

20^{वीं} वार्षिक रिपोर्ट 2014-2015 th Annual Report



ब्रॉडकास्ट इंजीनियरिंग कंसल्टेंट्स इंडिया लिमिटेड
(भारत सरकार का उद्यम - सूचना एवं प्रसारण मंत्रालय के अन्तर्गत)
BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED
(A Government of India Enterprises - under Ministry of I & B)
CIN - U32301UP1995GOI017744
"A Mini Ratna Company"



गत 10 वर्षों के लिए वित्तीय आकर्षण FINANCIAL HIGHLIGHTS FOR LAST 10 YEARS

(रुपये लाख में)

| क्र. सं. | विवरण | 2005-06 | 2006-07 | 2007-08 | 2008-09 | 2009-10 | 2010-11 | 2011-12 | 2012-13 | 2013-14 | 2014-15 |
|----------|---|---------|---------|----------|---------|---------|----------|----------|-----------|----------|----------|
| 1 | प्रदत्त इक्विटी Paid Up Equity | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 | 136.50 |
| 2 | कुल व्यवसाय (जमा कार्य सहित) Turnover (Including Deposit Work) | 3152.39 | 9867.84 | 11988.81 | 7808.35 | 3061.77 | 13156.07 | 14694.93 | 10173.31 | 12145.69 | 12604.78 |
| 3 | कर पूर्व लाभ Profit Before Tax | 227.95 | 792.95 | 1358.20 | 778.76 | 236.47 | 802.58 | 271.93 | (1124.67) | 51.50 | (257) |
| 4 | कर पश्चात लाभ Profit After Tax | 140.68 | 524.37 | 1403.25 | 507.67 | 151.72 | 529.06 | 203.17 | (787.91) | 11.84 | (138.79) |
| 5 | लाभांश Dividend | 27.30 | 104.24 | 280.65 | 100.00 | 28.61 | 102.36 | 42.60 | 0 | 0 | 0 |
| 6 | प्रारक्षित एवम् अधिशेष Reserves & Surplus | 572.03 | 811.81 | 1888.53 | 2279.21 | 2397.56 | 2807.65 | 2960.24 | 2151.96 | 2163.79 | 2023.51 |
| 7 | नियोजित पूंजी Capital Employed | 708.53 | 948.31 | 2025.03 | 2415.71 | 2534.06 | 2944.15 | 3096.74 | 2288.46 | 2300.29 | 2160.01 |
| 8 | निवल मूल्य Net Worth | 692.75 | 929.34 | 2008.84 | 2391.35 | 2501.02 | 2893.86 | 3056.21 | 1911.16 | 1962.66 | 1703.98 |

VISION & MISSION

VISION

To be a world class consultancy organization recognized as a “BRAND” in the specialized fields of Broadcast Engineering & Information Technology and infrastructure development for total project solution in India and Abroad.

MISSION

To play a pivotal role in modernization and growth of radio and television broadcasting through terrestrial, cable and satellite transmission in India and abroad, and achieve excellence.

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri K.Subramanian
Chairman and Managing Director
(Upto 27.08.2015 A.N.)

Shri George Kuruvilla
Chairman and Managing Director (I/C)
(From 27.08.2015 A.N.)

Shri Puneet Kansal
Director (Govt. Nominee)

Shri V.K. Choubey
Director (Govt. Nominee)

Shri R.R. Prasad
Non-Official Director
(Independent Director)

STATUTORY AUDITORS

ATJ & ASSOCIATES
Chartered Accountant
H.O.: 54, Flyover Market,
Defence Colony,
New Delhi-110024

BANKERS

Corporation Bank, CGO Complex Branch, Lodhi Road, New Delhi-110 003
Corporation Bank, Overseas Branch, Kasturba Gandhi Marg, New Delhi
Corporation Bank, Sector-62, Noida, G.B.Nagar - 201 307 (UP)
State Bank of India CGO Complex Branch, Lodhi Road, New Delhi-110 003

REGISTERED & CORPORATE OFFICE

C-56, A/17, Sector – 62, Noida – 201307, Tel : 0120 – 4177850, Fax : 0120 – 4177879
CIN - U32301UP1995GOI017744

HEAD OFFICE

14-B, Indraprastha Estate, Ring Road, New Delhi – 110 002
Tel : 011- 2337 8823, Fax : 011- 2337 9885

REGIONAL OFFICE

A#7, Ranka Villa, Opposite to Ranka Colony, Bilekahalli, Off Bannerghatta Main Road, Bangalore - 560076
Contact: +91-80-26685853, +91-9880197441

BECIL PROFILE

First To Becil's Credit

It has many firsts to its credit like establishment of first teleport in India, first all digital private FM broadcasting station at Bangalore, first to set up multi channel FM transmission station in India combining up to seven FM channels, first to design and establish HDTV studio set-up for Presidential Secretariat and Lok Sabha TV, first Electronic Media Monitoring Setup at EMMC, to name a few.

About **BECIL**

BECIL is one of the fastest growing turnkey solution provider Government Company and successfully completed its 20 years of journey.

Broadcast Engineering Consultants India Limited (BECIL) is an ISO 9001:2008 certified, a Mini Ratna public sector enterprise of Government of India under Ministry of Information & Broadcasting, it was established on 24th March, 1995 for providing consultancy services of International Standards for Broadcasting in transmission and production technology including turnkey solutions in the specialized field of Terrestrial and Satellite Broadcasting, Cable and various IT related field including acoustics & Audio-Video Systems & CCTV.

BECIL is the professional platform which caters to all aspects of projects related to TV, Radio, Communication and CCTV from concept to completion and from regulatory to realization.

We Specialized in :-

- Providing services to Ministry of Information & Broadcasting
- FM Broadcasting
- Establishment of TV Channels
- Installation of Teleports
- Design of Digital News Room Systems
- DTH (Direct to Home System)
- Conformity of wire-line Broadcasting networks to Indian Standards
- Distance education systems through satellite
- CCTV, Surveillance and Monitoring Systems
- Setting up of Community Radio Stations (CRS)
- Acoustics, Stage lighting, Sound reinforcement system
- Training/up-skilling in wire-line networking
- Providing Placement Services to Govt. organisation





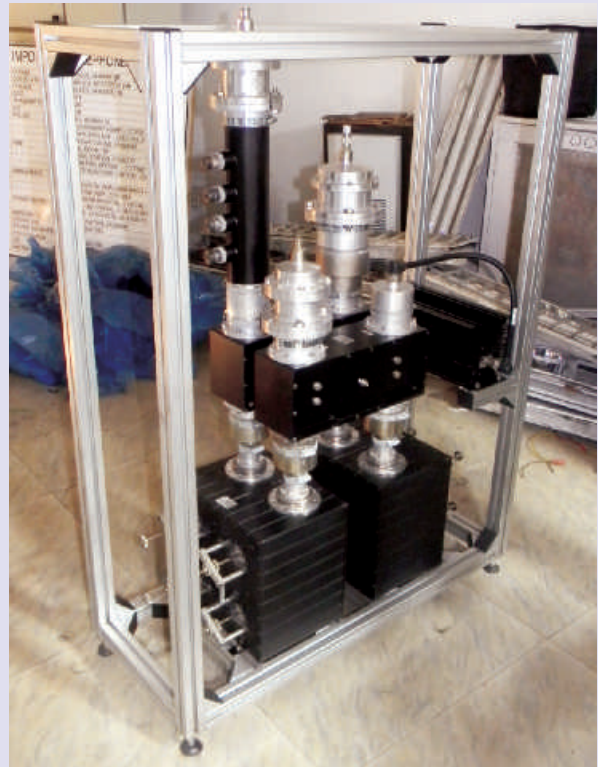
OBJECTIVES:

1. To enhance the present share in the market by providing specialized and customized solutions to a wider range of clients.
2. To provide technical input and consultancy to Ministry of Information & Broadcasting in policy, regulatory & formulation of various papers pertaining to Broadcasting.
3. To explore the opportunities in overseas market.
4. To conduct market survey for product development.
5. To establish satellite uplink & downlink systems for TV channels & Distance Education Centers.
6. To establish and maintain the operation of broadcasting centers.
7. To train & provide broadcast professionals
8. To design, develop and manufacture specialized broadcast equipments

PRESTIGIOUS PROJECT OF BECIL :

- Establishment of 24 x 7 Rajya Sabha TV Channel
- Augmentation of Electronic Media Monitoring Centre (EMMC)
- SITC of Broadcast Equipment at Bundelkhand University, Jhansi
- Maintenance of Multimedia Studio for Rashtrapati Bhavan
- SITC of Broadcast Equipment at EMMRC-Calicut & EMMRC-Dibrugarh
- Establishment of HDTV Studio set up at National Institute of Open Schooling, NOIDA.
- SITC of TV studio set up at Maharishi Dayanand University, Rohtak
- SITC of DTT Doordarshan Antenna at 4 metro cities and 15 sites of Doordarshan
- Supply, Testing and handing over of Broadcast equipment at IGNCA
- Audit & Certification of Digital Addressable Systems (DAS)
- Social Media Communication Hub
- Variable anechoic chamber for Indian Institute of Science, Bangalore
- SITC of multichannel TV channel logger system with operation and maintenance at Information Department of Karnataka
- Setting up of Board room with audio and video facilities and allied technical facilities at GATE Department, IISc, Bangalore

- Setting up of TV studio and Auditorium and their technical and allied facilities at Tamil Virtual Academy, Anna University Chennai
- 5.1 surround sound project for Doordarshan
- Setting up of the TV studio and Internet Radio Studio setup for Dr. Baba Saheb Ambedkar Open University, Ahmedabad.
- Supply, Testing & Commissioning as well as training for operation & maintenance of fully solid state DRM operational 1000 KW MW Transmitters for AIR Rajkot and AIR Chinsurah for external services.
- Supply, Installation, Testing & Commissioning of 8 Cameras Robotic Setup in Rajya Sabha for RSTV Channel.
- Supply, Installation, Testing & Commissioning of Broadcasting equipment and setting up of TV Channel for Bangladesh Television, Dhaka.
- Supply of VMAS I & II to M/s. Antrix Corporation and Defence Electronics Research Laboratory.
- Supply of C-band Satellite Uplink Project at Maldives National Broadcasting Corporation.
- Supply of 12 Nos. of 5 KW FM Transmitters 31 Nos. of 6 bay & 13 Nos. of 4 bay VHF FM antenna system and spares to All India Radio (Prasar Bharti).
- Supply of Broadcasting Equipment to Lok Sabha Television Channel.
- Acoustic treatment of Crawford Hall, University of Mysore.
- E-class rooms at Indian Institute of Management, Indore.
- Up-gradation of TV Studio at Jamia Milia Islamia.
- SITC of TV studio setup for Consortium of Educational Consultants (CEC), Electronic Media Monitoring Research Centre (EMMRC)-Hyderabad, Patiala, Indore, Jodhpur, Roorkee, Mysore and Chennai.
- Supply, erection, testing and commissioning of 3 sets of log Periodic Antenna for Cabinet Secretariat.



BECIL/AGM/2015

NOTICE

Notice is hereby given that the 20th Annual General Meeting of the member of Broadcast Engineering Consultants India Ltd. will be held at 03:30 pm on Tuesday, 29th September, 2015 at the registered office of the Company at C-56/A17, Sector-62, NOIDA - 201301 to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2015 and Statement of Profit & Loss Account for the year ended on that date along with Reports of Directors and Auditors thereon and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Balance Sheet as at 31st March, 2015, statement of Profit & Loss Accounts and the Cash Flow for the year ended 31st March, 2015 and Auditor's Report thereon along with the Report of the Board of Directors as placed before the meeting be and are hereby received, considered and adopted.”

2. To fix remuneration of auditors for the financial year 2015-16 and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix the remuneration including audit fees, out of pocket expenses and other ancillary expenses of Statutory Auditors of the Company to be appointed by the Comptroller and Auditor-General of India for the financial year 2015-16.”

Special Business

3. Amendment of object clause of Memorandum of Association.

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

RESOLVED THAT pursuant to section 13 of the Companies Act, 2013 consent of the members of the Company is hereby accorded to amend the existing object clause of the Company and incorporate following objects in place of existing main objects:

[A] The Objects to be pursued by the Company:

To carry out business, both in India and abroad, in the fields of broadcasting, communication, IT, electronic surveillance (namely CCTV, Access Control, Intrusion, Fire Safety, Hydrants, etc.), electronic media contents including films, etc. The activities include but not limited to Supply, Installation, Testing & Commissioning, Consultancy Services, Technical Audit, Media Analysis, R&D, project pertaining to Digital India, City Surveillance, Safe City, Smart City, Make in India, Made in India, Manufacturing, Audio Video & Data Analysis, Cyber Security, Engineering, Procurement & Construction, Project Management Services, Operation and Maintenance, Manpower Placement, AMC, etc.

RESOLVED FURTHER THAT consent of the members of the Company is accorded to merge and place the existing objects under the heading “Objects incidental or ancillary to the attainment of main

objects and other objects” under the new heading “Matter which are necessary for the furtherance of the objects specified in clause 3.A”.

RESOLVED FURTHER THAT Chairman & Managing Director of the Company is hereby authorised to do all such acts which are necessary and ancillary & incidental to give effect to the above mentioned resolutions.

By Order of the Board
for **Broadcast Engineering Consultants India Limited**

Sd/-
(Mritunjay Kumar Dev)
Dy. Company Secretary

Place: NOIDA
Date: 24th September, 2015

- To
1. Members of the Company
 2. Directors of the Company
 3. Statutory Auditors

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself on a poll only and a proxy need not be a member of the Company. Proxy Form is attached with this notice.
2. A proxy form, in order to be effective, should be duly completed, stamped and signed and must be deposited at the registered office not less than 48 hours before the commencement of the meeting.
3. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the meeting.
4. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Item no 3 as set out above is annexed hereto.
5. Route Map indicating venue of the AGM is given at the end of the Notice.

ANNEXURE TO NOTICE

(Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013)

At present, there is an intense competition in the Broadcasting Sector and the Operating Margins are very low, as many of the Original Equipment Manufacturers' (OEMs) are themselves offering solution of integration in various areas. Hence, the contribution from the Private Broadcasting Sector to the business of BECIL has been very insignificant and the main business in the broadcasting sector is mostly through the Government Sector. Further, this volume is not adequate enough to meet the MoU targets as well as meeting the rise in enterprise cost. Hence, BECIL has been participating in tenders involving Electronics and Communication Technology in the various projects related to Defence Sector in the area of Surveillance, Encryption, etc. Taking these aspects into consideration, it has been observed that there is need to amend the existing object clause of the Memorandum of Association of the Company and incorporate the prospective new business areas therein.

Therefore a proposal to amend the object clause of the Memorandum of Association of the Company was placed before the Board of Directors of the Company which was after due deliberation approved by it in its 100th Board Meeting held on 23rd September, 2015 subject to approval of members of the Company in general meeting.

Pursuant to the provisions of sections 4 and 13 of the Companies Act, 2013, while drafting the "*Matter which are necessary for the furtherance of the objects specified in clause 3.A*", the Objects incidental or ancillary to the attainment of main objects and other objects, as was incorporated in the existing MOA, have been merged.

Based on the above mentioned proposal, a complete set of Memorandum of Association with amended object clause is prepared and enclosed as **Appendix-I** for approval of the members of the Company in the general meeting.

None of the Directors of the Company or their relatives is in any way, concerned or interested, financially or otherwise in the resolution set out at Item No 3.

Form No. MGT- 11

Proxy Form

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

CIN: U32301UP1995GOI017744

Name of the Company: Broadcast Engineering Consultants India Limited

Registered Office: C-56, A/17, Sector-62, Noida- 201307, UP

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

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

- | | | |
|----|-------------------------------|--|
| 1. | Name:..... E-mail Id:..... | Address:..... Signature:....., of failing him |
| 2. | Name:..... E-mail Id:..... | Address:..... Signature:....., of failing him |
| 3. | Name:..... E-mail Id:..... | Address:..... Signature:....., |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on theday.....ofAt.....am./pm at(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

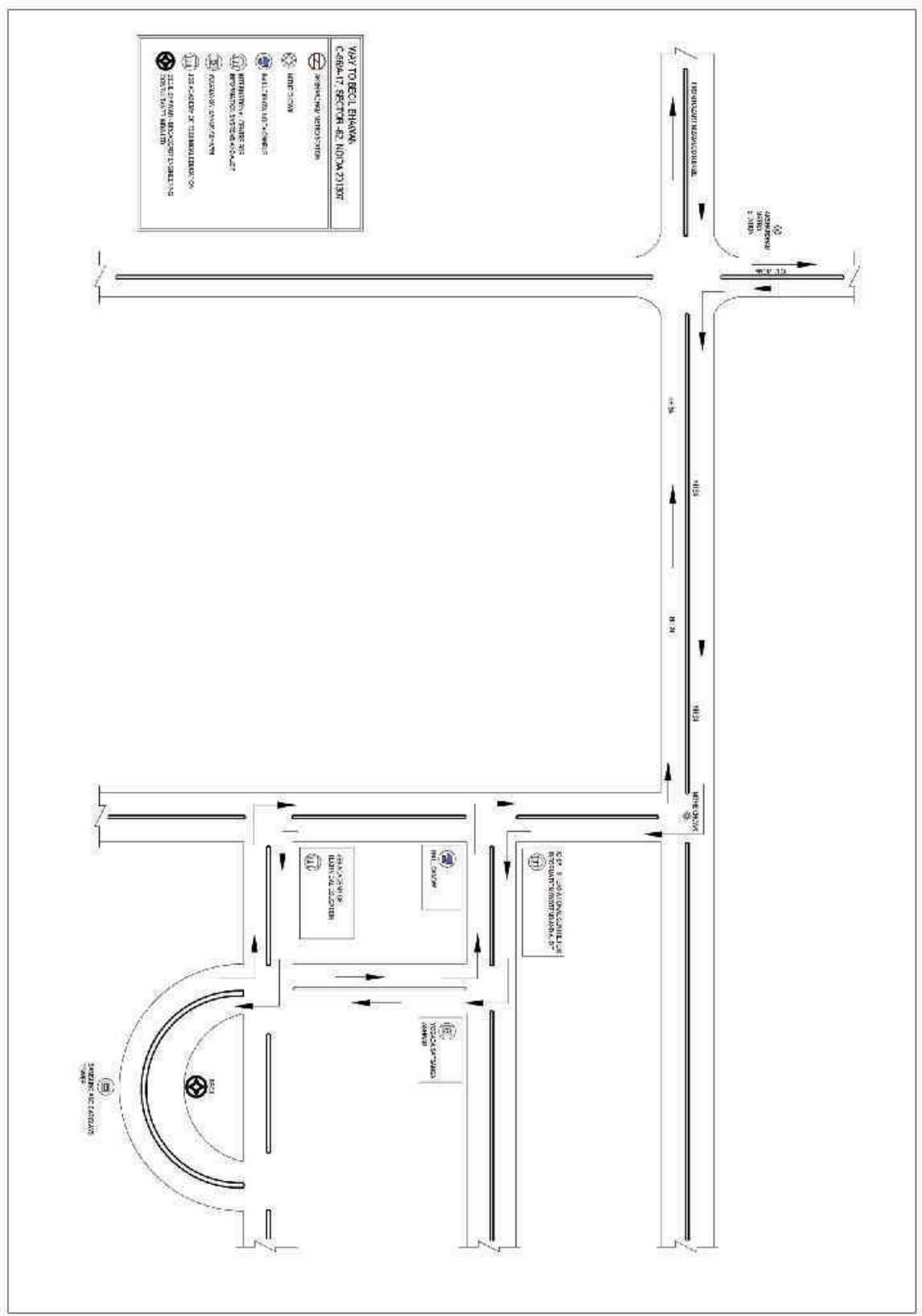
- To receive, consider and adopt the Audited Balance Sheet as at March 31, 2015 and Statement of Profit & Loss Account for the year ended on that date along with Reports of Directors and Auditors thereon.
 - To fix remuneration of auditors for the financial year 2015-16.
 - Amendment of object clause of Memorandum of Association
- Signed this.....day of.....20.....

