heaters etc.

Others includes Lithium Ion Batteries, Mobile Phone Accessories etc.

Segment Revenue relating to each of the above business segments includes Other Income, where applicable.

The above business segments have been identified considering :

- the nature of products and services
- the differing risks and returns
- the organization structure, and
- the internal financial reporting systems.

There are no geographical segments as the operations of the company's existing Business Segments take place indigenously.

Notes:-

- Segment results represent Profit/(loss) before Interest and Tax.
- Capital Expenditure pertains to gross additions made to fixed assets during the year including capital work in progress.
- Segment Assets include Fixed Assets, Current Assets & Loans and Advances directly attributable to respective business segments.
- Segment Liabilities include Current Liabilities and Provisions directly attributable to respective business segments.
- The accounting policies used to derive reportable segment results are consistent with those described in the "Significant Accounting Policies" note to the financial statements.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

Information About Business Segments

	Cable & Wires		Lighting		Electrical Consumer Durables		Others		Total	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
a) External Revenue	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
b) Inter Segment Revenue	-	-	-	337,763,281	-	-	-	-	-	1,291,709,823
Total Revenue	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
Less: Inter Segment Revenue	-	-	-	-	-	-	-	-	-	-
Revenue from Operations (Gross)	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
Less : Excise Duty	-	-	-	-	-	-	-	-	-	-
Revenue from Operations (Net)	475,087,263	631,812,377	957,810,041	337,763,281	214,121,653	185,426,279	99,652,645	136,707,886	1,746,671,602	1,291,709,823
2. Segment Results (Profit / Loss)	(117,756,115)	(134,391,068)	190,562,250	4,853,788	(550,007)	(43,817)	(21,553,209)	4,466,820	50,702,919	(125,114,277)
Finance Costs	-	-	-	-	-	-	-	-	91,942,033	74,020,839
Unallocated Corporate Expenses/(Income)	-	-	-	-	-	-	-	-	3,275,925	2,875,217
Profit/(Loss) before Exceptional Items and Tax	(117,756,115)	(134,391,068)	190,562,250	4,853,788	(550,007)	(43,817)	(21,553,209)	4,466,820	(44,515,039)	(202,010,333)
Exceptional Items (Net)	-	-	-	-	-	-	-	-	3,024,883	12,320,761
Profit/(Loss) before Tax	-	-	-	-	-	-	-	-	(41,490,156)	(189,689,572)
Tax Expense	-	-	-	-	-	-	-	-	(1,281,893)	14,733,553
Profit/(Loss) after Tax	(41,490,156)	(134,391,068)	190,562,250	4,853,788	(550,007)	(43,817)	(21,553,209)	4,466,820	(42,772,049)	(174,956,019)
3. Other Information	471,850,457	515,269,537	600,068,405	258,784,640	241,802,274	247,424,261	119,505,657	184,733,461	1,433,226,793	1,206,211,899
Segment Assets	-	-	-	-	-	-	-	-	797,266,652	931,790,272
Unallocated Corporate Assets	-	-	-	-	-	-	-	-	-	-
Total Assets	471,850,457	515,269,537	600,068,405	258,784,640	241,802,274	247,424,261	119,505,657	184,733,461	2,230,493,445	2,138,002,171
Segment Liabilities	155,413,648	111,085,544	163,877,267	85,168,749	56,679,287	46,428,835	19,480,037	45,104,123	395,450,239	287,787,251
Unallocated Corporate Liabilities	-	-	-	-	-	-	-	-	717,435,102	692,398,552
Total Liabilities	155,413,648	111,085,544	163,877,267	85,168,749	56,679,287	46,428,835	19,480,037	45,104,123	1,112,885,341	980,185,803
Capital Expenditure (including Capital Work in Progress)	911,567	2,068,298	6,547,277	2,247,347	2,365,820	4,242,419	726,468	1,939,633	10,551,152	10,497,697
Depreciation & Amortization expense	13,224,542	13,598,074	514,477	125,185	2,850,867	2,520,717	4,830,822	5,018,642	21,420,708	21,262,618
Other Non-cash expenses	1,315,951	847,973	239,009	6,845	150,467	2,654	3,627,654	363,950	5,333,081	1,221,422

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

37. Related Party Disclosure

Disclosures as required by Accounting Standard (AS-18) "Related Party Disclosures" are given below:

A. Investing Parties with whom the Company is a Joint Venture Partner

1. Indo Simon Electric Private Limited (#)

(#) Ceased to be a Joint Venture during the previous year ended 31st March, 2015.