Signature of shareholder
 Signature of Proxy holder (s)

Affix
 Revenue
 Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Route Map



APPENDIX-I

(COMPANIES ACT, 1956)
Company Limited by Shares
MEMORANDUM OF ASSOCIATION OF
BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED
(A Govt. Company under section 617 of the Companies Act, 1956)

- I. The name of the Company is - BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED (BECIL).**
- II. The registered office of the Company will be situated in the state of Uttar Pradesh.**
- III. The objects for which the company is established are:**

[A] The Objects to be pursued by the Company:

To carry out business, both in India and abroad, in the fields of broadcasting, communication, IT, electronic surveillance (namely CCTV, Access Control, Intrusion, Fire Safety, Hydrants, etc.), electronic media contents including films, etc. The activities include but not limited to Supply, Installation, Testing & Commissioning, Consultancy Services, Technical Audit, Media Analysis, R&D, project pertaining to Digital India, City Surveillance, Safe City, Smart City, Make in India, Made in India, Manufacturing, Audio Video & Data Analysis, Cyber Security, Engineering, Procurement & Construction, Project Management Services, Operation and Maintenance, Manpower Placement, AMC, etc.

[B] Matters which are necessary for furtherance of the objects specified in clause 3. A are:

1. To acquire from any person, firm or body corporate whether in India and/or outside India in the public or private sector, technical information, know-how, process engineering, manufacturing and operating data, plans, layout and blue prints useful for design, erection, construction, commissioning, operation and maintenance of plant and equipment required for any of the business of the company and to acquire any grant or license and other rights and benefits in the foregoing matters and things.
2. To carry out or to have carried out experiment and research in laboratory, pilot plant and industrial scale and to incur expenses necessary therefore, with a view to improve on the present method and process of working and several business activities which the company is authorised to carry on, to transfer know-how for equipment/plant to suitable parties in suitable conditions.
3. To build, assemble, construct, maintain, enlarge, pull down, remove or replace, improve or develop and work, manage, maintain and control buildings, offices, godowns, ware-houses, shops, machinery and plant, Broadcasting Studios, Transmitting Stations, Receiving Centres, ancillary structures/equipment of Broadcasting Stations, towers or any other equipment, plant, machinery connected with design, development, construction, maintenance and operation of broadcasting stations and conveniences, auditoria/ cinema halls/recording studios/PA systems etc. which may seem calculated directly or indirectly to advance the interest of the company and to subsidise, contribute to or otherwise assist or take part in doing any of these things and/or to join with any other person and/or Company and/or Governmental authority in doing any of these things.
4. To apply for, purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevet d'inventions, trade marks, designs, licences, concessions and the like, conferring any exclusive or non-exclusive or limited rights, their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop or grant licences in respect of, or otherwise, turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing or improving any such patents, inventions or rights and without prejudice to the generality of the above, any contracts, monopolies or concessions for or in relation to the supply and sale of any materials, articles or things for or in relation to the construction, execution, carrying out, improvement, management, administration or control of any works and conveniences required for the purpose of carrying out any of the aforesaid business and to undertake, execute, carry out, dispose of or otherwise turn to account such contracts, monopolies or concessions.

5. To sell, dispose of or transfer any building, industrial undertaking, projects or factory to any company or association or concern carrying on similar business on such terms and conditions as may be determined by the Company.
6. To acquire from any Government (Central, State, Local or Foreign) or public body, persons, authority or from any private individual any concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account or which the Company may think directly or indirectly conducive to any of its objects or capable of being carried on in connection with its business and to work, develop, carry out, exercise and turn to account the same.
7. To provide residential and/or resting accommodation, medical and welfare facilities for the employees of the Company and in connection therewith to afford to such persons facilities and conveniences for transport, washing, bathing, cooking, reading, writing and for the purpose, sale and consumption of provisions, both liquid and solid and for the safe custody of goods at the discretion of Board of Directors.
8. To establish/construct and maintain or wind up branch offices and/or open new offices in India or elsewhere as it may be necessary to protect and promote the interests of the Company.
9. To purchase, take on lease or licence or in exchange, hire or otherwise acquire any immovable and/or movable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company and in particular any land (free-hold, lease-hold or other tenure) buildings, basements, machinery, plant and stock-in-trade and on any such lands to erect buildings, factories, sheds, godowns or other structures for the works, and purpose of the Company and also for the residence and amenity of its employees, staff and other workmen and erect and install machinery and plant and other equipment deemed necessary or convenient or profitable for the purpose of the Company.
10. To exchange, sell, convey, assign or let on lease or grant licence for the whole or any part of the Company's immovable properties and to accept as consideration or in lieu thereof other land or cash or Government securities, or securities guaranteed by Government or shares in Joint Stock Companies or partly the one and partly the other or such other property or securities as may be determined by the Company and to take back or re- \ acquire any property so disposed, of by repurchasing or obtaining a licence or lease for | such price or prices and on such terms and conditions as may be agreed upon.
11. To employ foreign or other technicians or experts or advisers on a contract basis I for furtherance of Company's objectives aforesaid.
12. To train and pay for the training in India or abroad of any of the Company's \ employees or any candidates or to recruit and employ foreign experts in the interests of or furtherance of the Company's objects.
13. To engage in research of all the problems relating to broadcasting, collect, prepare f and distribute information and statistics relating to any of the items pertaining to broadcasting j in India or outside India and to promote or propose such methods, studies and measures \ as may be considered desirable by or beneficial to the interest of the Company.
14. To receive remuneration, assist and finance in India and/or outside India any industrial undertaking, project or enterprise, whether owned or run by Govt., Statutory Body, Private Company, firm or individual with capital, credit or resources for execution of its work and business.
15. To promote and form and to be interested in and take hold and dispose of shares in other companies having objects in whole or in part similar to those of the Company and to transfer to any such company any property of this Company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such company and to subsidise or otherwise assist any such company.
16. To improve, manage, develop, grant rights or privileges in respect of, or otherwise deal with, all or any part of the property and rights of the Company.
17. To pay for any rights or property acquired by the Company and to remunerate any person or company whether by cash payment or by allotment of shares, debentures or otherwise securities of the Company credited as paid up in full or in part or otherwise.
18. To pay out of the funds of the Company all costs, charges and expenses which the company may lawfully incur with respect to the promotion, formation and registration of the Company or which the Company shall consider to be preliminary, including therein the cost of advertising, printing and stationery, expenses attendant upon the formation of agencies, branches and local boards.

19. To borrow or raise money or to receive money on deposit or loan at interest or otherwise in such manner as the Company may think fit and in particular by the issue of the debentures or debenture-stock, perpetual or otherwise, and convertible into shares in this or any other company, and to secure the repayment of any such money borrowed raised or received, or owing by mortgage, pledge, charge or lien upon all or any of the property, assets, or revenue of the Company (both present and future) including its uncalled capital and to give the lenders or creditors the power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities and also by a similar mortgage, charges or lien to secure and guarantee the performance by the Company or any other person, firm or company of any obligation undertaken by the Company or any other person, firm or company as the case may be.
20. To issue or guarantee the issue of or the payment of interest on debentures or other security or obligations of any company or association and to pay or provide for brokerage, commission and underwriting in respect of any such issue.
21. To draw, make, accept, endorse, discount, execute, issue and negotiate bills of exchange, letters of credit, hundies, promissory notes, bills of lading, warrants, debentures and other negotiable instruments or transferable securities/instruments.
22. Subject to the provisions of the Companies Act, 1956, to receive money on deposits or interest or otherwise and to lend money with or without security to such companies, firms or persons and on such terms and conditions and others, having dealings with this company and to guarantee the performance of contracts or obligations by any such person, companies and firms, provided that the company shall not carry on the business of Banking as defined by the Banking Regulation Act, 1949.
23. To invest and deal with the money of the Company not immediately required in such manner as may be thought fit and as determined by the Board of Directors of the Company from time to time.
24. To establish and maintain or procure the establishment and maintenance of any contributory provident funds, contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pension, bonus, annuities or other allowances or emoluments to any persons who are or were at any time in the employment and/ or service of the Company, or of any company which is a subsidiary of the Company or who are or were at any time the Director or officers or staff of the Company or of any such other company or who are or were at any time the Directors or officers or staff of the Company or of any such other company as aforesaid, and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any charitable or public object, institutions, society, associations, clubs or funds calculated to the benefit of or to advance the interests and well being of the Company or of any such other company as aforesaid or its employees and to make payment to or towards the insurance of any such other company as aforesaid or its employees and to make payment to or towards the insurance of any such person as aforesaid and to any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.
25. To create any depreciation fund, sinking fund, insurance fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or for any other purpose conducive to the interests of the Company.
26. To adopt such means of making known the business of the Company or in which the Company is interested, as may seem expedient and in particular by advertising in press, circulars, publication of books and periodicals, exhibitions and by granting prize, rewards and concessions.
27. To enter into any contract or arrangements for the more efficient conduct of the business of the Company or any part thereof and to sublet and contracts from time to time.
28. To enter into partnership or any arrangements for sharing or pooling profits, amalgamation, union of interests, co-operation, joint ventures or reciprocal concessions or otherwise or amalgamate with any person or company carrying on/ or engaged in or about to carry on or engage in any business or transactions which this Company is authorized to carry on or engage in or any business undertaking or transaction, which may seem capable of being carried on or conducted so as to directly or indirectly benefit this Company.
29. To vest any immovable or movable property, rights or interests acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

30. To carry on any business, or branch of a business, which this Company is authorised to carry on, by means or through the agency of any subsidiary company or companies and to enter into arrangements with any such subsidiary company for taking the benefits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangements which may seem desirable with reference to any business or branches carried on including power, at any time, either temporarily or permanently, to close such business or branch.
31. To negotiate, enter into technical/commercial agreements wherever necessary and on suitable terms with other manufacturing companies, Indian or foreign, for manufacture, supply of equipment evaluated to be most suitable for execution of turn-key projects in India or abroad including issue of pre-qualification tenders, acceptance and registering firms for such supplies on the basis of proven performance.
32. To generally do and perform all the above acts and such other things as may be deemed incidental or conducive to the attainment of the above objects or of any of them or any allied objects or which may advantageously or conveniently be combined with the business of the Company in a profitable way.
33. To carry on all or any of the business of assemblers, processors, repairers, furnishers and manufacturers of and dealers in plant, machinery and equipment and tools of all descriptions and components and accessories thereof.
34. To manufacture, buy or sell in India and/or outside India as importers, exporters, agents or otherwise of any plants, equipment and auxiliaries which can be advantageously dealt in by the Company to attain the main objects, and to carry on operations or business of any nature which the Company from time to time may deem fit or expedient to carry on in connection with its main business at any time being conducted, which may seem calculated or capable of being conducted so as to directly or indirectly benefit the Company.
35. To carry on any other business or any business of any other kind or quality whether manufacturing or otherwise which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's properties or rights.
36. To act as agents and as trustees for any person or company and to undertake and perform sub-contracts and to do all any of the above things in any part of the world and as principles, contractors, trustees or otherwise and by or through agents, subcontractors, trustees or otherwise and either alone or jointly with others.

IV. The liability of the Members is limited.

V. The share capital of the Company is Rs. 2,50,00,000/- (Rupees two hundred and fifty lakhs only) divided into 2,50,000 equity shares of Rs. 100/- (Rupees one hundred only) each.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

| Name of subscribers | | Address Description & occupation | No. of shares taken up | Signature of subscribers | Name address description & occupation of witnesses |
|-----------------------------------|--|---|------------------------|--------------------------|---|
| President of India through | | | | | |
| 1. | Bhaskar Ghose Son of the late Shri N.M. Ghose | Secretary to the Govt, of India Ministry of Information & Broadcasting Shastri Bhawan, New Delhi Govt. Service' | 99 | Sd/- | Sd... (P.C.MATHUR) S/o Late Shri N.C.Mathur Company Secretary in whole-time practice M-450, Guru Harkishan Nagar Delhi-41. |
| 2. | Durgesh Shankar Son of the late Shri L.S. Mathur | Director (B'casting) Ministry of Information & Broadcasting Shastri Bhawan New Delhi Govt. Service' | 1 | Sd/- | |
| Total Equity | | | 100 | | |
| (One Hundred Equity Shares) | | | | | |

CHAIRMAN & MANAGING DIRECTOR'S MESSAGE



Distinguished Members,

It is a proud moment for me to welcome distinguished members, Directors and all the members of BECIL family to its 20th Annual General Meeting. The financial year 2014-15 has been a year of challenges. Amidst the impediments your Company recorded a growth of 18% in its revenue except deposit work during the financial year 2014-15 as compared to that of last year. However due to decreased revenue from deposit works, total business during the year could increase only by 4%. Further, as per provision of newly enacted Companies Act, 2013, your Company has re-worked depreciation with reference to the estimated useful lives of fixed assets due to which the cost of depreciation & amortization has increased by 80% which became one of the major factors alongwith high cost of capital in the resultant loss of Rs. 138.79 Lakh for the FY 2014-15.

Your Company has some major projects in hand for the FY 2015-16 and following years which will help in bringing back the pace of growth of your Company.

Your Company has consistently contributed to the Corporate Social Responsibility (CSR) activities. During the financial year 2014-15, your Company has spent a sum of Rs.4.51 Lakhs for establishing & maintenance of Community Radio Stations under corporate social responsibility.

Human Resources Development is an integral part of the overall management. The employees being the most valuable assets of the Company are continuously trained to keep pace with the fast changing technological advancements.

The Company remains committed to good corporate governance and ethical practices as per Central Government guidelines and complied most of the provisions thereof.

I thank you for your deep faith in the Company's growth potential and look forward to your feedback and advice. I, on behalf of management of BECIL, extend my best wishes to you and your families.

(George Kuruvilla)
Chairman & Managing Director (I/C)

REPORT OF THE DIRECTORS

To

The Members

Your Directors have pleasure in presenting the 20th Annual Report and the Audited Statement of Accounts of the Company for the financial year ended 31st March, 2015.

THE STATE OF THE COMPANY'S AFFAIRS

1 FINANCIAL RESULTS

1.1 The Financial Performance of the Company for the financial year 2014-15, along with the comparative figures for 2013-14, are indicated below:

(₹ in Lakh)

| | Particulars | Year 2014-15 | Year 2013-14 |
|----------|--|-----------------|-----------------|
| A | Result of Operations | | |
| | Income from operations | 8609.56 | 7270.73 |
| | Value of Deposit work | 3995.22 | 4874.96 |
| | Total business during the year | 12604.78 | 12145.69 |
| | Expenditure (including Deposit work) | 12112.12 | 11543.33 |
| | Operating Profit/(Loss) | 492.66 | 602.36 |
| | Finance Cost | 520.92 | 410.31 |
| | Depreciation & Amortization | 238.38 | 132.16 |
| | Allowance for Doubtful Receivables & Advances | 5.32 | 0 |
| | Prior Period Adjustments & Extra Ordinary Items | -14.77 | 8.39 |
| | Profit/(Loss) before Tax Expense | -257.19 | 51.50 |
| | Deferred for Tax | -118.40 | 39.66 |
| | Profit/(Loss) after Tax Expense | -138.79 | 11.84 |
| | Transfer to Corporate Social Responsibility | 0.00 | 1.50 |
| | Transfer to General Reserve | 0.00 | 5.00 |
| | Earnings/(Loss) Per Share (in Rs.) | -102.00 | 9 |
| B | Sources of Fund | | |
| | Issued, Subscribed and Paid up Capital Reserve & Surplus | 136.50 | 136.50 |
| | Reserve & Surplus | 2023.51 | 2163.79 |
| | Non – Current Liabilities | 1522.01 | 646.16 |
| | Current Liabilities | 10938.12 | 9322.49 |
| | Total | 14620.14 | 12268.94 |
| | Uses of Funds | | |
| | Fixed Assets | 1237.53 | 1457.33 |
| | Current Asset | 9143.76 | 6187.82 |
| | Deferred Tax Assets (Net) | 456.03 | 337.63 |
| | Other Non-Current Assets | 3782.82 | 4286.16 |
| | Total | 14620.14 | 12268.94 |
| C | Other Information | | |
| | Authorized Capital | 250.00 | 250.00 |
| | Capital Employed | 2160.01 | 2300.29 |
| | Net worth | 1703.98 | 1962.66 |

1.2 Performance

During the year under review your Company recorded a growth of 18% in its revenue except deposit work as compared to that of last year. However due to decreased revenue from deposit works, total business during the year could increase only by 4%. Further, during the year under review, the finance cost and the cost of depreciation & amortization has increased by 27% and 80%, respectively which resultant into a loss of Rs.138.79 Lakhs. Your Company has re-worked depreciation with reference to the estimated useful lives of fixed assets prescribed under Schedule II the Companies Act, 2013. As a result the charge for depreciation is higher by Rs.115.19 Lakhs.

Your Company has some major projects in hand for the FY 2015-16 and following years which will help in bringing back the pace of growth of your Company.

1.3 Business activities during the year

During the year under review your company has carried out the following major projects:-

1.3.1 News Automation System including Civil Electrical & Furnishing of two floor for operation of RSTV Channel

Under this project your Company has been awarded the work of:

- SITC of CCTV, access control, fire alarm & gas flooding system at Talkatora Stadium for RSTV Channel.
- SITC of fibre end equipments for newsroom & general purpose facility at Talkatora Stadium.
- SITC of Precision A.C. (PAC) at CER (Central Equipment Room) of RSTV Channel, exclusively for data centre.
- SITC of 3*20 KVA System setup at Talkatora Stadium along with health monitoring.
- Consultancy in interior design & development of recreational areas such as crèche, etc. for RSTV.
- Setting up of news room facility for floor area measuring 10,000 sqft along with development of admin & technical facility.
- Civil, HVAC, IT & Electrical works for setting up of RSTV facility

1.3.2 Installation & Commissioning of Electronic Media Monitoring setup for 600 TV Channels

Your company has been engaged as turnkey partner for augmentation of logging and media monitoring facility for monitoring of TV channels, centralized FM monitoring mechanism in Electronic Media Monitoring Centre at Soochna Bhawan, Delhi. The project includes enhancing the monitoring capacity of EMMC from 300 to 1500 satellite TV channel and to setup a centralized FM monitoring facility.

Works under execution during the year under review consist of:

- (a) Civil & interior/ plumbing/ electrical works/HVAC & IT networking works for setting of EMMC at 10th floor, Soochna Bhawan, New Delhi.
- (b) SITC of RF downlink system for 600 TV channels.
- (c) SITC of logging and media monitoring setup for 600 TV channels and 400 Radio channels.

1.3.3 Updation of LSTV Channel

Your Company has been awarded the work of upgradation of server automation system for Lok Sabha TV channel at Parliament Street with maintenance contract of the teleport system setup installed at Parliament House Complex.

1.3.4 AMC of Lok Sabha Teleport and Eduset, Haryana

Your Company has been awarded the work of AMC of audio / video logger, centre storage and associate peripherals, semi comprehensive AMC of 320 KVA DG Set and AMC of 60 KVA and 40 KVA UPS system of Lok Sabha Teleport and Eduset, Haryana.

1.3.5 SITC of 16 Panel Antenna at 18 sites of All India Radio (Prasar Bharti)

Prasar Bharti (All India Radio) has issued order for supply, installation, testing & commissioning for the 16 Panel Antennae with associated equipment at 18 sites. This order is won through global competing bidding.

The supply portion of the project has been completed during the year 2014-15. Installation, testing and commissioning is planned in the year 2015-16. The supplied Wide Band Antenna operates in FM band has an aperture of 4 bays of 4 panels

each resulting in 16 Panel Antenna. The system is circularly polarized with mounting arrangement on square portion of the Tower. One such bay is represented in a photograph as below. The order also includes RF cable of 3" and 4" size and associated equipment viz. antenna switch, rigid lines and dehydrator.

1.3.6 STC of Superturnstile Antenna at 3 sites for Doordarshan (Prasar Bharti)

BECIL has secured order for supply, testing & commissioning for the VHF and UHF Superturnstile antennae at 3 sites. This order is won through global competing bidding.

The supply portion is completed and pending testing and commissioning portion is planned in 2015-16 depending upon the completion of the installation by Doordarshan. The photograph of this kind of antenna is shown here.

1.3.7 Surveillance and Access Control Management System (SACMS):

This project is the first of its kind in India. It is about design, procurement, installation, integration, testing commissioning and associated services for a fully operational Surveillance and Access Control Management System as per customer requirement and codes that provide central security management, integrated control and remote monitoring of some of the important building in Delhi. The SACMS shall comply to the strict regulation and adapting state-of-the-art security technologies, the highest level of reliability and integrate to networking infrastructures such as Intranet, Internet, LAN/WAN. All interfaces within the SACMS shall be based on TCP/IP network protocol connectivity over the corporate intranet/internet/LAN/WAN.

1.3.8 Secure Data Transmission Network Project (SDTN):

This project envisaged as a fully converged IP based data network to provide services like P2P data transfer, IP telephony, Video etc. to ride. Highest grade of secrecy, guaranteed QoS and fail-safe operation are key characteristics expected of the project. Understandably, timely receipt of accurate information is critical for efficiency in exercising Command and Control and managing any national-level crisis. This challenge is sought to be realized through a reliable, robust, and dynamic world-leading communication network. Secure Data Transfer Network Solution covering 20 locations to enable high speed data transfer between sites in secured environment over backbone of peer to peer STM-1 communication channel on OFC across Wide Area Network.

1.3.9 Ground Based Elint System (GBES):

This project is for detection, direction finding, analysis and classification of radar emissions within the 0.5 GHz to 18 GHz band. It provides alarms of pulsed and continuous wave signals based on digital receivers, with extremely high probability of detection within IBW accurate identification and tracking of targets. The system also include intelligence gathering capabilities, performing ELINT processing during mission time or recording data for subsequent/ later further analysis.

1.3.10 Renovation of Technical facilities of Town Hall, Bengaluru.

Bruhat Bangalore Mahanagra Palike (BBMP) has engaged your company for preparing DPR and Project Management and Consultancy for renovation of technical facilities of Townhall. Townhall is one of the majestic and imposing landmark of Bangalore. The auditorium is being extensively used by the general public, educational institutions and Government departments for organizing and conduct of all sorts of art and cultural events, shows, and festivals. BBMP have decided to refurbish and provide all the modern facilities to make it as world class auditorium. This detailed project report provides advisory, suggestion, design, detailed description of the facilities, bill of quantities and estimation of the works for taking up all the required renovation works with state-of-the-art facilities with complete automation to make Town Hall a truly a world class auditorium.

1.3.11 Setting up of HD TV studio at MANA TV, Society for Andhra Pradesh Network (SAPNET), Hyderabad

Your company had executed the project for Setting up of HD TV studio facilities for production of educational programs in conjunction with the other technical setup installed in the TV Studio complex by Society for Andhra Pradesh Network (SAPNET), Hyderabad. The entrusted work in addition to the extra items has been completed within the time line.

1.3.12 TV studio at CM House, Raipur, Chhattisgarh

Your company was chosen by SAMVAD Chhattisgarh, Chhattisgarh for setting up of HD TV studio with allied facilities on turnkey basis CM House, Raipur, Chhattisgarh. The project involves planning, designing, supply, installation, commissioning, testing and training. The project completed within the time frame as mentioned in the MoU.

1.3.13 BAOU Internet radio and TV studio :

Your Company was chosen by Dr. Baba Saheb Ambedkar Open University, Ahmedabad for Setting up of HD TV studio and Internet radio station. The project involves complete acoustic treatments, HVAC works, electrical works, studio lights, fire alarms, TV studio and internet radio station and streaming of audio & video content through CDN. The project completed within the time frame as mentioned in the MoU and inaugurated by Honorable Governor of Gujarat and Chief Minister of Gujarat.

1.3.14 Providing acoustic treatment, professional sound reinforcement and Audio/video and allied facilities for Auditorium at HAL , Bengaluru

Your Company had won the tender for Setting up of interior and Audio video facilities of Auditorium at HAL, Bengaluru called by Hindustan Aeronautic Limited, Bengaluru. As per the work order your Company is executing the project.

1.3.15 Renovation of the CCTV setup for the Legislative assembly and Legislative council, Vidhana Soudha, Bangalore.

Government of Karnataka engaged your company for renovation of CCTV setup for Legislative assembly and Legislative council at Vidhana Soudha, Bengaluru. The project completed within the time frame as mentioned in the work order.

2. FUTURE BUSINESS ACTIVITY

Following are the expected future business prospects of your Company:

- ❖ TV coverage and distribution of the proceedings of the Maharashtra and Karnataka Legislatures.
- ❖ Establishment of Audio Video forensic lab.
- ❖ Mission Digitalisation Project of MIB.
- ❖ Highway Advisory Radio for Ministry of Transport.
- ❖ Web Portal for Publication Division and TV Section of MIB and Directorate of Film Festival.
- ❖ Implementation of FM Phase –III (Part-I).
- ❖ IT Infrastructure for NTRO
- ❖ Voice Recognition and Analysis System for Project Management Organisation (PMO), SURAJ.
- ❖ AMC of DCME System, GSM System and IF Recorder of Signal Intelligence, Directorate.
- ❖ Establishment of 12 e-class rooms at Hindustan Aeronautic Limited (HAL) Bengaluru.
- ❖ Renovation and up-gradation of auditorium at BHEL, Bengaluru
- ❖ Establishment of state-of-the art auditorium at Kasargod, Karnataka .
- ❖ Providing acoustic treatment, professional sound reinforcement and allied facilities for the auditorium, Mangalore University, Mangalore.
- ❖ Providing acoustic treatment, professional sound reinforcement and allied facilities for the auditorium, CFTRI, Mysore.
- ❖ Establishment of Media centre at Vartha Bhavan, Bengaluru.
- ❖ Providing sound reinforcement of auditorium at ASTE, Air force, Bengaluru.

3. DIRECTOR

During the year under review, the Ministry of Information & Broadcasting (MIB) has withdrawn the nomination of Ms. Supriya Sahu, Director (Government Nominee) w.e.f. 21st October, 2014 and nominated Shri Puneet Kansal, Joint Secretary, Ministry of Information & Broadcasting as ex-officio Director (Government Nominee) of the Company w.e.f. 29th December, 2014.

The MIB has also withdrawn the nomination of Shri Raju Sharan, Director (Government Nominee) w.e.f. 27.02.2015 and nominated Shri Vijay Kumar Choubey, CCA, Ministry of Information & Broadcasting (MIB) as ex-officio Director (Government Nominee) of the Company w.e.f. 25.03.2015.

4. MOU WITH MINISTRY OF INFORMATION & BROADCASTING

Your company has signed Memorandum of Understanding (MoU) with Ministry of Information & Broadcasting (MIB) for the financial year 2015-16. During the financial year 2013-14, your company has been rated "Fair". The self evaluation of targets achieved against MoU signed between your company and MIB for the FY 2014-15 indicates "Good" rating.

5. HUMAN RESOURCES DEVELOPMENT

Human Resources Development is an integral part of the overall management. The employees being the most valuable assets of the Company are continuously trained to keep pace with the fast changing technological advancements.

Faculties from your company and outsourced experts etc. provide training to new entrants. Officers across all ranks with judicious mix of senior, middle level and young professionals are nominated for various training programmes through a roster depending on the training needs.

5.1 Appointment of Candidates Belonging To SC/ST/OBC/Minority

The Company follows Government's guidelines/instructions on reservation policies. Accordingly, the guidelines/instructions of the Government on reservation matters in respect of SCs/STs/ OBCs and for appointment of Minority have been/are taken care of while making recruitments and promotions in the Company. Relevant Rosters are maintained as per guidelines for proper projection of reservation quota fixed for these categories. Periodical check-up/inspections are carried out by the HR Officer and reports/suggestions are given by them to the Competent Authority for consideration. Periodical reports/returns are also sent to the Ministry of Information & Broadcasting, Department of Public Enterprises and other Government Departments periodically on action taken for the implementation of reservation policies.

6. CORPORATE GOVERNANCE

With a view to strengthen and ensure transparencies in finance wing, your Company has constituted Audit Committee under the Chairmanship of Shri R. R. Prasad, Independent Director of the Company. Your Company has also constituted Remuneration Committee under the Chairmanship of Shri R. R. Prasad inter alia to decide the Performance Related Pay and Policy for its distribution across the executives and non-unionized supervisors, within the limits prescribed by statutes.

During the year under review your Company has also furnished quarterly progress report on the implementation of Corporate Governance to the Department of Public Enterprises within stipulated time. Your company has secured "Very Good" rating under Corporate Governance Guidelines for the FY 2013-14. To ensure better transparency, your Company has incorporated a separate section on Corporate Governance with Annual Report 2014-15 which is annexed as **ANNEXURE –I** to this report.

A Management Discussion and Analysis Report has been enclosed with the Annual Report 2014-15 which forms an integral part thereof and annexed as **ANNEXURE –II** to this report.

Your Company has also obtained a Certificate on compliance of conditions of Corporate Governance Guidelines issued by Department of Public Enterprises and enclosed with the Annual Report as **ANNEXURE –III**.

7. CODE OF CONDUCT

Your Company has laid down code of conduct for all Board Members and Senior Management of the Company. The affirmation of compliance of the code of conduct of the Company has been obtained from all concerned on annual basis. A declaration in this regard duly signed by Chairman & Managing Director (I/C) is given in Corporate Governance Report as **ANNEXURE –IV**.

8. SEXUAL HARRASMENT

During the year under review, with a view to provide safe environment free from sexual harassment to women working in your Company, it has constituted Internal Complaint Committee. No case was filed before the Committee during the year under review.

9. RIGHT TO INFORMATION ACT, 2005

In order to promote transparency and accountability, appropriate action is taken to reply to queries from any source whenever received, on time. In compliance to the provisions of the Right to Information Act, 2005, Central Public Information Officers (CPIO) have been appointed and utmost care is being taken for timely compliance and dissemination of information.

During the Financial year 2014-15, the company had received 68 applications under RTI Act, 2005 and all had been responded within the statutory time limit. As on 31st March, 2015, 4 applications were pending for reply under RTI Act, 2005.

10. PROGRESSIVE USE OF HINDI

Required action/updated status of compliance by your Company on the recommendations made in the various parts of the Report on Official Language were furnished to the Ministry of Information & Broadcasting. Hindi Fortnight was observed from 12th September, 2014 to 26th September, 2014 in your Company.

During the fortnight, competition of Rajbhasha Niti Gyan, Hindi Essay Writing and Hindi debate were organized. Necessary help material like Dictionaries & Technical glossaries were made available to all the officers/ employees to motivate them to do their official work in Hindi.

11. EXTRACT OF ANNUAL RETURN {PURSUANT TO SECTION 134 (a) OF THE COMPANIES ACT, 2013}

As per provisions of the Companies Act, 2013, an Extract of Annual Return has been prepared and appended as **ANNEXURE –V** which form part of this report.

12. NUMBER OF MEETINGS OF THE BOARD {PURSUANT TO SECTION 134 (3) (b) OF THE COMPANIES ACT, 2013}

During the year under review, five meetings of the Board of Directors of the Company were conducted. For further details, please refer report on corporate governance included with the Annual Report.

13. DIRECTORS' RESPONSIBILITY STATEMENT {PURSUANT TO SECTION 134 (3) (c) OF THE COMPANIES ACT, 2013}

As per Section 134 (5) of the Companies Act, 2013, your Directors state:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS U/S 149 (6) OF COMPANIES ACT, 2013 {PURSUANT TO SECTION 134 (3) (d) OF THE COMPANIES ACT, 2013}

During the year under review the Independent Director of your Company has furnished declaration u/s 149 (7) of the Companies Act, 2013.

15. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178 {PURSUANT TO SECTION 134 (3) (e) OF THE COMPANIES ACT, 2013}

Ministry of Corporate Affairs vide its notification no. G.S.R. 463(E) dated 5th June, 2015 exempted Government Company from provision of Section 134 (3) (e) of Companies Act, 2013.

16. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE—

- (I) BY THE AUDITOR IN HIS REPORT; AND
- (II) BY THE COMPANY SECRETARY IN PRACTICE IN HIS SECRETARIAL AUDIT REPORT;
{PURSUANT TO SECTION 134 (3) (f) OF THE COMPANIES ACT, 2013}

The Comptroller and Auditor General of India appointed M/s ATJ & Associates, Chartered Accountants, New Delhi as the Statutory Auditors of the Company under section 139 of the Companies Act, 2013 for the financial year 2014-15.

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made—

- (i) by the auditor in his report
The observations of the Auditors and related notes on accounts are self-explanatory and do not require any further clarification. There is no qualification, reservation, adverse remark or disclaimer by the statutory auditor of the Company.
- (ii) by the company secretary in practice in his secretarial audit report:
Since your Company doesn't meet the requisite criteria mentioned u/s 204 read with Rule 9 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, requirement of secretarial audit is not applicable on your Company.

17. COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA

The Comptroller and Auditor General of India (CAG) decided not to conduct the supplementary audit of the financial statements of your Company and as such have no comments to make under section 143(6)(b) of the Companies Act, 2013.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 {PURSUANT TO SECTION 134 (3) (g) OF THE COMPANIES ACT, 2013}

During the year under review, your Company has not provided any loan, guarantees or investment u/s 186 the Companies Act, 2013.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 IN THE PRESCRIBED FORM; {PURSUANT TO SECTION 134 (3) (h) OF THE COMPANIES ACT, 2013}

During the year under review, your company has not entered into any contract or arrangements with related parties referred to in section 188 (1) of the Companies Act, 2013.

20. THE AMOUNTS PROPOSED TO CARRY TO ANY RESERVES {PURSUANT TO SECTION 134 (3) (j) OF THE COMPANIES ACT, 2013}

No amount is proposed to transfer to reserve during the year

21. THE AMOUNT RECOMMENDED TO BE PAID BY WAY OF DIVIDEND {PURSUANT TO SECTION 134 (3) (k) OF THE COMPANIES ACT, 2013}

No dividend was recommended by the Board of Directors of your Company.

22. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE

AND THE DATE OF THE REPORT {PURSUANT TO SECTION 134 (3) (I) OF THE COMPANIES ACT, 2013}

Tenure of Shri R. R. Prasad, Independent Director of your Company has come to an end on 24th April, 2015 and has not been further extended by the MIB.

Consequent upon the acceptance of the resignation tendered by Shri K. Subramanian, CMD of your Company by the President of India, Shri K. Subramanian has been relieved of his duties as CMD, BECIL w.e.f. 27.08.2015 (A.N.). Shri George Kuruvilla, Director (O&M), BECIL has been assigned additional charge of the post of CMD, BECIL w.e.f. 27th August, 2015 (A.N.) till the regular incumbent is posted.

23. THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO {PURSUANT TO SECTION 134 (3) (M) OF THE COMPANIES ACT, 2013}

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Efforts are being made to minimise the energy conservation and to adopt new technologies to reduce consumption of energy.

FOREIGN EXCHANGE EARNINGS AND OUTGO OF YOUR COMPANY DURING THE YEAR UNDER REVIEW ARE AS FOLLOWS:

Foreign Exchange outflow

| | |
|---|--------------------------|
| Payment for Equipment, Material, Job Work and Labour (Inclusive of Turnkey Projects): | Rs. 1722.91 Lakhs |
| Travelling - Director | Rs. 0.98 Lakhs |
| Travelling- Others | Rs. 11.25 Lakhs |
| Total : | Rs. 1735.14 Lakhs |

Foreign Exchange Inflow

| | |
|----------------|-----------------|
| Other Income : | Rs. 32.90 Lakhs |
|----------------|-----------------|

24. A STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK, IF ANY, WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY; {PURSUANT TO SECTION 134 (3) (n) OF THE COMPANIES ACT, 2013}

Your Company has taken steps to develop and implement risk management policy for the Company which is under process.

25. THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR; {PURSUANT TO SECTION 134 (3) (o) OF THE COMPANIES ACT, 2013}

During the year under review, your Company has spent a sum of Rs.4.51 Lakhs for establishing & maintenance of Community Radio Stations under corporate social responsibility.

26. PARTICULARS OF EMPLOYEES PURSUANT TO RULE 5(2) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

None of the employees of the company has received remuneration in excess of the limits prescribed in Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

27. COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE {PURSUANT TO SECTION 135 (2) OF THE COMPANIES ACT, 2013}

The Board of Directors of your Company in its 92nd Board Meeting held on 28th January, 2014 has constituted 'CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY COMMITTEE' consisting of Shri R. R. Prasad

(Independent Director), Shri K. Subramanian (Chairman & Managing Director) and Shri George Kuruvilla {Chairman & Managing Director (I/C)}.

28. DISCLOSURE OF CONTENT OF CORPORATE SOCIAL RESPONSIBILITY POLICY {PURSUANT TO SECTION 135 (4) OF THE COMPANIES ACT, 2013}

The Board of Directors of your Company in its 70th Board Meeting held on 14th December, 2010 has approved the Corporate Social Responsibility Policy of your Company. However Considering the Changes took place after enactment of Companies Act, 2013 and issuance of Guidelines on Corporate Social Responsibility and Sustainability for CPSEs w.e.f. 01.04.2014, the policy is under review and being updated.

Following is the possible areas of activities under CSR (The list is indicative and not exhaustive):

- Establishment Community Radio Station
- Imparting Vocational and Specialized Training
- Evolving of safety standard for RF, exposure/impact on human beings.
- Use of non conventional energy sources.
- Green Buildings for broadcasting setups.
- Solar Lighting System.
- Relief to victims of Natural Calamities like earth-quake, cyclone, drought & flood situation in any part of the country.
- Promotions of Art & Culture.
- Promotions of Sports and Games.
- Disaster Management Activities including those related to amelioration/ mitigations.
- Activities relating to the preservation of the Environment / Ecology and to Sustainable Development in which Activities.
- Scholarship to meritorious students belongs to SC, ST, OBC and disabled categories.
- Nature education workshop's in the vicinity of natural world heritage sites of India.
- Any other activity deemed necessary.

29. COMPOSITION OF AUDIT COMMITTEE {PURSUANT TO SECTION 177 (8) OF THE COMPANIES ACT, 2013}

The Board of Directors of your Company in its 77th Board Meeting held on 4th June, 2012 has constituted '**AUDIT COMMITTEE**' consisting of Shri R. R. Prasad (Independent Director), Shri K. Subramanian (Chairman & Managing Director) and Shri I. S. Mehla (then Director O&M) substituted by Shri George Kuruvilla who was appointed in place of Shri I. S. Mehla as Director (O&M) w.e.f. 31st January, 2014.

During the year under review, all the recommendations of the Audit Committee were accepted by the Board

30. VIGIL MECHANISM {PURSUANT TO SECTION 177 (10) OF THE COMPANIES ACT, 2013}

With a view to establish mechanism for employees to report to the management concerns about unethical behaviour, actual or suspected fraud, or violation of the Company's General guidelines on conduct or ethics policy, the Board of Directors of your Company in its 92nd Board Meeting held on 28th January, 2014 approved Whistle Blower Policy of the Company.

This mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

31. VIGILANCE ACTIVITIES

Vigilance Section in your Company has been regularly issuing norms and guidelines as per direction by the Central Vigilance Commission, Department of Public Enterprises and Ministry of Information & Broadcasting regarding measures to strengthen all aspects of preventive vigilance for compliance in your Company.

Periodical returns are being submitted regularly to Central Vigilance Commission, Central Bureau of Investigation and Ministry of Information & Broadcasting and inquiries are properly and promptly attended besides, surprise checks/inspections are carried out from time to time and constant vigil is kept.

32. POLICY ON REMUNERATION OF SENIOR MANAGEMENT AND OTHER EMPLOYEES

Your Company has Personnel Manual duly approved by the Board of Directors of the Company which is applicable on the regular employees of your Company.

33. ACKNOWLEDGEMENTS

The Board places on record its sincere appreciation towards the Company's customers/clients for their support and confidence reposed by them in the organization and look forward to the continuance of this relationship in future.