B. Directors, Key Managerial Personnel

1. Mr. V.P. Mahendru
2. Mr. Vinay Mahendru
3. Mr. Vivek Mahendru

C. Relatives of Directors & Key Managerial Personnel

1. Ms. Ridhi Mahendru

D. Key Managerial Personnel

1. Mr. K.B.Satija
2. Mr. Kumar Indramani (resigned w.e.f. 19th October, 2015)

E. Group Company

1. IAFL Switchgears Private Limited

F. LLP firms in which Director and their relatives are Partners

1. VPM Industrial Services Corporation LLP

G. Company in which Director and their relatives are Directors

1. VPM Electricals Private Limited

S.No.	Nature of Transaction	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
1	Purchase Return		
a.	Indo Simon Electric Private Limited	-	508,397
	Total	-	508,397
2	Remuneration paid to Directors and their relatives		
a.	Mr. V.P.Mahendru	8,400,000	7,750,000
b.	Mr. Vinay Mahendru	7,718,400	6,860,800
c.	Mr. Vivek Mahendru	7,718,400	6,860,800
d.	Ms. Ridhi Mahendru	-	358,256
	Total	23,836,800	21,829,856
3	Remuneration paid to Key Managerial Personnel		
a.	Mr. K.B.Satija	3,964,215	3,613,003
b.	Mr. Kumar Indramani	1,024,004	1,297,407
	Total	4,988,219	4,910,410
4	Rent paid		
a.	Mr. V.P. Mahendru	-	149,292
	Total	-	149,292

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

5 Services rendered		
a Indo Simon Electric Private Limited	-	3,685,855
Total	-	3,685,855
6 Balance outstanding at the year end		
Payable		
a. Mr. V.P.Mahendru	2,029,850	1,211,390
b. Mr. Vinay Mahendru	2,645	81,687
c. Mr. Vivek Mahendru	182,329	55,559
d. Mr. Kumar Indramani	-	21,977
e. IAFL Switchgears Private Limited	22,991	22,991
Total	2,237,815	1,393,604
7 Receivable		
a. Indo Simon Electric Private Limited	155,641	558,371
Total	155,641	558,371

- 38.** Lease Payments under an operating lease are recognised as an expense in the Statement of Profit and Loss on a straight line basis over the lease term. Accordingly ₹ 13,280,942/- has been charged to Statement of Profit and Loss during the year (Previous year ₹ 14,256,549/-).

The total of future minimum lease rent payable under operating lease for each of the following periods is as under

Particulars	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
Not later than one year	13,012,561	13,019,877
Later than one year and not later than five years	8,670,869	21,714,482
Later than five years	-	-

- 39.** The Company had terminated its Joint Venture Agreement with Simon Holding S.L., Spain on 8th September, 2014 and has accordingly agreed to transfer its entire share holding comprising of 22,849,462 Shares in the Joint Venture Company Indo Simon Electric Private Limited to M/s Simon Holding S.L., Spain.

During the year ended 31st March, 2015, the Company had transferred 18,965,054 Shares of the Face Value of ₹ 10/- each aggregating to ₹ 189,650,540/- held by it in the said Joint Venture Company for a total consideration of ₹ 182,441,256/-. The loss of ₹ 7,209,284/- arising on the transfer of the above shares had been considered as an Exceptional Item. Further the Company had also made a provision of ₹ 7,000,000/- towards diminution in the value of the remaining shares held by it in the said company which too was considered as an Exceptional Item.