The Board is also thankful to the Comptroller & Auditor General of India and the Statutory Auditors for their constructive suggestions and co-operation.

The Board also acknowledges the support and guidance received from Government of India, Ministry of Information & Broadcasting and other concerned Government departments/agencies at the Central and State level for supporting the operation plans of the Company.

For and on behalf of the Board of Directors

Sd/-

(George Kuruvilla)

Chairman & Managing Director (I/C)

Place: Noida

Date : 23rd September, 2015

ANNEXURE-I TO THE DIRECTORS REPORT

REPORT ON CORPORATE GOVERNANCE

1. A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON GUIDELINES ON CORPORATE GOVERNANCE

The Company recognises the significance of Corporate Governance to ensure the transparency in operation of the Company and therefore it is committed to follow the best Corporate Governance norms. The Company has been continuously endeavouring to enhance the level of Corporate Governance in its day to day operation. The Company's philosophy on Corporate Governance is to ensure transparency by providing disclosures to all its stakeholders.

2. BOARD OF DIRECTORS:

i. Composition and category of Directors:

Being a Public Sector Undertaking, all the Directors of the Company are appointed by Government of India. Articles of Association of the Company states that number of Directors shall not be less than three and more than nine. The Directors are not required to hold any qualification shares. The Board has mix of official and non-official Directors.

As on 31st March, 2015 following was the composition and category of Directors in the Company:

- One Chairman & Managing Director,
- One Whole Time Director,
- Two Government Nominee Directors and
- One Non-Official Director.

As per DPE Guidelines, for a Company like BECIL, at least one-third of the Board Members should be Independent Directors. The Directors are appointed by the Government of India. The Company is pursuing for appointment of requisite number of Independent Directors on the Board of Directors of the Company.

ii. Attendance of each Director at the Board meetings and the last AGM:

Following are the detail of attendance of each Director at the Board Meeting and the last AGM:

| Name of the Directors | Designation | Attendance Particulars | |
|-------------------------------------|------------------------------|------------------------|-----------------------------|
| | | Board Meeting | Last Annual General Meeting |
| Shri K. Subramanian | Chairman & Managing Director | 3 | No |
| Shri George Kuruvilla | Director (O&M) | 5 | Yes |
| Ms. Supriya Sahu (upto 22.10.2014) | Govt. Nominee Director | 3 | Yes |
| Shri Punit Kansal (upto 29.12.2014) | Govt. Nominee Director | 1 | NA |
| Shri Raju Sharan (upto 27.02.2015) | Govt. Nominee Director | 4 | Yes |
| Shri V.K. Choubey (from 25.03.2015) | Director (Govt. Nominee) | NA | NA |
| Shri R. R. Prasad | Independent Director | 5 | Yes |

iii. Number of Board meetings held, dates on which held

There were 5 Board Meetings during the financial year 2014-15. The details of the Board Meetings are as under:

| S. No. | Date of Meeting | Place | Board Strength | No. of Directors present |
|--------|-----------------|-----------|----------------|--------------------------|
| 1. | 6th May, 2014 | New Delhi | 5 | 4 |
| 2. | 30th June, 2014 | New Delhi | 5 | 4 |
| 3. | 6th Aug., 2014 | New Delhi | 5 | 5 |
| 4. | 10st Oct., 2014 | New Delhi | 5 | 3 |
| 5. | 17th Feb., 2015 | New Delhi | 5 | 5 |

iv. Appointment of new Director :

During the financial year 2014-15 Shri Puneet Kansal and Shri V. K. Choubey have been appointed as Director (Government Nominee) of the Company w.e.f. 29.12.2014 and 25.03.2015 respectively. Further nomination of Ms. Supriya Sahu and Shri Raju Sharan has been withdrawn by the Ministry of Information & Broadcasting w.e.f. 22.10.2014 and 27.02.2015 respectively.

Shri Puneet Kansal and Shri V. K. Choubey do not hold directorship in any Company except BECIL.

3. AUDIT COMMITTEE:

i. Brief description of terms of reference

During the year under review, there was only one Independent Director; therefore the composition of the Audit Committee was not in accordance with the Guidelines of Department of Public Enterprises.

ii. Composition, name of members and Chairperson

Following was the composition of the audit Committee during the FY 2014-15:

- Shri R. R. Prasad - Chairman
- Shri K. Subramanian - Member
- Shri George Kuruvilla - Member

iii. Meetings and attendance during the year

Detail of meeting of Audit Committee during the financial year 2014-15 and attendance therein are as under:

| S. No. | Date of Meeting | Name of the members | Category | Attendance |
|--------|---------------------|--------------------------|----------|-------------|
| 1. | 29th April, 2014 | Shri R. R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |
| 2. | 18th June, 2014 | Shri R. R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |
| 3. | 25th August, 2014 | Shri R. R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri I. George Kuruvilla | Member | Not Present |
| 4. | 3rd September, 2014 | Shri R. R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |
| 5. | 29th December, 2014 | Shri R. R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |
| 6. | 20th February, 2015 | Shri R.R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |
| 7. | 11th March, 2015 | Shri R.R. Prasad | Chairman | Present |
| | | Shri K. Subramanian | Member | Present |
| | | Shri George Kuruvilla | Member | Present |

The Audit Committee also invited the concerned executives, as it considers appropriate including head of the finance department, to be present at the meetings of the Committee.

The Audit Committee of the Company has following roles and responsibilities:

- a) Oversight of company's financial reporting process and disclosure of its financial information to ensure that financial statement is correct, sufficient and credible.
- b) Recommending to the Board for fixation of audit fees.
- c) Approval of payment of statutory auditors
- d) Reviewing, with the management, the annual financial statement before submission to the Board.
- e) Review of quarterly financial statement before submission to the Board.
- f) Review with the management, performance of internal auditors and adequacy of the internal control systems.

- g) Reviewing the adequacy of internal audit function.
- h) Discussion with auditors any significant finding.
- i) Review of findings
- j) Discussion with statutory auditors before audit commences, about nature and scope of audit as well as post audit discussion to ascertain any area of concern.
- k) Review functioning of Whistle Blower Mechanism.
- l) Review all related party transactions.
- m) Review follow up action up audit observation.

4. REMUNERATION COMMITTEE:

i. Brief description of terms of reference

As per guidelines of Department of Public Enterprises, the Company has constituted Remuneration Committee during the financial year 2012-13 to decide the Performance Related Pay and Policy for its distribution across the executives and non unionized supervisors, within the prescribed limits and to discharge all other function as may be decided from time to time. The composition of remuneration committee is as per the Guidelines on Corporate Governance 2010 issued by Department of Public Enterprises.

ii. Composition, name of members and Chairperson

Following is the composition of the Remuneration Committee as on 31.03.2015:

Shri R. R. Prasad- Chairman
Shri Puneet Kansal- Member
Shri V.K. Choubey- Member

iii. Meetings and attendance during the year

Detail of meeting of Remuneration Committee during the financial year 2014-15 and attendance therein are as under:

| S. No. | Date of Meeting | Name of the members | Category | Attendance |
|--------|-----------------|--|------------------------------|-------------------------------|
| 1. | 8th July, 2014 | Shri R.R. Prasad Ms. Supriya Sahu Shri Raju Sharan | Chairman Member Member | Present Present Present |

iv. Remuneration policy/Details of remuneration to all the Directors

There is no pecuniary relationship or transactions of the Part-time Directors vis-à-vis the Company except sitting fees to the Independent Director. The part-time official directors nominated on the Board by the Government of India do not draw any remuneration from the Company for their role as Director. The sitting fees fixed for part-time (non official) Independent Directors of the Company during the financial year 2014-15 was Rs. 8,000/- per meeting attended by them as fixed by the Board of Directors of the Company in its meeting held on 9th May, 2013. None of the Directors are holding any shares in the Company. The Whole-Time Functional Directors including the Chairman and Managing Director are appointed by the Government of India and are being paid remuneration as per the terms of their appointment.

The details of remuneration paid to the Whole-Time Functional Directors during the financial year 2014-15 are as under:

(Amount in Rs.)

| S. No. | Name of Director | Gross Salary | Other Benefits | Performance Related Pay | Stock Option | Total |
|--------|--------------------------|--------------|----------------|-------------------------|--------------|-------------|
| 1. | Shri K. Subramanian | 24,48,363/- | - | - | - | 24,48,363/- |
| 2. | Shri K. George Kuruvilla | 24,30,623/- | - | - | - | 24,30,623/- |

5. GENERAL BODY MEETINGS:

i. **Date, Time and Venue of the last three AGMs of the Company are as under:**

| AGM | YEAR | DATE | TIME | VENUE |
|------|---------|------------|-----------|--|
| 17th | 2011-12 | 27.09.2012 | 1100 Hrs. | 56-A/17, Block C, Sector 62, Noida-201 301, (UP) |
| 18th | 2012-13 | 24.09.2013 | 1030 Hrs. | 56-A/17, Block C, Sector 62, Noida-201 301, (UP) |
| 19th | 2013-14 | 04.07.2014 | 1000 Hrs. | 56-A/17, Block C, Sector 62, Noida-201 301, (UP) |

ii. **Whether any special resolutions passed in the previous three AGMs**

No special resolution was passed in the previous three AGMs.

6. DISCLOSURES:

i. **Disclosures on materially significant related party transactions that may have potential conflict with the interests of company at large.**

Details of transactions between the Company and its Key Managerial Personnel during the year 2014-15 are given in Point no. 28 of the Notes on Financial Statement of the Company for the year ended 31st March, 2015. These transactions do not have any potential conflict with the interests of the Company at large.

ii. **Items of expenditure debited in books of accounts, which are not for the purposes of the business.**

No expenditures were debited in the Books of Accounts during the financial year 2014-15 which are not for the purposes of the Business.

iii. **Expenses incurred which are personal in nature and incurred for the Board of Directors and Top Management.**

No expenses had been incurred which were personal in nature and incurred for the Board of Directors and the top management.

iv. **Details of Administrative and office expenses as a percentage of total expenses vis-a-vis financial expenses and reasons for increase. reasons for increase.**

(₹ In Lacs)

| S. No. | Particulars | 2014-15 (Rs. In Lacs) | 2013-14 (Rs. In Lacs) | 2014-15 (%) (As percentage of total expenditure) | 2013-14 (%) (As percentage of total expenditure) |
|--------|--------------------------------|--------------------------|--------------------------|--|--|
| 1. | Total Expenses | 8,881.52 | 7,210.84 | | |
| 2. | Administrative and Office Exp. | 873.90 | 994.19 | 9.84 | 13.79 |
| 3. | Finance Cost | 520.92 | 410.31 | 5.87 | 5.69 |

Reason for increase of Administrative and Office Expenses:

During the year under review, the Administrative and Office Expenses has declined by 12%.

Reason for increase of Finance Cost:

During the year under review, the finance cost has increased due to non-realisation of debts from some of the major customers.

7. MEANS OF COMMUNICATION:

The Company communicates with its shareholders through its Annual Report, General Meetings and disclosures through website. The Company does not publish its quarterly results. However, the audited annual financial results are displayed on its website at www.becil.com. Information and latest updates on Tenders/EOIs, details of tenders/contracts awarded, press releases, mission and objectives of the Company can be accessed at Company's website.

8. COMPLIANCE CERTIFICATE :

A Certificate from a practicing Company Secretary regarding Compliance of the conditions of Corporate Governance in accordance with the guidelines issued by the Department of Public Enterprises forms the part of the Annual Report.

Place: Noida
Date: 23rd September, 2015

Sd/-
(George Kuruvilla)
Chairman & Managing Director(I/C)

ANNEXURE -II TO THE DIRECTORS REPORT**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Rapid advances in technology in the field of electronics and allied sciences are acting as a driving force for change in Media and Entertainment industry all over the world. These advances are not only creating opportunities for the industry but are also posing challenges for it, as has been evident from the focus at the various events that have been taking place in the area of media and entertainment industry. One of the major challenges before the industry has been the continuing blending of IT and internet technologies with media and internet. Besides the challenge of such a blending, another challenge has been the emphasis on enhancing the quality of content throughout the entire content workflow. It has, however, been a matter of great satisfaction that industry has been able to meet the challenges and grow at a steady rate in various areas whose relative importance in terms of commercial interests of business may have been changing over the years. The consultancy and knowledge based organizations have, therefore, to keep an eye on the changing needs of industry and gear themselves suitably to take maximum advantage of the growth of the industry.

1. GLOBAL SCENARIO

BBS Broadcast Industry Global Trend Index 2014 is fairly indicative of the relative commercially important industry trend. According to its findings, Multi-Platform Content Delivery (MPCD) is considered by the respondents to be the industry trend that they consider most important commercially to their business over the next ten years. The other areas which have been ranking quite high since 2009 have been file-based/tapeless workflows; IP networking and content delivery; and transition to 'HD TV operations' even though their relative positions have shifted dramatically from year to year. For example, 'HD TV operations' was ranked as # 1 in 2009, but it has come down to #5 in 2014. Similarly MPCD was ranked #4 in 2009 but it has risen to # 1 in 2014. According to 2014 index, the 13 areas in order of their ranking are as follows:

- Multi-platform content delivery
- IP networking & content delivery
- File based/ tapeless workflows/
- 4K/UHD
- Cloud computing
- Transition to HD TV operations
- Improvements in compression efficiency
- Video-on-demand
- Move to automated workflows
- Targeted advertising
- Remote production
- Centralized operations
- Analog switch off

2. INDIAN SCENARIO

The Indian Media and Entertainment industry, of which Broadcasting is an important segment, has been making high growth strides. The industry has largely been driven by increasing digitization and higher internet usage over the last ten years. According to various surveys, internet has almost become a mainstream media for entertainment for most of the people in the country. According to FICCI-KMPG report, Indian market is poised to grow at a CAGR of 13.9 per cent, to grow from INR 102 billion in 2014 to reach INR 164 billion by 2019 –a growth rate that is almost double of the global media and entertainment industry.

In the media sector, digital media continued its rapid penetration with digital advertising showing a growth rate of 44.5 per cent in 2014 over 2013. One of the major highlights in 2014 was the announcement of “digital India-A programme to transform India into a digitally empowered society and knowledge economy”. Another highlight was the record number of increase in internet connections in 2014.

As far as broadcasting is concerned, digitization of Cable TV networks has remained an important area with the government, which has now extended the deadlines for Phase III and IV of DAS implementation to 31 December 2015 and 31 December 2016 respectively. It is hoped that these targets would be met and availability of set-top boxes will not come in the way of meeting the targets. On the radio side, the auctioning process for 135 private channels at the 69 existing centers has been initiated, which will be followed up with the auction of the remaining channels to complete the offer of 839 private FM channels and bringing 226 new cities under the ambit of private FM broadcasting. Allotment of these channels and the work of bringing up of such a large number of channels is going to be the major activity for the radio industry as well as for BECIL.

On the television side, the industry in India is estimated at INR 475 billion in 2014 and is expected to grow at a CAGR of 15.5 per cent to reach INR 975 billion in 2019. The thrust on the television side has been on satellite broadcasting with increase in the number of satellite channels with their accompanying High Definition studio systems. There has also been a spurt of activity in the area of monitoring of various TV channels and establishments of teleports. Digitization of Cable TV networks and implementation of DAS has been an area of great activity during the year and is going to continue during 2015 with full vigour. With the continuing thrust on digitization, new opportunities are knocking at the door of the industry in terms of development and production of set-top-boxes, and setting up of High Definition Production systems.

3. OPPORTUNITIES FOR BECIL

The growth of the Indian Media and Entertainment industry, as projected by FCCI-KMPG report to grow at a rate that is almost double of its global counterpart, throws open lot of opportunities for BECIL, some of which are as follows:

- Multi channel FM transmitting systems
- Digital radio studios for new FM channels
- Monitoring systems for radio and TV channels
- Satellite TV systems
- High Definition TV production systems
- State level TV channels on the lines of Rajya Sabha and Lok Sabha channels
- CCTV and Surveillance Access systems.
- Cellular Communication Analysis
- Digital Signal Processing
- Digital Archives

In addition to the domestic market, quite sizable opportunities exist for BECIL in overseas markets of African countries and that of the Middle East in various areas of radio and television. These opportunities consist of not only executing their projects but also in planning for their networks in the country.

4. BECIL'S STRENGTHS AND WEAKNESSES

BECIL is a Public Sector Enterprise which bestows on it certain advantages over the other similar private consultancy firms but on the other hand also places it in certain disadvantages in the matter of its operations. With this background, the strengths and weaknesses of BECIL are broadly enumerated below:

Strengths:

- Functional autonomy for quick decisions / financial clearances
- Rich experience and proven track-record in project execution
- Fast mobilization and deployment of experts and project personnel for speedy execution of projects
- Efficient work flow, Periodic Review / Monitoring and fast response mechanism
- Customized solutions with flexible approach to meet client requirements.

Weakness:

- Bound by the rules and regulations of a Public Sector Enterprise
- High recurring expenditure
- Limited opportunities in the Broadcast Engineering Sector, due to the situation wherein the Original Equipment Manufacturers or their representatives have started System Integration activities at a very competitive price.

5. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Segment-wise reporting has been detailed in Notes 39 of Notes on Financial Statements.

6. RISKS AND CONCERNS

Volatility of the industry growth and dependency on specific clients are risk elements for the Company.

7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

With a view to maintain environments that encourage incorruptibility and deter fraudulent activities by management and employees, the Company has formulated internal control system within the organization. By performing a periodic assessment, management assures that internal control activities have not become obsolete or ineffective. The management continuously endeavors to enhance the scope of the internal control system to make them adequate and commensurate with the size of the Company. In this regard the Company has constituted an Audit Committee and has also engaged Chartered Accountants Firm to conduct internal audit of the Company.

8. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review BECIL recorded a growth of 18% in its revenue except deposit work as compared to that of last year. However due to decreased revenue from deposit works, total business during the year could increase only by 4%. Further, during the year under review, the finance cost and the cost of depreciation & amortization has increased by 27% and 80%, respectively which resultant into a loss of Rs.138.79 Lakhs. BECIL has re-worked depreciation with reference to the estimated useful lives of fixed assets prescribed under Schedule II the Companies Act, 2013. As a result the charge for depreciation is higher by Rs. 115.19 Lakhs.

BECIL has some major projects in hand for the FY 2015-16 and following years which will help in bringing back the pace of growth of the Company.

9. CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY DEVELOPMENT

During the year under review, the Company has spent a sum of Rs.4.51 Lakhs for establishing & maintenance of Community Radio Stations under corporate social responsibility.

Sd/-
(George Kuruvilla)
Chairman & Managing Director(I/C)

Place: Noida

Date: 23rd September, 2015

ANNEXURE -III TO THE DIRECTORS REPORT

CERTIFICATE ON CORPORATE GOVERNANCE

TO

The Members

Broadcast Engineering Consultants India Limited

CIN: U32301UP1995GOI017744

56-A/17, BLOCK C, SECTOR 62,

NOIDA, UTTAR PRADESH - 201301

We have examined the compliance of provisions of Corporate Governance by Broadcast Engineering Consultants India Limited for the financial year ended on 31st March, 2015 as stipulated in the guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issued by the Department of Public Enterprises, Government of India, vide Office Memorandum Number 18(18)2005-GM - 14th May, 2010.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination carried out is in accordance with the Guidelines on Corporate Governance for Central Public Sector Enterprises. It is neither an audit nor an expression of opinion on the financial statements and/or affairs of the Company. On the basis of all the records, documents, information and explanations provided by the management/officer of the Company we certify that the Company has complied with the provisions of the Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issued by the Department of Public Enterprises, Government of India, vide Office Memorandum Number 18(18)2005-GM dated 14th May, 2010, except our observation as follows:

1. Strength and composition of Board require 2 (two) independent Directors whereas there is only 1 (one) independent director in the Board.
2. The Audit Committee comprising with only one independent Director.

We further state that such compliance is neither an assurance as to the future viability of the Company not the efficiency and effectiveness with which the management has conducted the affairs of the Company.