Further, during the year ended 31st March, 2016, the Company has transferred 3,884,408 shares of the Face Value of ₹ 10/- each held by it in Indo Simon Electric Private Limited for total consideration of ₹ 34,868,963/-. The loss of ₹ 3,024,883/- arising on the transfer of the said shares has been set off against provision for diminution in the value of the said investment made during the previous year.

Notes on Consolidated Financial Statements for the year ended 31st March, 2016

40. CIF Value of Imports :

	31-Mar-16 Amount (₹)	31-Mar-15 Amount (₹)
1 Raw Material (including components stores & spares)	144,975,862	70,077,334
2 Stock-in-trade	39,925,505	73,638,576
3 Capital Goods	-	220,818
41. Expenditure in Foreign Currency (on accrual basis)		
- Travelling	1,096,855	2,809,167

42. Year end foreign exchange exposures that have not been hedged by a derivative instrument or otherwise :

Foreign Currency	As on 31-Mar-16			As on 31-Mar-15		
	Payables	Advances (*)	Net (#)	Payables	Advances (*)	Net (#)
USD	263,687.85	133,346.61	130,341.24	98,338.77	378,493.37	(280,154.60)
(INR Equivalent)	(17,727,748)	(8,722,215)	9,005,533	(6,243,080)	(23,346,894)	(17,103,814)
Euro	17,628.34	-	17,628.34	1173.35	21,562.50	(20,389.15)
(INR Equivalent)	(1,345,749)	-	1,345,749	(80,551.00)	(1,436,978)	(1,356,427)

(*) Advances is Advance to Suppliers

(#) Negative figures in net column indicate open Advance to Suppliers.

43. The provision in regard to Section 135 of The Companies Act, 2013 in regard to Corporate Social Responsibility is not applicable to the Company.

44. Figures for the previous year have been re-arranged / re-grouped where ever necessary to make them comparable with the current year.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place: New Delhi
Dated: 23rd May, 2016

Form AOC -1

(Pursuant to first proviso to sub section(3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014
Statement containing salient features of the Financial Statement of Subsidiaries/Associates/Joint Ventures

Part "A": Subsidiaries

(Information in respect of each of subsidiary to be presented with amount in INR)

S. No.	Particulars	Details
1	Name of the subsidiary	N.A
2	Reporting period for the subsidiary concerned if different from the holding company's reporting period	N.A
3	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of relevant financial year in case of foreign subsidiaries	N.A
4	Share Capital	N.A
5	Reserves & Surplus	N.A
6	Total assets	N.A
7	Total liabilities	N.A
8	Investments	N.A
9	Turnover	N.A
10	Profit before taxation	N.A
11	provision for taxation	N.A
12	profit after taxation	N.A
13	Proposed Dividend	N.A
14	% of shareholding	N.A

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 Joint Venture	Luxtra Lighting Private Limited
1	Latest Audited Balance Sheet Date	March 31, 2016
2	Share of Joint Venture held by the Company on the year end	Equity Shares
	No. of Equity Shares	969203
	Amount of Investment in Associates/Joint Venture	Rs.9692030
	Extend of holding %	49.00%
3	Description of how there is significant influence	Due to % age of Share Capital held
4	Reason why the joint venture is not consolidated	N.A.
5	Networth attributable to Shareholding as per latest audited Balance Sheet	Rs.-6,10,013
6	Profit/Loss of the year	
	i. Considered in consolidation	Rs.-18,197
	ii. Not considered in consolidation	N.A.

For and on behalf of Board of Directors

Rajesh Sethi
Partner
Membership No. 085669

Vinay Mahendru
Whole-Time Director
DIN : 00005371

Vivek Mahendru
Whole-Time Director
DIN : 00006014

V. P. Mahendru
Chairman and Managing Director
DIN : 00005338

for & on behalf of
J.C.Bhalla & Co.
Chartered Accountants
Firm Reg. No. : 001111N

Vinay Aggarwal
Company Secretary & Compliance Officer
ACS : 39099

K.B.Satija
Chief Financial Officer

Place:New Delhi
Dated: 23rd May, 2016

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