Place: Noida

Date: 16th September, 2015

For SR & associates | Company Secretaries

Sd/-
(Ravi Bhushan Kumar)
Partner

Certificate of Practice Number of ICSI : 8627
Membership Number of ICSI : ACS 23431

ANNEXURE - IV TO THE DIRECTORS REPORT

AFFIRMATION WITH COMPLIANCE OF CODE OF CONDUCT

Declaration by Chairperson & Managing Director regarding compliance with the Code of Conduct by Board members and senior management during FY 2014-15.

I, George Kuruvilla, Chairman & Managing Director (I/C), BECIL, do hereby declare on the basis of affirmation received from the concerned Board Members and Senior Management Personnel of the Company that the members of the Board of Directors and the senior Management Personnel have affirmed compliance of the company's Code of Business Conduct and Ethics during the FY 2014-15.

Place: Noida

Date: 23rd September, 2015

Sd/-
(George Kuruvilla)
Chairman & Managing Director (I/C)

ANNEXURE - V TO THE DIRECTORS REPORT

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

| | | |
|----|--|--|
| 1. | CIN | U32301UP1995GOI017744 |
| 2. | Registration Date | 24th March, 1995 |
| 3. | Name of the Company | BROADCAST ENGINEERING CONSULTANTS INDIA LTD. |
| 4. | Category/Sub-category of the Company | GOVERNMENT COMPANY |
| 5. | Address of the Registered office & contact details | C-56, A/17, SECTOR-62, NOIDA-201301, UP |
| 6. | Whether listed company | NO |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | NA |

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 roduct/service | % to total turnover of the company |
|-------|---|--------------------------------|------------------------------------|
| 1. | TELECOMMUNICATION, BROADCASTING AND INFORMATION SUPPLY SERVICES | 9984 | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

(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 roduct/service | % to total turnover of the company |
|-------|---|--------------------------------|------------------------------------|
| 1. | TELECOMMUNICATION, BROADCASTING AND INFORMATION SUPPLY SERVICES | 9984 | 100% |

**VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding**

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2014] | | | | No. of Shares held at the end of the year [As on 31-March-2014] | | | | % Change during the year |
|---|--|----------|----------|-------------------|--|----------|----------|-------------------|--------------------------|
| | De mat | Physical | Total | % of Total Shares | De mat | Physical | Total | % of Total Shares | |
| A. Promoter s | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| b) Central Govt | Nil | 1,36,500 | 1,36,500 | 100% | Nil | 1,36,500 | 100% | Nil | 0% |
| c) State Govt(s) | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| d) Bodies Corp. | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| e) Banks / FI | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| f) Any other | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total shareholding of Promoter (A) | Nil | 1,36,500 | 1,36,500 | 100% | Nil | 1,36,500 | 1,36,500 | 100% | Nil |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| b) Banks / FI | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| c) Central Govt | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| d) State Govt(s) | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| e) Venture Capital Funds | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| f) Insurance Companies | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| g) FIs | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| h) Foreign Venture Capital Funds | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| i) Others (specify) | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Sub-total (B)(1):- | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| 2. Non-Institutions | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| a) Bodies Corp. | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| i) Indian | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| ii) Overseas | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| b) Individuals | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |

| | | | | | | | | | |
|--|-----|----------|----------|------|-----|----------|----------|------|-----|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| c) Others (specify) | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Non Resident Indians | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Overseas Corporate Bodies | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Foreign Nationals | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Clearing Members | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Trusts | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Foreign Bodies - D R | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Sub-total (B)(2):- | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| C. Shares held by Custodian for GDRs & ADRs | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Grand Total (A+B+C) | Nil | 1,36,500 | 1,36,500 | 100% | Nil | 1,36,500 | 1,36,500 | 100% | Nil |

B) Shareholding of Promoter-

| 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 | The President of India | 1,36,500 | 100% | 0% | 1,36,500 | 100% | 0% | 0% |

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

| Sl. 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 |
| | At the beginning of the year | 1,36,500 | 100% | 1,36,500 | 100% |
| | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): | Nil | Nil | Nil | Nil |
| | At the end of the year | 1,36,500 | 100% | 1,36,500 | 100% |

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GD Rs and AD Rs):**

| Sl. No. | For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | At the beginning of the year | 1,36,500 | 100% | 1,36,500 | 100% |
| 2 | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): | Nil | Nil | Nil | Nil |
| 3 | At the end of the year | 1,36,500 | 100% | 1,36,500 | 100% |

E) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | Shareholding of each directors and each 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 | At the beginning of the year | Nil | Nil | Nil | Nil |
| 2 | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer / bonus/ sweat equity etc.): | Nil | Nil | Nil | Nil |
| 3 | At the end of the year | Nil | Nil | Nil | Nil |

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

| | Secured Loans excluding deposit (Working capital limit) | Unsecured Loans | Deposits | Total Indebtedness |
|---|---|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 14,79,30,286 | Nil | Nil | 14,79,30,286 |
| ii) Interest due but not paid | Nil | Nil | Nil | Nil |
| iii) Interest accrued but not due | Nil | Nil | Nil | Nil |
| Total (i+ii+iii) | 14,79,30,286 | Nil | Nil | 14,79,30,286 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | 11,40,53,683 | Nil | Nil | 11,40,53,683 |
| * Reduction- Principle amount | Nil | Nil | Nil | Nil |
| * Reduction - Interest Accrued but not paid | Nil | Nil | Nil | Nil |
| Net Change | 11,40,53,683 | Nil | Nil | 11,40,53,683 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 26,19,83,969 | Nil | Nil | 26,19,83,969 |
| ii) Interest due but not paid | Nil | Nil | Nil | Nil |
| iii) Interest accrued but not due | Nil | Nil | Nil | Nil |
| Total (i+ii+iii) | 26,19,83,969 | Nil | Nil | 26,19,83,969 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

| Sl. No. | Particulars of Remuneration | Name of MD/WTD/Manager | | Total Amount |
|---------|---|------------------------|-----------------------|--------------|
| | | Shri K. Subramanian | Shri George Kuruvilla | |
| 1. | Gross salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 21,74,881 | 20,33,328 | 42,08,209 |
| | (b) Value of perquisites u/s 17 (2) Income-tax Act, 1961 | Nil | Nil | Nil |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | | | |

| | | | | |
|----|------------------------|--|------------------|------------------|
| 2. | Stock Option | Nil | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil | Nil |
| 4. | Commission | Nil | Nil | Nil |
| | - as % of profit | Nil | Nil | Nil |
| | - others, specify... | Nil | Nil | Nil |
| | Medical reimbursement | Nil | Nil | Nil |
| | Superannuation | Nil | Nil | Nil |
| 5. | Others, please specify | | | |
| | Medical Reimbursement | 69,470 | 20,529 | 89,999 |
| | Contribution of EPF | 1,94,661 | 1,70,333 | 3,64,994 |
| | EL/Gratuity etc | 9,351 | 2,06,433 | 2,15,784 |
| | Total (A) | 24,48,363 | 24,30,623 | 48,78,986 |
| | Ceiling as per the Act | Section 197 does not apply on Government Companies | | |

B. REMUNERATION TO OTHER DIRECTORS:

| Sl. No. | Particulars of Remuneration | Name of Director | Total Amount (Rs.) |
|---------|--|--|--------------------|
| | | Shri R. R. Prasad | |
| 1. | Independent Directors | | |
| | Fee for attending board committee meetings | 1,00,800 | 1,00,800 |
| | Commission | Nil | Nil |
| | Others, please specify | Nil | Nil |
| | Total (1) | 1,00,800 | 1,00,800 |
| 2. | Other Non-Executive Directors | NA | NA |
| | Fee for attending board committee meetings | NA | NA |
| | Commission | NA | NA |
| | Others, please specify | NA | NA |
| | Total (2) | Nil | Nil |
| | Total (B)=(1+2) | 1,00,800 | 1,00,800 |
| | Total Managerial Remuneration | 1,00,800 | 1,00,800 |
| | Overall Ceiling as per the Act | Section 197 does not apply on Government Companies | |

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

| SN | Particulars of Remuneration | Key Managerial Personnel | | | |
|----|---|--------------------------|----|-----|-------|
| | | CEO | CS | CFO | Total |
| 1. | Gross salary | NA | NA | NA | NA |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | | | | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | NA | NA | NA | NA |

| | | | | | |
|-----|--|----|----|----|----|
| (c) | Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | NA | NA | NA | NA |
| 2 | Stock Option | NA | NA | NA | NA |
| 3 | Sweat Equity | NA | NA | NA | NA |
| 4 | Commission | NA | NA | NA | NA |
| 5 | - as % of profit | NA | NA | NA | NA |
| | others, specify... | NA | NA | NA | NA |
| | Others, please specify | NA | NA | NA | |
| | Total | NA | NA | NA | NA |

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 | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| B. DIRECTORS | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

(George Kuruvilla)
Chairman & Managing Director (I/C)

Place: NOIDA

Date: 23rd September, 2015

ATJ & ASSOCIATES
Chartered Accountant

204, Mandir Commercial Complex, Masjid Mod, South Extension, Part-II, New Delhi-110049

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED

Report on the financial Statements

We have audited the accompanying financial statements of **BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and Notes to Financial statements comprising of a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The Board of Directors are responsible for 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; 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.

Auditor's Responsibility

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

While conducting the Audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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 and presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b) In the case of the Statement of Profit & Loss, of the Loss for the year ended on that date; and,

INDEPENDENT AUDITORS' REPORT

- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Other Matter

Without qualifying our report, we draw attention to Note No. 44P to the financial statements that no confirmation of balance of sundry debtors, sundry creditors, loans & advances and security deposits has been obtained by the Company.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the financial statements.
 - (b) In our opinion, proper books of accounts, as required by law, relating to the preparation of the financial statements, have been kept 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 relevant books of account maintained for the purpose of preparation of the financial statement.
 - (d) In our opinion, the aforesaid financial statements comply with 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 31st March 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 1. The Company has disclosed the impact of pending litigations on the financial position of the Company in its consolidated financial statements as on March 31, 2015.
 2. The Company is an unlisted enterprise and therefore the requirement of clause (c) of Rule 11 of Companies (Audit and Auditors) Rules regarding opinion on delay in transferring amounts to investor Education and Protection fund is not applicable to the Company.
3. As required by Section 143(5) of the Companies Act 2013, on the basis of the written representations received from the management and in our opinion we report that :
 - i) The Company has not been selected for disinvestment.
 - ii) There are no cases of waiver/write off of debts/loan/interest etc.
 - iii) The Company is maintaining proper records for inventories lying with the third parties. No assets have been received as gift from Government or other Authorities during the year under audit.
 - iv) The Company has reviewed all the claims against the Company not acknowledged as debt, including but not limiting to legal cases, and confirmed that in no cases any provision is required to be created in terms of provisions of Accounting Standard 29 of the Institute of Chartered Accountants of India. The delays in pending of legal and arbitration cases are for the reasons beyond the control of the management. The company has spent Rs. 6,49,648/- on legal cases and we have reviewed these expenses to ascertain the above position.

For **A T J & Associates**
Chartered Accountants
(Firm Registration No. 008648N)

sd/-
Jagvinder Bir Singh
Partner
M. No. 086787

Place : New Delhi
Date : 18 August, 2015

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirement's section of our report of even date)

- (i) In respect of the fixed assets of the Company:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. In our opinion the frequency of such verification is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification.
- (ii) In respect of the inventories of the Company:
- (a) The inventory has been physically verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained u/s 189 of the Companies Act.
- (iv) In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and the sale of goods and services. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have been informed of continuing failure to correct major weaknesses in the aforesaid internal control system during the course of our audit.
- (v) The Company has not accepted any deposits. Therefore, the directives issued by the Reserve Bank of India, and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed thereunder are not applicable.
- (vi) According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under Section 148 of the Companies Act, in respect of services carried out by the Company, therefore, provisions of clause 3(vi) of the order are not applicable to the Company.
- (vii) According to the information and explanation given to us in respect of statutory dues:
- (a) The Company is generally regular in depositing the undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) Details of dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value added Tax and Cess which have not been deposited as on 31 March, 2015 on account of disputes are given below:

| Description | Forum | Period | Amount Involved (₹) |
|---|---|---------|------------------------|
| Income Tax | CIT (Appeals) | 2004-05 | 1,70,060/- |
| Income Tax | CIT (Appeals) | 2011-12 | 10,24,333/- |
| Sales Tax (Noida) | Deputy Commissioner (Trade & Taxes, Noida) | 2004-05 | 28,67,735/-* |
| *Total liability is Rs. 1,15,03,813/-, Amount Paid is Rs. 86,36,078/- | | | |

- (c) Since the Company is a Government Company, clause 3(vii)(c) of this order is not applicable to the Company.

- (viii) In our opinion, and according to the information and explanation given to us, the Company does not have accumulated losses as at 31 March, 2015. The Company has not incurred cash loss during the financial year and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, and on the basis of our examination of the books of account, the Company has not defaulted in the repayment of dues to the financial institutions and banks. The company has not issued any debentures.
- (x) As per information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not obtained any term loans during the financial year.
- (xii) During the course of our examination of the books of account and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have

For **A T J & Associates**
Chartered Accountants
(Firm Registration No. 008648N)

Place : New Delhi
Date : 18 August, 2015

sd/-
Jagvinder Bir Singh
Partner
M. No. 086787

ANNUAL ACCOUNTS

1st April, 2014 - 31st March, 2015

BALANCE SHEET AS AT 31st MARCH, 2015

| PARTICULARS | Note No. | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|----------|---|--|
| EQUITY AND LIABILITIES | | | |
| Shareholder's Funds | | | |
| Share Capital | 3 | 136,50,000 | 136,50,000 |
| Reserves & Surplus | 4 | <u>2023,51,021</u> | <u>2163,79,001</u> |
| | | 2160,01,021 | 2300,29,001 |
| Non-current Liabilities | | | |
| Other Long Term Liabilities | 5 | 1377,08,097 | 532,81,787 |
| Long Term Provisions | 6 | 144,92,895 | 113,34,620 |
| | | <u>1522,00,992</u> | <u>646,16,407</u> |
| Current Liabilities | | | |
| Short Term Borrowings | 7 | 2619,83,969 | 1479,30,286 |
| Trade Payable | | 4545,98,640 | 4646,03,525 |
| Other Current Liabilities | 8 | 3757,79,574 | 3138,66,520 |
| Short Term Provisions | 9 | 14,50,084 | 58,48,785 |
| | | <u>10938,12,267</u> | <u>9322,49,116</u> |
| | | 14620,14,280 | 12268,94,524 |
| TOTAL ASSETS | | | |
| Non-current assets | | | |
| Fixed Assets | 10 | | |
| - Tangible Assets | | 1236,76,918 | 1455,58,030 |
| - Intangible Assets | | 76,474 | 1,74,549 |
| Deferred Tax Assets (Net) | 11 | 456,03,619 | 337,63,169 |
| Other Non-Current Assets | 12 | <u>3782,82,026</u> | <u>4286,17,017</u> |
| | | 5476,39,037 | 6081,12,765 |
| Current Assets | | | |
| Inventories | 13 | 430,02,056 | 145,73,213 |
| Trade Receivable | 14 | 5936,34,002 | 3407,14,792 |
| Cash and Cash equivalents | 15 | 1670,67,530 | 1415,26,354 |
| Short Term loans and advances | 16 | 1067,43,145 | 1129,32,224 |
| Other Current Assets | 17 | <u>39,28,510</u> | <u>90,35,176</u> |
| | | 9143,75,243 | 6187,81,759 |
| | | 14620,14,280 | 12268,94,524 |
| Significant Accounting Policies | | | |
| | 2 | The accompanying notes from 1 to 46 are integral part of the financial statements. | |
| As per our Report of even date attached | | | |
| For ATJ & Associates Chartered Accountants Firm Regn. No. 08648N | | Sd/- (Awadhesh Pandit) Asstt General Manager (Finance) | |
| Sd/- (Jagvinder Bir Singh) Partner M.No. 086787 | | For and on behalf of Board of the Directors | |
| Place : New Delhi Dated : 18.08.2015 | | Sd/- (K.Subramanian) Chairman & Managing Director DIN : 05202929 | Sd/- (George Kuruvilla) Director (O&M) DIN 06829122 |

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH 2015

| PARTICULARS | Note No. | 2014-2015 Amount (in ₹) | 2013-2014 Amount (in ₹) |
|---|----------|----------------------------|----------------------------|
| REVENUE | | | |
| Revenue from Operations | 18 | 7723,16,743 | 7005,98,945 |
| Other Income | 19 | 886,39,655 | 264,74,208 |
| Total Revenue | | 8609,56,398 | 7270,73,153 |
| EXPENDITURE | | | |
| Cost of Material Consumed | 20 | 5735,61,115 | 4826,14,210 |
| Job Work & Related Cost | 21 | 911,57,202 | 768,20,202 |
| Employee Benefits Expenses | 22 | 516,14,342 | 606,70,315 |
| Finance Cost | 23 | 520,91,860 | 410,31,496 |
| Operation Expenses | 24 | 357,75,566 | 387,49,074 |
| Depreciation & Amortisation Expense | 25 | 238,38,493 | 132,16,069 |
| Corporate Social Responsibility, SD Expenses and Research & Development Expenses | | 3,01,124 | 1,32,052 |
| Other Expenses | 26 | 592,81,116 | 78,51,149 |
| Allowance for Doubtful Receivables & Advances | | 5,31,536 | - |
| Total Expenditure | | 8881,52,354 | 7210,84,567 |
| PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS | | (271,95,956) | (59,88,586) |
| Prior Period Adjustment | 27 | (14,77,483) | (8,38,975) |
| PROFIT/(LOSS) BEFORE TAX | | (257,18,473) | 51,49,611 |
| Tax Expense | | | |
| Minimum Alternate Tax | | - | 9,90,00 |
| Minimum Alternate Tax - Credit Entitlement | | - | (9,90,000) |
| Deferred Tax | | (118,40,450) | 39,66,203 |
| | | (118,40,450) | 39,66,203 |
| PROFIT/(LOSS) FOR THE YEAR | | (138,78,023) | 11,83,408 |
| Earning / (Loss) per share - Basic & Diluted (Rs.) | | (102) | 9 |

Significant Accounting Policies 2
The accompanying notes from 1 to 46 are integral part of the financial statements

As per our Report of even date attached

For ATJ & Associates
Chartered Accountants
Firm Regn. No. 08648N

Sd/-
(Jagvinder Bir Singh)
Partner
M.No. 086787

Place : New Delhi
Dated : 18.08.2015

Sd/-
(Awadhesh Pandit)
Asstt General Manager (Finance)

For and on behalf of Board of the Directors

Sd/-
(K.Subramanian)
Chairman & Managing Director
DIN : 05202929

Sd/-
(George Kuruvilla)
Director (O&M)
DIN 06829122

CASH FLOW STATEMENT FOR THE YEAR ENDING 31st MARCH, 2015

| Particulars | For the Year Ending 31st March, 2015 Amount (in ₹) | For the Year Ending 31st March, 2014 Amount (in ₹) |
|--|---|---|
| 1 CASH FROM OPERATING ACTIVITIES | (257,18,473) | 51,49,611 |
| Net Profit(Loss) before Tax | | |
| Add : Losses/Non Cash Expenditure | | |
| Depreciation | 236,19,476 | 131,35,371 |
| Amortization | 2,19,017 | 80,698 |
| Provision for Retirement Benefit | 14,52,450 | 77,88,525 |
| Interest on Overdraft | 391,14,452 | 316,78,517 |
| Loss on Sale of Fixed Assets | - | - |
| Allowance for Doubtful Receivables & Advances | 5,31,536 | - |
| Less : Gain/Non Cash Income | 649,36,931 | 526,83,111 |
| Interest Income | (760,52,035) | (106,14,121) |
| Add/(Less) Changes in Trade Current Assets | | |
| Add/(Less) : (Increase)/Decrease in Inventories | (284,28,843) | 310,21,077 |
| Add/(Less) : (Increase)/Decrease in Trade Receivable | (2529,19,210) | (222,60,049) |
| Add/(Less) : (Increase)/Decrease in Loans & Advances | 61,89,079 | 181,96,396 |
| Add/(Less) : (Increase)/Decrease in other Current Assets | (51,06,666) | (1919,26,045) |
| | (2700,52,308) | (1649,68,621) |
| Add/(Less) : Increase/(Decrease) in other Liabilities | 1598,00,788 | 2727,18,292 |
| Cash Generated from Operation | (1213,66,624) | 1498,18,661 |
| Less : Taxes Paid | 234,94,313 | (1,10,719) |
| Less : Dividend Paid | - | (6,82,500) |
| Net Cash Flow from Operating Activities | (978,72,311) | 1490,25,442 |
| 2 CASH FLOW INVESTING ACTIVITIES | | |
| Interest Income | 760,52,035 | 10,614,121 |
| Purchase of Fixed Assets | (18,59,306) | (120,22,398) |
| Sale of Fixed Assets | - | - |
| Net Cash Used in Investing Activities | (741,92,729) | (14,08,277) |
| 3 CASH FROM FINANCIAL ACTIVITIES | | |
| Secured Loan | (1140,53,683) | (1089,68,723) |
| Interest on Overdraft | (391,14,452) | (316,78,516) |
| Net Cash for Financial Activities | 749,39,231 | (1406,47,239) |
| Net Changes in Cash and Cash Equivalent | 255,41,176 | 121,19,537 |
| Add : Opening Cash and Cash Equivalent | 1415,26,354 | 1294,06,817 |
| Closing Cash and Cash Equivalent | 1670,67,530 | 1415,26,354 |

Note :

- The above Cash Flow Statement has been prepared under the Indirect Method as per Accounting Standard-3 on Cash Flow Statement issued by the Institute of Chartered Accountant of India
- Cash and Cash Equivalents consist of Cash in Hand, Balances with Banks and Fixed Deposits with Bank.

As per our Report of even date attached

For ATJ & Associates
Chartered Accountants
Firm Regn. No. 08648N

Sd/-
(Jagvinder Bir Singh)
Partner
M.No. 086787

Place : New Delhi
Dated : 18.08.2015

Sd/-
(Awadhesh Pandit)
Asstt General Manager (Finance)

For and on behalf of Board of the Directors

Sd/-
(K.Subramanian)
Chairman & Managing Director
DIN : 05202929

Sd/-
(George Kuruvilla)
Director (O&M)
DIN 06829122

NOTES ON FINANCIAL STATEMENTS

1. General Information

Broadcast Engineering Consultants India Limited (the "Company") was set up by the Government of India in March, 1995 as a Government Company under the Companies Act, 2013. The Company was set up for providing project consultancy services and turnkey solutions encompassing the entire gamut of radio and television broadcast engineering, establishment of transmission facilities i.e content production facilities, terrestrial, like satellite and cable broadcasting in India and abroad.

2. Significant Accounting Policies

2.1 Basis of preparation of Financial Statements

The financial statements have been prepared to comply with all material aspects of the notified accounting standards prescribed by the Companies (Accounting Standards) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis of accounting in accordance with Generally Accepted Accounting Principles (GAAP). The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The preparation of the financial statements in conformity with Accounting Principles requires that:

- (i) The management makes estimates and assumptions that affect the reported amounts of assets and liabilities,
- (ii) Disclosure of contingent assets and liabilities as on the date of the financial statements. "

2.2. Revenue/Expenditure Recognition

a) Service/Consultancy Contracts

- (i) Revenue is recognised on the basis of percentage of completion method. If contract envisages a channel or series of activities, the revenue is recognised upto the extent of completion of the activities as per the terms of the agreement/contract.
- (ii) No revenue is recognised/accounted for the incomplete portion of contract when estimate of progress of completion are not available with reasonable accuracy, in such cases, revenue are deferred till the time such estimates of progress of completion are available with reasonable accuracy.

b) Project/Contract

- i) The revenue is recognised on the basis of percentage of completion method as determined by the management only on the basis of estimate of cost and progress of completion, which are available with reasonable accuracy. However, Revenues are not recognised where the work performed/ completed are less than 25% of the total value of the contract.
- ii) Treatment of expenditure on incomplete contracts : Contract in progress against which revenue could not be recognised as estimates or progress of completion are not available with reasonable accuracy or the contract is completed to the extent of less than 25% of the total contract, in such case the expenditure incurred on such contracts are treated as Work in Progress.

2.3 Recording of Sales

Sales are net of Sales tax and freight charges.

2.4 Valuation of Inventories

- i) Stores are valued at cost.
- ii) Stock in trade is valued at cost or net realizable value whichever is lower.
- iii) Work in Progress is valued as follows :
 - a) 100% of the cost of material issued/supplied.
 - b) All other direct expenses attributable to the project/contract till the end of the financial year.
- iv) Stock-in-transit is recognized for goods shipped up to year end.

NOTES ON FINANCIAL STATEMENTS

2.5 Fixed Assets

a) Tangible Assets

- i) Fixed Assets owned by the Company are stated at cost of acquisition less accumulated Depreciation and impairment losses. All costs relating to the acquisition and installation incurred to bring the Fixed Assets into a condition of use are capitalized.
- ii) Depreciation on tangible fixed assets has been provided pro rata for the period of use by the written down value method, over the useful lives prescribed in Schedule II to the Companies Act, 2013.
- iii) Depreciation on additions/deductions is provided from the date of assets being put to use for their intended purpose upto the date of their disposal.
- iv) Assets individually costing below Rs. 5,000/- are fully depreciated during the year they are put to use.
- v) Cost of leasehold land is amortized over the period of lease of 90 Years.

b) Intangible Assets

- i) In respect of the Computer Software not forming integral part of hardware equipments, software development and related expenditure resulting into successful deployment of the developed software is recognised at cost and being amortized over the useful lives prescribed in Schedule II to the Companies Act, 2013.

2.6 Impairment of Assets

- i) The carrying amounts of the assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each balance sheet date.
- ii) An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the profit and loss account.
- iii) An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortization, if no impairment loss had been recognised.

2.7 Allowance for Debts

- i) The value of Trade Receivables on realization in the ordinary course of business will not be less than the value at which these are stated in the Balance Sheet.
- ii) Outstanding debtors are periodically reviewed and allowance is made when a debt becomes doubtful of recovery and full allowance is made on case to case basis outstanding for over 5 years.

2.8 Allowance for doubtful loans & advances

- i) The value of Loans and advances on realization in the ordinary course of business will not be less than the value at which these are stated in the Balance Sheet.
- ii) Loans & advances are periodically reviewed and allowance is made when it becomes doubtful of recovery and full allowance is made on case to case basis outstanding for over 5 years.

2.9 Cash and cash Equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term balances with an original maturity of twelve months or less from the date of acquisitions which are readily convertible into known amounts of cash and be subject to an insignificant risk of change in value.

2.10 Cash Flow Statement

Cash flow statement is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated.

2.11 Employee Benefits

- i) Provident fund and Employee's Family Pension Scheme contributions are accounted for on accrual basis. Liability for Gratuity, Earned Leave, Half pay leave on retirement and Leave Travel Concession are accounted for in

NOTES ON FINANCIAL STATEMENTS

accordance with Actuarial Valuation. The Actuarial Liabilities is determined with reference to employees at the end of each financial year, in compliance with the Accounting Standard AS 15, as prescribed by the Institute of Chartered Accountants of India.

ii) **Medical Rembursement Rules**

For Regular Employee :

- a) All regular employees including officers on deputation shall be covered under medical insurance scheme. As in-patient in an approved hospital all the expenses under medical insurance cover shall be paid by the insurance company and expense if any beyond the insurance cover shall be paid directly by BECIL to the hospital.
- b) Out door treatment for self and family members shall be reimbursed limited to one month basic pay in a financial year. Employees will be entitled to rembursement of vaccination charges in full and expenses incurred on vaccination shall not be included in the limit of one month pay prescribed for reimbursment of medical treatment charges.
- c) employees who have completed 40 year of age and above are permitted to undergo medical health check up.

For Retired Employees:

- a) For OPD treatment of the persons retired on superannuation from BECIL, the Company shall meet the expenditure from the internal resources but the maximum annual entitlement for executives and non-executives shall be limited upto Rs 36000/- and Rs 18000/- respectively subject to production of medical bills.
- b) For taking care of emergency medical needs of such retired officials and their entitled Family members, BECIL shall cover them under Mediclaim Health Care Scheme through Insurance company by paying insurance premium annually and the maximum coverage shall be Rs 5 Lakhs for Executive and Rs 2.5 Lakhs for Non-executives respectively.
- iii) **Performance Related Pay (PRP)-** Pay scales of the employees has been revised w.e.f. 01.01.2007 in accordance with the DPE directions. In pursuance of the Presidential Directives a remuneration committee has been constituted. The Remuneration Committee consider the performance management system of the Company in terms of DPE guidelines. The Performance Related Pay is provided for on approval basis i.e.as and when MoU rating is received from DPEs/Ministry of I & B.

2.12 Bank Gurantee and letter of credit charges have been accounted for in the year as and when charged by the Bank.

2.13 Accounting for Foreign Exchange Transactions

- i) Balance in Bank Account & Liabilities denominated in a foreign currency are converted at the prevailing closing rate as on 31st March.
- ii) Exchange difference arising on Liabilities incurred for deposit works is adjusted in the account of respective parties/recoverable from parties.
- iii) Foreign Exchange Fluctuation Reserve has been adjusted in books of account on account of fluctuations in Foreign Exchange during the year.

2.14 Taxation

The accounting treatment for Income Tax in respect of the Company's income is based on the Accounting Standard AS 22 on "Accounting for Taxes on Income" for both Current Tax and Deferred Tax.

- a) Current Tax : Provision for Taxation is ascertained on the basis of assessable profit computed in accordance with the provisions of Income Tax Act, 1961.
- b) Minimum Alternate Tax (MAT) Credit : Minimum Alternate Tax credit is recognised, as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in guidance notes issued by the Institute of Chartered Accountants of India, this side asset is created by way of a credit to the statement of the Profit & Loss account and shown as MAT Credit Entitlement under Loans & Advances. The company reviews the same at each balance sheet date and writes down the carryig amount the MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.
- c) Deferred Income tax is recognised on timing difference between the accounting income and the taxable income for the year, originate in one period and are capable of reversal in one or more subsequent period. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as at the balance sheet date. Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realize.

NOTES ON FINANCIAL STATEMENTS

3. Share Capital

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2015 Amount (in ₹) |
|--|-----------------------------------|-----------------------------------|
| Authorised 2,50,000 Equity Shares of Rs. 100/- each (March 31, 2015 : 2,50,000 Equity Shares of ₹ 100/- each) | 250,00,000 | 25,000,000 |
| Issued, Subscribed & Paid up 1,36,500 Equity Shares of Rs. 100/- each fully paid up (March 31, 2015 : 1,36,500 Equity Shares of ₹ 100/- each) | 136,50,000 | 13,650,000 |
| TOTAL | 136,50,000 | 13,650,000 |

3.1 Reconciliation Number of Shares

| Particulars | As at 31.03.2015 | As at 31.03.2014 |
|-------------------------|------------------|------------------|
| Equity Shares | | |
| Opening Balance | 1,36,500 | 136,500 |
| | Amount (in ₹) | 13,650,000 |
| Changes during the Year | No of . Shares | - |
| | Amount (in ₹) | - |
| Closing Balance | 1,36,500 | 136,500 |
| | Amount (in ₹) | 13,650,000 |

3.2 Details of Shareholders holding more than 5% in equity shares of the company

| Name of the Shareholder | As at 31.03.2015 | As at 31.03.2014 |
|-------------------------|----------------------|------------------|
| President of India | 13,650,000 | 13,650,000 |
| | - No. of shares held | 100% |
| | - % of holding | 100% |

4. Reserves & Surplus

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|--|-----------------------------------|-----------------------------------|
| a) General Reserve | | |
| As per Last Balance Sheet | 41,893,678 | 41,393,819 |
| Add : Transfer from P&L A/c | - | 499,859 |
| | 41,893,678 | 41,893,678 |
| b) Foreign Exchange Fluctuation Reserve | | |
| As per Last Balance Sheet | - | 172,211 |
| Less : Transfer to P&L A/c | - | (172,211) |
| | - | - |
| c) Corporate Social Responsibility | | |
| As per Last Balance Sheet | 149,958 | - |
| Add : Transfer from P&L A/c | (149,958) | 149,958 |
| | - | 149,958 |
| d) Surplus in statement of Profit & Loss | | |
| Opening Balance | 174,335,366 | 173,629,563 |
| Add : Profit/(Loss) for the year | (13,878,023) | 1,183,408 |
| Add : Transfer from Foreign Exchange Fluctuation Reserve | - | 172,211 |
| Less : Income Tax for earlier years (Net) | - | - |
| | 160,457,343 | 174,985,182 |
| Less : Appropriations | | |
| i) Proposed Dividend | - | - |
| ii) Tax on Dividend | - | - |
| iii) Transfer to Corporate Social Responsibility | - | 149,958 |
| iv) Transfer to General Reserve | - | 499,858 |
| | - | 649,816 |
| | 160,457,343 | 174,335,366 |
| TOTAL (a) + (b) + (c) | 202,351,021 | 216,379,002 |

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|-----------------------------------|-----------------------------------|
| 5. Other Long Term Liabilities | | |
| Trade Payable | 136,547,692 | 52,121,382 |
| Other Liabilities - Capital Creditors for acquiring assets | 1,160,405 | 1,160,405 |
| | 137,708,097 | 53,281,787 |
| 6. Long Term Provisions | | |
| Provision for Employees Benefits | | |
| i) Gratuity | 4,804,817 | 3,838,289 |
| ii) Half Pay Leave | 2,263,909 | 1,610,852 |
| iii) Earned Leave | 6,936,981 | 5,534,171 |
| iv) Leave Travel Concession | 487,188 | 351,308 |
| | 14,492,895 | 11,334,620 |
| 7. Short Term Borrowings | | |
| Overdraft from Corporation Bank | 261,983,969 | 147,930,286 |
| | 261,983,969 | 147,930,286 |
| @Overdraft secured by exclusive charge on the entire current assets of the Company and further secured by charge on Fixed Assets. | | |
| 8. Other Current Liabilities | | |
| Advance from Customers | 107,894,319 | 143,568,746 |
| Tower Rent payable to MI&B | 119,444,590 | 105,468,251 |
| Interest on Tower Rent payable to MI&B | 47,801,111 | - |
| Security Deposit and Retention Money | 37,008,221 | 24,711,687 |
| Earnest Money Deposit from Suppliers | 13,690,634 | 14,029,597 |
| TDS Payable | 4,730,068 | 4,703,511 |
| Employee Provident Fund Payable | 2,019,453 | 1,072,798 |
| ESI Payable | 99,620 | 105,997 |
| Sales Tax Payable | 17,452,104 | 5,796,644 |
| Service Tax Payable | 9,077,259 | 4,201,404 |
| Labour Welfare Cess payable | 147,680 | 225,335 |
| Amount payable to Outsource Employees for clients | 6,867,846 | 6,349,222 |
| Other Liabilities | 9,546,669 | 3,633,328 |
| | 375,779,574 | 313,866,520 |
| 9. Short Term Provisions | | |
| a) Provision for employee benefits | | |
| i) Gratuity | 395,784 | 1,734,451 |
| ii) Half Pay Leave | 274,416 | 1,019,779 |
| iii) Earned Leave | 729,156 | 3,044,125 |
| iv) Leave Travel Concession | 50,728 | 50,430 |
| b) Others | | |
| i) Proposed Dividend | - | - |
| ii) Tax on Dividend | - | - |
| | 1,450,084 | 5,848,785 |

NOTES ON FINANCIAL STATEMENTS

10. FIXED ASSETS

| FIXED ASSETS DESCRIPTION | GROSS BLOCK ₹ | | | ACCUMULATED DEPRECIATION ₹ | | | | NET BLOCK ₹ | |
|----------------------------------|--------------------|---------------------------|---------------------------|----------------------------|----------------------------------|--------------|-------------------|--------------------|--------------------|
| | As at 01.04.2014 | Additions During the Year | Disposals During the Year | As at 01.04.2014 | Depreciation charge for the Year | On Disposals | As at 31.03.2015 | As at 31.03.2015 | As At 31.03.2014 |
| a TANGIBLE ASSETS | | | | | | | | | |
| Land & Building Leasehold Land | 7,256,506 | - | - | 880,887 | 219,017 | - | 1,099,904 | 6,156,602 | 6,375,619 |
| Buildings | 9,705,738 | 184,386 | - | 8,609,669 | 4,440,394 | - | 13,050,063 | 86,840,061 | 91,096,069 |
| Plant and Equipment | 14,520,497 | - | - | 8,390,358 | 1,532,308 | - | 9,922,666 | 4,597,831 | 6,130,139 |
| Temporary Structure | 583,371 | - | - | 583,371 | - | - | 583,371 | - | - |
| Furniture and Fixtures | 12,620,783 | 308,279 | - | 5,285,069 | 2,122,754 | - | 7,407,823 | 5,521,239 | 7,335,714 |
| Vehicles | 3,754,935 | - | - | 3,059,937 | 265,861 | - | 3,325,798 | 429,137 | 694,998 |
| Office equipment | 22,544,943 | 562,653 | - | 8,248,233 | 8,932,868 | - | 17,181,101 | 5,926,495 | 14,296,709 |
| Air Conditioners & Refrigerators | 13,387,732 | - | - | 4,106,917 | 2,689,143 | - | 6,796,060 | 6,591,672 | 9,280,815 |
| Computer | 10,785,152 | 689,623 | - | 9,794,684 | 564,187 | - | 10,358,871 | 1,115,904 | 990,468 |
| Electronic Data Processing | 4,202,404 | 49,575 | - | 3,627,754 | 374,783 | - | 4,002,537 | 249,442 | 574,650 |
| Electrical Appliances | 12,203,796 | - | - | 3,420,947 | 2,534,313 | - | 5,955,260 | 6,248,536 | 8,782,849 |
| Total (a) | 201,565,856 | 1,794,516 | - | 56,007,826 | 23,675,628 | - | 79,683,454 | 123,676,918 | 145,558,030 |
| Previous Year | 189,599,880 | 11,965,976 | - | 42,929,581 | 13,078,244 | - | 56,007,825 | 145,558,030 | 146,670,298 |
| b INTANGIBLE ASSETS | | | | | | | | | |
| Computer software | 446,662 | 64,790 | - | 272,113 | 162,865 | - | 434,978 | 76,474 | 174,549 |
| Total (b) | 446,662 | 64,790 | - | 272,113 | 162,865 | - | 434,978 | 76,474 | 174,549 |
| Previous Year | 390,240 | 56,422 | - | 134,288 | 137,825 | - | 272,113 | 174,549 | 255,952 |
| Total (a+b) | 202,012,518 | 1,859,306 | - | 56,279,939 | 23,838,493 | - | 80,118,432 | 123,753,392 | 145,732,579 |
| Previous Year | 189,990,120 | 12,022,398 | - | 43,063,869 | 13,216,069 | - | 56,279,938 | 145,732,579 | 146,926,250 |

Note : Pursuant to Companies Act 2013 (The Act), becoming effective from 1st april 2014, the company has re-worked depreciation with reference to the estimated useful lives of fixed assets prescribed under Schedule II to the Act or useful life of fixed assets as per technical evaluation. As a result the charge for depreciation is higher by Rs. 1,15,18,833/- for the year ended March 31,2015.

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|--|-----------------------------------|-----------------------------------|
| 11. Deferred Tax Assets (Net) | | |
| a) Depreciation and Amortisation | 3,759,050 | (165,887) |
| b) Employees Benefit | 4,150,637 | 4,577,385 |
| c) Allowance for Doubtful Receivables | 20,668,254 | 20,504,009 |
| d) Allowance for Security | 131,309 | 131,309 |
| e) Unabsorbed Depreciation | 7,855,302 | 557,809 |
| f) Business Loss | 9,039,067 | 8,158,544 |
| | 45,603,619 | 33,763,169 |
| 12. Other Non Current Assets | | |
| Others | | |
| Trade receivables | | |
| - Considered good | 378,282,026 | 428,617,017 |
| - Considered Doubtful | 62,600,754 | 62,069,218 |
| | 440,882,780 | 490,686,235 |
| Less : Allowance for Doubtful Receivables | (62,600,754) | (62,069,218) |
| | 378,282,026 | 428,617,017 |
| 13. Inventories | | |
| a) Job Work (Material & Stores) | 13,888,728 | 8,756,419 |
| b) Work in Progress (Including Direct Cost) | 29,113,328 | 5,816,794 |
| | 43,002,056 | 14,573,213 |
| 14. Trade Receivables | | |
| Trade receivables outstanding for a period less than six months from the date they are due for payment | | |
| - Considered good | 593,634,002 | 340,714,792 |
| - Considered Doubtful | - | - |
| | 593,634,002 | 340,714,792 |
| 15. Cash and Cash Equivalents | | |
| a) Cash and Bank Balances | | |
| Cash on Hand | 2,302 | 89,736 |
| Cash on Hand (Foreign Currency) | 209,127 | 22,575 |
| In Current Account | 35,051,746 | 7,373,469 |
| b) Other Bank Balances | | |
| In Fixed Deposits* (Maturity within 12 months of reporting date) | 131,804,355 | 134,040,574 |
| | 167,067,530 | 141,526,354 |

*Pledged as Margin Money / Security towards Bank overdraft, Letter of Credit and Bank Guarantee.

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|-----------------------------------|-----------------------------------|
| 16 Short Term Loans and Advances | | |
| a) Unsecured, Considered Good | | |
| Tax Deducted at Source | 23,494,313 | 12,243,457 |
| [Net of Provision of Income Tax - Rs, Nil (Previous year Rs. 9,90,000/-)] | | |
| Minimum Alternate Tax- Credit Entitlement | 990,000 | 990,000 |
| Income Tax Refund Due | 53,037,242 | 57,598,487 |
| Prepaid Expenses | 1,148,887 | 873,870 |
| Sales Tax Refundable | 10,391,911 | 13,796,306 |
| Staff Advance | 1,493,886 | 1,351,853 |
| Other Advances | 4,835,166 | 21,774,812 |
| EMD Given to Clients | 11,351,740 | 4,303,439 |
| b) Unsecured, Considered Doubtful | | |
| Sales Tax Refundable | 128,600 | 128,600 |
| Other Advances | 3,798,408 | 3,798,408 |
| Less : Allowance for Doubtful Advances | (3,927,008) | (3,927,008) |
| | 106,743,145 | 112,932,224 |
| 17 Other Current Assets | | |
| Interest receivable on Fixed Deposits | 3,928,510 | 9,035,176 |
| | 3,928,510 | 9,035,176 |
| 18 Revenue from Operations | | |
| Sale | 647,882,713 | 522,402,830 |
| Consultancy Income | 80,750,850 | 91,336,448 |
| Income from Maintenance of Towers for MI&B | 5,615,772 | 3,703,572 |
| Income from Contracts | 38,067,408 | 83,156,095 |
| | 772,316,743 | 700,598,945 |
| 19 Other Income | | |
| Interest Income - on FDR | 12,159,099 | 10,614,121 |
| Interest Income - Tower Rental | 61,879,048 | |
| Interest Income - Others | 2,013,888 | - |
| Exchange Fluctuation Gain | 9,189,856 | - |
| Miscellaneous Income | 3,397,764 | 15,860,087 |
| | 88,639,655 | 26,474,208 |
| @ Includes Rs. 530/- (Previous Year Rs. 430/-) as RTI Fees. | | |
| 20 Cost of Material Consumed | | |
| Opening Stock | 5,816,794 | 21,877,605 |
| Add : Purchases during the year | 596,857,649 | 466,553,399 |
| | 602,674,443 | 488,431,004 |
| Less : Closing Stock | (29,113,328) | (5,816,794) |
| TOTAL | 573,561,115 | 482,614,210 |
| 21 Job Work & Related Expenses | | |
| Job Work* | 64,912,750 | 49,929,673 |
| Labour Charges | 5,800,557 | 4,983,594 |
| Remuneration of Contract Personnel | 20,443,895 | 21,906,935 |
| | 91,157,202 | 76,820,202 |

*[Net of closing stock of Rs 1,38,88,728/- (Previous year Rs. 87,56,419/-)]

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|-----------------------------------|-----------------------------------|
| 22 Employee Benefit Expenses | | |
| Salary & Wages | 41,645,728 | 43,779,134 |
| Contribution to Employees Provident fund | 5,521,351 | 5,491,472 |
| Provision for Half Pay Leave | 137,429 | 876,216 |
| Provision for EL Leave | 602,361 | 3,790,360 |
| Provision for Gratuity | 576,482 | 2,720,211 |
| Provision for Leave Travel Concession | 136,178 | 401,738 |
| Staff Welfare | 2,944,970 | 3,585,453 |
| Post Retirement Medical Benefits | 49,843 | 25,731 |
| TOTAL | 51,614,342 | 60,670,315 |
| 23 Finance Cost | | |
| Interest on Overdraft | 39,114,452 | 31,678,517 |
| Bank Charges | 12,977,408 | 9,352,979 |
| TOTAL | 52,091,860 | 41,031,496 |
| 24. Operation Expenses | | |
| Legal & Professional Charges | 1,777,567 | 3,409,539 |
| Conveyance Expenses | 3,386,236 | 2,678,275 |
| Travelling Expenses-Local | 6,020,147 | 5,775,085 |
| Travelling Expenses-Foreign | 1,223,569 | 3,521,689 |
| Printing & Stationery | 1,548,288 | 1,205,263 |
| Rent | 1,298,890 | 1,778,550 |
| Least Rent | 222,750 | 2,250,000 |
| Taxi Hire Charges | 1,765,749 | 1,446,498 |
| Director's Sitting Fee | 112,000 | 98,000 |
| Communication Expenses | 2,354,038 | 2,240,746 |
| Postage & Courier Expenses | 577,234 | 400,591 |
| Repair & Maintenance - Office | 6,082,600 | 4,953,324 |
| Repair & Maintenance - Other | 77,928 | 44,675 |
| Repair & Maintenance - Electrical | 75,613 | 14,771 |
| Repair & Maintenance - Computer | 570,134 | 385,225 |
| Repair & Maintenance - Equipments | 1,707,549 | 1,899,380 |
| Electrical & Water Charges | 4,214,343 | 3,721,755 |
| Festival Expenses | 259,680 | 278,804 |
| Books & Periodicals | 39,092 | 32,573 |
| Miscellaneous Expenses | 1,906,825 | 1,109,472 |
| Auditor's Remuneration and out of Pocket Expenses | 346,645 | 380,559 |
| Tender Purchase Expenses | 108,910 | 74,287 |
| Insurance Expenses | 99,779 | 232,485 |
| Foreign Exchange Fluctuation | - | 817,528 |
| TOTAL | 35,775,566 | 38,749,074 |
| 25 Depreciation & Amortisation | | |
| Depreciation@ | 23,619,476 | 13,135,371 |
| Amortisation | 219,017 | 80,698 |
| TOTAL | 23,838,493 | 13,216,069 |

@ Increase in Depreciation is due to change in the companies Act, 2013

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|-----------------------------------|-----------------------------------|
| 26 Other Expenses | | |
| Business Promotion | 609,950 | 283,859 |
| Publicity & Advertisement | 2,245,715 | 2,987,493 |
| Exhibition Expenses | 761,160 | 1,935,290 |
| Annual Membership Fees | 490,464 | 67,647 |
| Training & Seminar | 2,576,635 | 2,576,860 |
| Interest Payable on Tower Rental to MIB | 52,597,192 | - |
| TOTAL | 59,281,116 | 7,851,149 |
| 27 Prior Period Adjustments | | |
| Miscellaneous Expenses | 486,636 | 49,943 |
| Job Work Expenses | - | 397,170 |
| Electricity Charges | 68,838 | - |
| Purchase Account | (100,057) | - |
| Repair & Maintenance Expenses | - | 10,526 |
| Legal & Professional Expenses | (1,932,900) | 76,565 |
| Traveling Expenses | - | 74,289 |
| | | 304,771 |
| Sub Total | (1,477,483) | (838,975) |

28. Related Party Disclosures

i) In accordance with the requirements of Accounting Standard As 18 on related Party Disclosures, the name of the related parties where control exists and with whom transactions have taken place during the year and description of relationships as identified and certified by the management are given below :

a) Key Management Personnel

- | | |
|----------------------|---|
| Sh. K. Subramanian | - Chairman & Managing Director |
| Sh. George Kuruvilla | - Director (O&M) |
| Sh. R.R. Prasad | - Part Time Non-Official Director (Independent) |

b) Relatives of key managerial Personnel

NIL

c) Enterprises owned or significantly influenced by key management personnel of their relatives (either individually or with others)

NIL

| ii) | Particulars | Name | Key managerial Personnel (Amount in Rs.) | Relatives of Key Managerial Personnel | Enterprises owned or Significantly influenced by key personnel | Previous Year (Amount in Rs.) |
|-----|-------------------|----------------------|---|---------------------------------------|--|----------------------------------|
| a) | Remuneration Paid | Sh. K. Subramanian | 2,448,363 | - | - | 2,316,143 |
| b) | Remuneration Paid | Sh. I. S. Mehla | - | - | - | 2,001,512 |
| c) | Remuneration Paid | Sh. George Kuruvilla | 2,430,623 | - | - | 397,363 |
| d) | Sitting Fee Paid | Sh. R. R. Prasad | 100,800 | - | - | 98,000 |

Note : The Directors of the Company are allowed use of staff car including private journey upto a ceiling of 1000 kms per month

NOTES ON FINANCIAL STATEMENTS

29. Earning Per Share

| Particulars | As at 31.03.2015 | As at 31.03.2014 |
|---|------------------|------------------|
| Calculation of Weighted Average number of Equity Shares of ₹ 100 each | | |
| - No. of Shares at the beginning of the year | 136,500 | 136,500 |
| - Total Equity Shares Outstanding at the end of the year | 136,500 | 136,500 |
| Net Profit after tax available for Equity shareholders | (13,878,023) | 1,183,408 |
| Earning Per Share | (102) | 9 |

30. Auditors Remuneration & out of Pocket Expenses

| Particulars | As at 31.03.2015 | As at 31.03.2014 |
|---------------------------------------|------------------|------------------|
| Statutory Audit Fee | 88,000 | 88,000 |
| Tax Audit Fee | 44,000 | 44,000 |
| Taxation Matters | 35,000 | 35,000 |
| Other Professional/Certification Work | 163,145 | 155,559 |
| Reimbursement of Expenses | 30,000 | 58,000 |
| | 360,145 | 380,559 |

31. Contingent Liabilities

| Particulars | As at 31.03.2015 | As at 31.03.2014 |
|---------------------------------------|------------------|------------------|
| i) Gurantees given by the Company | | |
| a) Bank Guarantees | 443,571,630 | 486,592,757 |
| b) Foreign Letter of Credit | 196,516,615 | 222,634,462 |
| ii) Income Tax Demands | 1,194,393 | 1,194,393 |
| iii) Indirect Tax Demands | 34,979,378 | 11,503,813 |
| iv) Construction Contract | 1,373,307 | 1,373,307 |
| v) Common Transmission Infrastructure | 16,825,754 | 409,667,117 |

i) ₹44,35,71,630/- Being the amount of Bank Guarantees given by the Company (Previous Year ₹ 48,65,92,757/-) and ₹ 19,65,16,615/- being the amount outstanding on account of Foreign letters of Credit (Previous Year ₹ 22,26,34,462/-). Both of these are secured by Fixed Deposits of the period of 12 months.

ii) Income Tax Demand : The details of demand raised by Income Tax Department is as follows :

| S.No. | Assessment Year | Amount of Demand (Rs.) | Status |
|--------------|-----------------|------------------------|---|
| 1 | 2004-05 | 1,70,060/- | Company has filed an appeal against the order with Commissioner (Appeal) Company has filed an appeal against the order with Commissioner (Appeal). |
| 2 | 2011-12 | 10,24,333/- | |
| TOTAL | | 11,94,393/- | |

iii) The Company in the previous years has provided the manpower services to Prasar Bharti. As per the order placed by them, they has to reimburse the fees paid by BECIL to the manpower provided to Prasar Bharti and additional 10% as BECIL Consultancy charges & Service tax thereon. While doing the audit of Prasar Bharti, Service Tax Department has issued Show Cause Notice to the Company. The Service tax department meanwhile has raised a demand of Rs 2,34,75,565/- towards Service Tax, Interest and penalty on the Company. The Company has filed an appeal against the said order with Customs, Excise and Service tax Appellate Tribunal Board. The case is under consideration and no provision has been made in the Books of Accounts.

NOTES ON FINANCIAL STATEMENTS

- iv) With regard to assessment for financial Year 2004-05, Uttar Pradesh Trade Tax Department has raised a demand of Rs. 1,63,05,846/- against Form D from All India Radio & Doordarshan. The Company had filed an appeal with Joint Commissioner Appeal, Uttar Pradesh Trade Tax Department in NOIDA and it has been accepted in favour of BECIL redirecting the Sales Tax Officer to recompute the demand/refund after giving the effect to the submitted Form D. During the year, Department has partially modified the demand by providing credit for 3 Nos of FORM D and after providing the credit for same, the net demand stand modified to Rs 1,15,03,813/-. However, still final assessment Order of Sales Tax Officer, Uttar Pradesh Trade Tax Department has not been received as yet and accordingly no provision made. Further, before the appeal order was passed by Joint Commissioner (Appeals), the Uttar Pradesh Trade Tax Department has taken amount of Rs 86,36,078/-. The photocopy of Form D has been submitted to Department. The above stated amount has been shown as Deposit with Trade Tax Department under the head other advances in Note 16.
- v) BECIL has rescinded construction contracts of M/s Jagannath Constructions. The firm has filed an Arbitration case alleging that the rescission of contract by BECIL was illegal and uncontractual. The award was decided in favour of the Contractor on 16.07.2012 for Rs. 13,73,307/- alongwith Interest. However, Company has filed appeal against the award of Sole Arbitrator with the Hon'ble High Court of Delhi. The final decision of Hon'ble High Court is awaited, therefore no provision has been made in books of accounts.
- vi) With respect to setting up of Common Transmission Infrastructure (CTI- Phase II), 6 Broadcasters has filed a petition with Hon'ble High Court of Delhi and has challenged the provision of FM Phase III policy for taking "No Objection Certificate (NOC)" from BECIL. The Broadcasters filed a claim of demand of Rs 40,96,67,117/- for refund of unspent amount and interest thereon. In reply to the above cases, BECIL has filed a counter claim amounting to Rs. 12,19,63,317/- towards Tower Rental and Monitoring Charges alongwith applicable Interest. The Hon'ble High Court has dismissed the petitions filed by the four Broadcaster and has directed all the Broadcasters to pay the amount due to BECIL. In case of two petitions, Hon'ble Court directed that BECIL should keep the money received in an Interest bearing FDR(s) till the culmination of the arbitration proceedings by the Arbitrator. In compliance with the Court order, BECIL has kept an amount of Rs 1,68,25,754/- in FDR. The contingent liability is thus to the extent of Rs 1,68,25,754/- is created.
- 32.** BECIL executed work worth Rs. 25,65,02,561/- for Host Broadcasters i.e Doordarshan, Prasar Bharti pertaining to setting of broadcast facility for Host Broadcaster (HB) for Common Wealth Games Delhi 2010 on nomination basis. Out of the above stated figure Doordarshan, Prasar Bharti did not place confirmed work order of Rs. 4,08,50,000/- on BECIL. Out of total invoicing of Rs. 25,65,02,561/-, the host broadcaster had made payment of Rs. 16,00,03,634/- after deducting tax at Source of Rs. 36,00,268/-. Balance payment of Rs. 9,28,98,659/- is subject to acceptance and final settlement by Prasar Bharti as no inspection certificates were received from Host Broadcaster.
- 33.** With respect to setting up Common Transmission Infrastructure (CTI), 6 Broadcasters has filed case against the Company in Hon'ble Delhi High Court, challenging the Government Policy for obtaining No Objection Certificate (NOC) for migration to FM Phase III. During the year under consideration, Hon'ble Delhi High Court decided the case in favour of the Company and instructed the Broadcasters to pay all the outstanding dues pertaining to settlement on account of Common Transmission Infrastructure (CTI), Monitoring charges and Tower Rental to BECIL. In compliance of the order all the broadcasters have paid the outstanding amount due to the Company. Further, in compliance of the order, the Company has kept an amount of Rs 1,68,25,754/- in interest bearing Fixed Deposit with Bank.
- 34.** Performance Related Pay (PRP) - As per directions of DPE, the Remuneration Committee consider the performance management system of the Corporation and finalise the amount payable as Performance Related Pay (PRP) to all the employees from financial year 2007-08 onwards. Payment of PRP to Sh. K.R.P.Verma, Ex Chairman & Managing Director, for FY 2007-08 amounting to Rs. 4,52,969/- has not been paid/provided as his APAR has not been received so far.
- 35. Corporate Social Responsibility, Sustainable Development & Research & Development Expenses**
- a) During the year, the Company has incurred Rs. NIL (Previous Year Rs 40,000/-) for providing Vocational & Specialized Training and providing Scholarship to meritorious students and Rs. 4,51,082/- (Previous Year Rs. 92,052/-) for establishing & maintenance of Community Radio Stations
- b) During the year, the Company has incurred Rs. Nil (Previous Year Rs Nil) on Research & Development Expenses
- c) During the year, the Company has spent an amount of Rs 4,51,082/- towards Corporate Social Responsibility (CSR). Out of which an amount of Rs 1,49,958/- has been debited to Reserve for Corporate Social Responsibility and the balance amount of Rs 3,01,124/- has been taken as an expense.

NOTES ON FINANCIAL STATEMENTS

| Particulars | As at 31.03.2015 Amount (in ₹) | As at 31.03.2014 Amount (in ₹) |
|---|-----------------------------------|-----------------------------------|
| 36. Income in Foreign Exchange | | |
| Sale | - | - |
| Other Income (on Receipts basis) | 3,289,629 | 5,216,693 |
| 37. Expenditure in Foreign Exchange* | | |
| Payment for Equipment, Material, Job Work & Labour (Inclusive of Turnkey projects) | 172,291,787 | 43,166,968 |
| Travelling - Directors | 98,367 | 267,849 |
| Travelling - Others | 1,125,202 | 1,083,678 |

* This is an actual inward or outward remittance of Foreign Exchange and not the income or expense.

38. Disclosure under Accounting Standard -15 (Revised) on Employee Benefits

As per the requirements of Accounting Standard - 15 (Revised 2005) issued by the Institute of Chartered Accountants of India the management has determined the liability towards employee benefits such as Gratuity and Leave Encashment as at 31st March 2015 on the basis of and independent Actuarial Valuation. The summary of key results and assumptions are as under :

1) i) Assets & Liabilities

| Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|---------------------------|------------------------------|-------------|----------------------|-------------|----------------------------|-------------|-------------------------|------------|
| | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) PBO (C) | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | 537,916 | 565,649 |
| b) Plan Assets | - | - | - | - | - | - | - | - |
| c) Net Assets/(Liability) | (6,311,296) | (7,362,539) | (4,906,701) | (5,368,639) | (2,307,531) | (2,600,102) | (537,916) | (565,649) |

ii) Experience on actuarial Gain/(loss) for PBO and Plan Assets

| | | | | | | | | |
|-------------------|-----------|-------------|---------|-------------|---------|-----------|--------|---|
| a) On Plan PBO | 1,393,922 | (1,751,906) | 924,109 | (1,350,279) | 588,445 | (136,074) | 73,664 | - |
| b) On Plan Assets | - | - | - | - | - | - | - | - |

iii) Enterprise best estimate of contribution during next year is ₹ 16,70,939/- (previous Year ₹ 16,42,798/-) for EL Leave Encashment, ₹ 16,92,883/- (Previous Year ₹ 13,51,052/-) for Gratuity liability, ₹ 4,68,214/- (previous year ₹ 4,26,566/-) for Half Pay Leave and ₹ 73,664/- (Previous Year ₹ 4,01,738/-) for Leave Travel Concession.

2) Summary of Membership data

| Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|---|------------------------------|------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2014 | 31/03/2013 |
| a) Number of employees | 65 | 74 | 65 | 74 | 65 | 74 | 65 | 74.00 |
| b) Total Monthly Salary (In Lacs) | 23.9 | 26.78 | 23.9 | 26.78 | 23.9 | 26.78 | - | - |
| c) Total Monthly Salary (In Lacs) | 33.13 | 37.78 | 23.9 | 26.78 | 33.13 | 37.78 | - | - |
| d) Average Past Services (Years) | 5.16 | 4.3 | 5.16 | 4.3 | 5.16 | 4.3 | 5.16 | 4.30 |
| e) Average Age (Years) | 38.47 | 38.02 | 38.47 | 38.02 | 38.47 | 38.02 | 38.47 | 38.02 |
| f) Average remaining working life (Years) | 21.53 | 21.98 | 21.53 | 21.98 | 21.53 | 21.98 | 21.53 | 21.98 |

3) Actuarial Assumptions

a) **Economic Assumptions** - The principal assumptions are the discount rate and salary growth rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation assumptions are as follows which have been agreed by the Company:

NOTES ON FINANCIAL STATEMENTS

| | Particulars | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
|------|--|------------|------------|------------|------------|------------|------------|------------|------------|
| i) | Discounting Rate | 8.00 | 8.50 | 8.00 | 8.50 | 8.00 | 8.50 | 8.00 | 8.50 |
| ii) | Future Salary Increase | 5.50 | 6.00 | 5.50 | 6.00 | 5.50 | 6.00 | 5.50 | 6.00 |
| iii) | Expected Rate of Return on Plan assets | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

b) Demographic Assumption

| | | | | | | | | | |
|------|------------------------|---------------------|---------------------|---------------------|---------------------|---------------------|---------------------|---------------------|---------------------|
| i) | Retirement Age (Years) | 60 | 60 | 60 | 60 | 60 | 60 | 60 | 60 |
| ii) | Mortality Table | IALM (2006-08) | | IALM (2006-08) | | IALM (2006-08) | | IALM (2006-08) | |
| iii) | Ages | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) | Withdrawal rate (%) |
| | Upto 30 Years | 3.00 | 3.00 | 3.00 | 3.00 | 3.00 | 3.00 | 3.00 | 0.00 |
| | From 31 to 44 Years | 2.00 | 2.00 | 2.00 | 2.00 | 2.00 | 2.00 | 2.00 | 0.00 |
| | Above 44 Years | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 | 1.00 | 0.00 |

4) Change in present value of obligation

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|---|------------------------------|-------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | As on | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Present value of obligation as at the beginning of the year | 7,362,539 | 5,392,244 | 5,368,639 | 3,500,959 | 2,600,102 | 1,969,208 | 565,649 | - |
| b) | Acquisition adjustment | - | - | - | - | - | - | - | - |
| c) | Interest cost | 625,816 | 431,380 | 456,334 | 280,077 | 221,009 | 157,537 | 48,080 | - |
| d) | Past Service Cost | - | - | - | - | - | - | - | - |
| e) | Current Service Cost | 1,310,427 | 1,603,710 | 961,874 | 1,087,244 | 485,159 | 581,408 | 268,973 | - |
| f) | Curtailment Cost/(Credit) | - | - | - | - | - | - | - | - |
| g) | Settlement Cost/(Credit) | - | - | - | - | - | - | - | - |
| h) | Benefits Paid | (1,584,169) | (1,820,065) | (948,621) | (852,531) | (406,855) | (245,322) | - | - |
| i) | Actuarial (gain)/loss on obligation | (1,403,317) | (1,755,270) | (931,525) | 1,352,890 | (591,884) | 137,271 | (344,786) | - |
| j) | Present value of obligation as at the end of the year | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | 537,916 | 401,738 |

5) Fair Value of plan assets

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|--|------------------------------|-------------|----------------------|-------------|----------------------------|-------------|-------------------------|------------|
| | As on | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Fair Value of plan assets at the beginning of the period | - | - | - | - | - | - | - | - |
| b) | Acquisition adjustment | - | - | - | - | - | - | - | - |
| c) | Expected return on plan assets | - | - | - | - | - | - | - | - |
| d) | Contributions | - | - | - | - | - | - | - | - |
| e) | Benefits paid | - | - | - | - | - | - | - | - |
| f) | Fair Value of plan assets at the end of the period | - | - | - | - | - | - | - | - |
| g) | Funded Status | (6,311,296) | (7,362,539) | (4,906,701) | (5,368,639) | (2,307,531) | (2,600,102) | - | - |
| h) | Excess of actual over estimated return on plan assets | - | - | - | - | - | - | - | - |

NOTES ON FINANCIAL STATEMENTS

6) **Actuarial gain/loss recognized**

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|---|------------------------------|-------------|----------------------|-------------|----------------------------|------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Actuarial gain/(loss) for the period obligation | 1,403,317 | (1,755,270) | 931,525 | (1,352,890) | 591,884 | (137,271) | | |
| b) | Actuarial (gain)/loss for the period - plan assets | - | - | - | - | - | - | | |
| c) | Total (gain)/loss for the period | (1,403,317) | 1,755,270 | (931,525) | 1,352,890 | (591,884) | 137,271 | | |
| d) | Actuarial (gain)/loss recognized in the period | (1,403,317) | 1,755,270 | (931,525) | 1,352,890 | (591,884) | 137,271 | | |
| e) | Unrecognized actuarial (gains)/losses at the end of the period. | - | - | - | - | - | - | - | - |

7) **The amounts to be recognised in balance sheet and related analysis**

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|--|------------------------------|-------------|----------------------|-------------|----------------------------|-------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Present value of obligation as at the end of the year | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | - | - |
| b) | Fair value of plan assets as at the end of the period. | - | - | - | - | - | - | - | - |
| c) | Funded Status/Difference | (6,311,296) | (7,362,539) | (4,906,701) | (5,368,639) | (2,307,531) | (2,600,102) | - | - |
| d) | Excess of actual over estimated | - | - | - | - | - | - | - | - |
| e) | Unrecognized actuarial (gains)/Losses | - | - | - | - | - | - | - | - |
| f) | Net asset/(liability) recognized in balance sheet. | (6,311,296) | (7,362,539) | (4,906,701) | (5,368,639) | (2,307,531) | (2,600,102) | - | - |

8) **Expense recognised in the Statement of Profit and Loss**

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|---|------------------------------|------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Current Service Cost | 1,310,427 | 1,603,710 | 961,874 | 1,087,244 | 485,159 | 581,408 | - | - |
| b) | Past Service Cost | - | - | - | - | - | - | - | - |
| c) | Interest Cost | 625,816 | 431,380 | 456,334 | 280,077 | 221,009 | 157,537 | - | - |
| d) | Expected return on plan assets | - | - | - | - | - | - | - | - |
| e) | Curtailment Cost/(Credit) | - | - | - | - | - | - | - | - |
| f) | Settlement Cost/(Credit) | - | - | - | - | - | - | - | - |
| g) | Net actuarial (gain)/Loss recognised in the period. | (1,403,317) | 1,755,270 | (931,525) | 1,352,890 | (591,884) | 137,271 | - | - |
| h) | Expenses recognised in the statement of Profit & losses | 532,926 | 3,790,360 | 486,683 | 2,720,211 | 114,284 | 876,216 | - | - |

NOTES ON FINANCIAL STATEMENTS

9) Reconciliation statement of expense in the Statement of Profit & Loss

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|---|------------------------------|------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Present value of obligation as at the end of the period | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | 537,916 | 401,738 |
| b) | Present value of obligation as at the beginning of the period | 7,362,539 | 5,392,244 | 5,368,639 | 3,500,959 | 2,600,102 | 1,969,208 | 565,649 | - |
| c) | Benefits paid | 1,584,169 | 1,820,065 | 948,621 | 852,531 | 406,855 | 245,322 | - | - |
| d) | Actual return on plan assets | - | - | - | - | - | - | - | - |
| e) | Acquisition adjustment | - | - | - | - | - | - | - | - |
| f) | Expenses recognized in the statement of profit & losses | 532,926 | 3,790,360 | 486,683 | 2,720,211 | 114,284 | 876,216 | (27,733) | 401,738 |

10) Amount for the current period

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|---|------------------------------|-------------|----------------------|-------------|----------------------------|-------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Present value of obligation as at the end of the year | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | 537,916 | - |
| b) | Fair value of plan assets at the end of the period | - | - | - | - | - | - | - | - |
| c) | Surplus/(Deficit) | (6,311,296) | (7,362,539) | (4,906,701) | (5,368,639) | (2,307,531) | (2,600,102) | (537,916) | - |
| d) | Experience adjustment on plan Liabilities (loss)/gain | 1,393,922 | (1,751,906) | 924,109 | (1,350,279) | 588,445 | (136,074) | 344,744 | - |
| e) | Experience adjustment on plan Liabilities Assets/(Loss) | - | - | - | - | - | - | - | - |

11) Movement in the liability recognized in the Balance Sheet

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|------------------------------|------------------------------|-------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Opening net Liability | 7,362,539 | 5,392,244 | 5,368,639 | 3,500,959 | 2,600,102 | 1,969,208 | 565,649 | - |
| b) | Expenses as above | 532,926 | 3,790,360 | 486,683 | 2,720,211 | 114,284 | 876,216 | (27,733) | 401,738 |
| c) | Benefits paid | (1,584,169) | (1,820,065) | (948,621) | (852,531) | (406,855) | (245,322) | - | - |
| d) | Actual return on plan assets | - | - | - | - | - | - | - | - |
| e) | Acquisition adjustment | - | - | - | - | - | - | - | - |
| f) | Closing net Liability | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | 537,916 | 401,738 |

12) Bifurcation of PBO at the end of year as per Revised Schedule VI of the Companies Act.

| | Particulars | Leave Encashment Liabilities | | Gratuity Liabilities | | Half Pay Leave Liabilities | | Leave Travel Concession | |
|----|----------------------------------|------------------------------|------------|----------------------|------------|----------------------------|------------|-------------------------|------------|
| | | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 | 31/03/2015 | 31/03/2014 |
| a) | Current Liability | 729,156 | 3,044,125 | 395,784 | 1,734,451 | 274,416 | 1,019,779 | - | 50,430 |
| b) | Non-Current Liability | 5,582,140 | 4,318,414 | 4,510,917 | 3,634,188 | 2,033,115 | 1,580,323 | - | 351,308 |
| c) | Total BPO at the end of the year | 6,311,296 | 7,362,539 | 4,906,701 | 5,368,639 | 2,307,531 | 2,600,102 | - | 401,738 |

NOTE: 1. The balance of Gratuity excludes provision of ₹ 25,174/- (Previous year ₹ 25,174/-) on account of payable to ex-employee.
 2. The balance of Leave Encashment excludes provision of ₹ 2,35,450/- (Previous year ₹ 2,35,450/-) on account of payable to ex-employee.

NOTES ON FINANCIAL STATEMENTS

39. SEGMENT REPORTING

As per Accounting Standard 17, The Company has identified business segments as its primary segment.

Business segments are primarily to provide Consultancy & Turnkey Solution, Supply Integration Testing & Commissioning of the Project such as Sales of Products, Income from Consultancy, Income from Maintenance of Tower, Income from Contract, Income from BECIL Training Centre, Deposit Work and Others.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allotted on the basis of associated revenues of the segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

| Particulars | Sale | Income from Consultancy | Income from Maintenance of Tower | Income from Contract | Income from BECIL Training Centre | Deposit Work | Others | TOTAL |
|---|--------------------|-------------------------|----------------------------------|----------------------|-----------------------------------|--------------------|--------------------|----------------------|
| Revenue | | | | | | | | |
| Income from Operations | 647,882,713 | 26,713,050 | 5,615,772 | 38,067,408 | - | 54,037,800 | 88,639,655 | 860,956,398 |
| | 522,402,830 | 46,970,694 | 3,703,572 | 83,156,095 | - | 44,365,754 | 26,474,208 | 727,073,153 |
| Value of Deposit Work | - | - | - | - | - | 399,522,233 | - | 399,522,233 |
| | - | - | - | - | - | 487,496,226 | - | 487,496,226 |
| TOTAL Business | 647,882,713 | 26,713,050 | 3,615,772 | 38,067,408 | - | 453,560,033 | 88,639,655 | 1,260,478,631 |
| | 522,402,830 | 46,970,694 | 3,703,572 | 83,156,095 | - | 531,861,980 | 26,474,208 | 1,214,569,379 |
| Less : Expenses | | | | | | | | |
| Cost of Material Consumed | 611,344,159 | - | - | - | - | - | - | 611,344,159 |
| | 482,614,210 | - | - | - | - | - | - | 482,614,210 |
| Value of Deposit Work | - | - | - | - | - | 399,522,233 | - | 399,522,233 |
| | - | - | - | - | - | 487,496,226 | - | 487,496,226 |
| Job Work Related Cost | - | 21,112,143 | - | 32,262,015 | - | - | - | 53,374,158 |
| | - | 26,890,529 | - | 49,929,673 | - | - | - | 76,820,202 |
| Unallocable Expenses | - | - | - | - | - | - | 223,434,037 | 223,434,037 |
| | - | - | - | - | - | - | 161,650,155 | 161,650,155 |
| Total Expenses | 611,344,159 | 21,112,143 | - | 32,262,015 | - | 399,522,233 | 223,434,037 | 1,287,674,587 |
| | 482,614,210 | 26,890,529 | - | 49,929,673 | - | 487,496,226 | 161,650,155 | 1,208,580,793 |
| Profit/(Loss) before Exceptional Items | | | | | | | | |
| | - | - | - | - | - | - | - | (27,195,956) |
| | - | - | - | - | - | - | - | 5,988,586 |
| Prior Period Adjustments | | | | | | | | |
| | - | - | - | - | - | - | - | (1,477,483) |
| | - | - | - | - | - | - | - | 838,975 |
| Profit/(Loss) Before Tax | | | | | | | | |
| | - | - | - | - | - | - | - | (25,718,473) |
| | - | - | - | - | - | - | - | 5,149,611 |
| Tax Expense | | | | | | | | |
| | - | - | - | - | - | - | - | (11,840,450) |
| | - | - | - | - | - | - | - | 3,966,203 |
| Profit/(Loss) After Tax | | | | | | | | |
| | - | - | - | - | - | - | - | (13,878,023) |
| | - | - | - | - | - | - | - | 1,183,408 |

NOTES ON FINANCIAL STATEMENTS

- 40. Micro and Small Enterprises**
As per the Management, None of the Sundry Creditors is registered under Micro, Small and Other Enterprises as required in the MSME Act, 2006.
- 41. Impaired Assets**
As per the Management, there are no impaired assets.
- 42.** The NOIDA Authority has demanded Lease Rent of ₹ 2,22,750/- (Previous year - Rs.22,50,000/-) upto the current financial year for its Leasehold land. The Company has deposited the same and accounted for in the books of accounts on Cash Basis.
- 43.** In the opinion of Board of Directors, the Current Assets, Loans & Advances have a value on realisation of which, in ordinary course of business, at least equal to the amount at which they are stated in the Balance Sheet unless specified otherwise. The provision for all the known liabilities is adequate and not in excess of the amount considered reasonable necessary.
- 44.** Balances standing to the debit/credit of parties, Debtors, Creditors, Advances, and Security Deposit are subject to the confirmations from the respective parties.
- 45.** Previous year's figures have been appropriately regrouped/reclassified to confirm to the current year's presentation.

As per our Report of even date attached

For ATJ Associates
Chartered Accountants
Firm Regn. No. 08648N

Sd/-
(Jagvinder Bir Singh)
Partner
M.No. 086787

Place : New Delhi
Dated : 18.08.2015

Sd/-
(Awadhesh Pandit)
Asst General Manager (Finance)

For and on behalf of Board of the Directors

Sd/-
(K.Subramanian)
Chairman & Managing Director
DIN : 05202929

Sd/-
(George Kuruvilla)
Director (O&M)
DIN : 06829122



कार्यालय प्रधान निदेशक वाणिज्यिक लेखा परीक्षा
एवं पदेन सदस्य, लेखा परीक्षा बोर्ड-IV, नई दिल्ली
Office of the Principal Director of Commercial
Audit & Ex-officio Member, Audit Board-IV, New Delhi
No.347-PDCA/MAB-IV//A/cs/BECIL/15-16/435
Date : 22-09-2015

Confidential

To,

**The Chairman & Managing Director,
Broadcast Engineering Consultants India Limited,
Becil Bhawan, C-56-A/17, Sector-62,
Noida-201307 (Uttara Pradesh)**

Sub: Comments of the Comptroller & Auditor General of India under Section 143(b) of the Companies Act, 2013 on the financial statements of Broadcast Engineering Consultants India Limited for the year ended 31st March 2015.

Sir,

I am to enclose herewith the a Non-Review Certificate under Section 143(6) (b) of the Companies Act, 2013 on the accounts of **Broadcast Engineering Consultants India Limited** for the year ended 31st March 2015.

The receipt of the letter may kindly be acknowledged.

Yours faithfully,



(Dr. Ashutosh Sharma)

Pr. Director of Commercial Audit &
Ex-Officio Member, Audit Board-IV

Encl : As above

आठवाँ व नवाँ तल, संकाय भवन, 10 बहादुर शाह ज़फर मार्ग, नई दिल्ली-110002
8TH & 9TH FLOOR, ANNEXE BUILDING, 10 BAHADUR SHAH ZAFAR MARG, NEW DELHI-110002
दूरभाष / TEL. : 011-23239413, 23239415, 23239419, 23239420, फ़ैक्स / FAX : 011-23239416
ईमेल / Email : mabnewdelhi4@cag.gov.in

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED FOR THE YEAR ENDED 31st MARCH, 2015.

The preparation of financial statements of **Broadcast Engineering Consultants India Limited** for the year ended 31st March 2015 in accordance with the financial reporting framework prescribe under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditor/auditors appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act is/are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act, This is stated to have been done by them vide their Audit Report dated **18.05.2015**.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of **Broadcast Engineering Consultants India Limited** for the year ended 31st March 2015 and as such have no comments to make under section 143(6)(b) of the Act.

For and on behalf of the Comptroller

and Auditor General of India



(Dr. Ashutosh Sharma)

Pr. Director of Commercial Audit &
Ex-Officio Member, Audit Board-IV

Place : New Delhi
Dated : 22.09.2015

AGM Minutes



Key dates toward finalization of 20th Annual Report

| Particulars | Date |
|--|----------------------|
| Approval of Annual Accounts by the Board of Directors | 18th August, 2015 |
| Signing of Annual Accounts by Statutory Auditors | 18th August, 2015 |
| Comments of the Comptroller & Auditor General of India | 22nd September, 2015 |
| Meeting of Board of Directors for Approval of Directors Report and Calling of Annual General Meeting (AGM) | 23rd September, 2015 |
| Adoption of Annual Accounts by members of the Company in AGM | 29th September, 2015 |



ISO 9001 : 2000



BECIL

बेसिल

*A
"Mini Ratna"
Company*

ब्रॉडकास्ट इंजीनियरिंग कंसल्टेंट्स इंडिया लिमिटेड

(भारत सरकार का उद्यम- सूचना एवं प्रसारण मंत्रालय के अन्तर्गत)

BROADCAST ENGINEERING CONSULTANTS INDIA LIMITED

(A Government of India Enterprises- under Ministry of Information & Broadcasting)

REGISTERED & CORPORATE OFFICE :

C-56/A-17, Sector-62, Noida-201307, U.P.,

Tel : 0120-4177850, Fax : 0120-4177879

CIN - U32301UP1995GOI017744

HEAD OFFICE :

14-B, Ring Road, Indraprastha Estate, New Delhi - 110 002,

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E-mail : becil@vsnl.net, Website : www.becil.com

REGIONAL OFFICE :

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Bangalore – 560076, Tel. : 080-26685853