THE AVVASHYA GROUP
TRANSFORMATIONS THAT DELIGHT

TECHNOLOGY ENABLED LOGISTICS

ANNUAL REPORT
2015-16

allcargo logistics ltd.
Ingenuity In Motion

CONTENTS

CORPORATE OVERVIEW

01 Technology Enabled Logistics
02 Our World in a Nutshell
04 Chairman's Message
08 Looking Back at an Eventful Year
10 Strengthening our Business through Technology

Growing Scale of Operations

12 Non-vessel Operating Common Carrier
14 Container Freight Stations & Inland Container Depot facilities
16 Project Forwarding & Crane Rental
18 E-Commerce Logistics
20 Ship Owning
22 Contract Logistics
24 Board of Directors
26 Management Team
28 Making an Enduring Societal Difference
30 Awards and Recognition

STATUTORY REPORTS

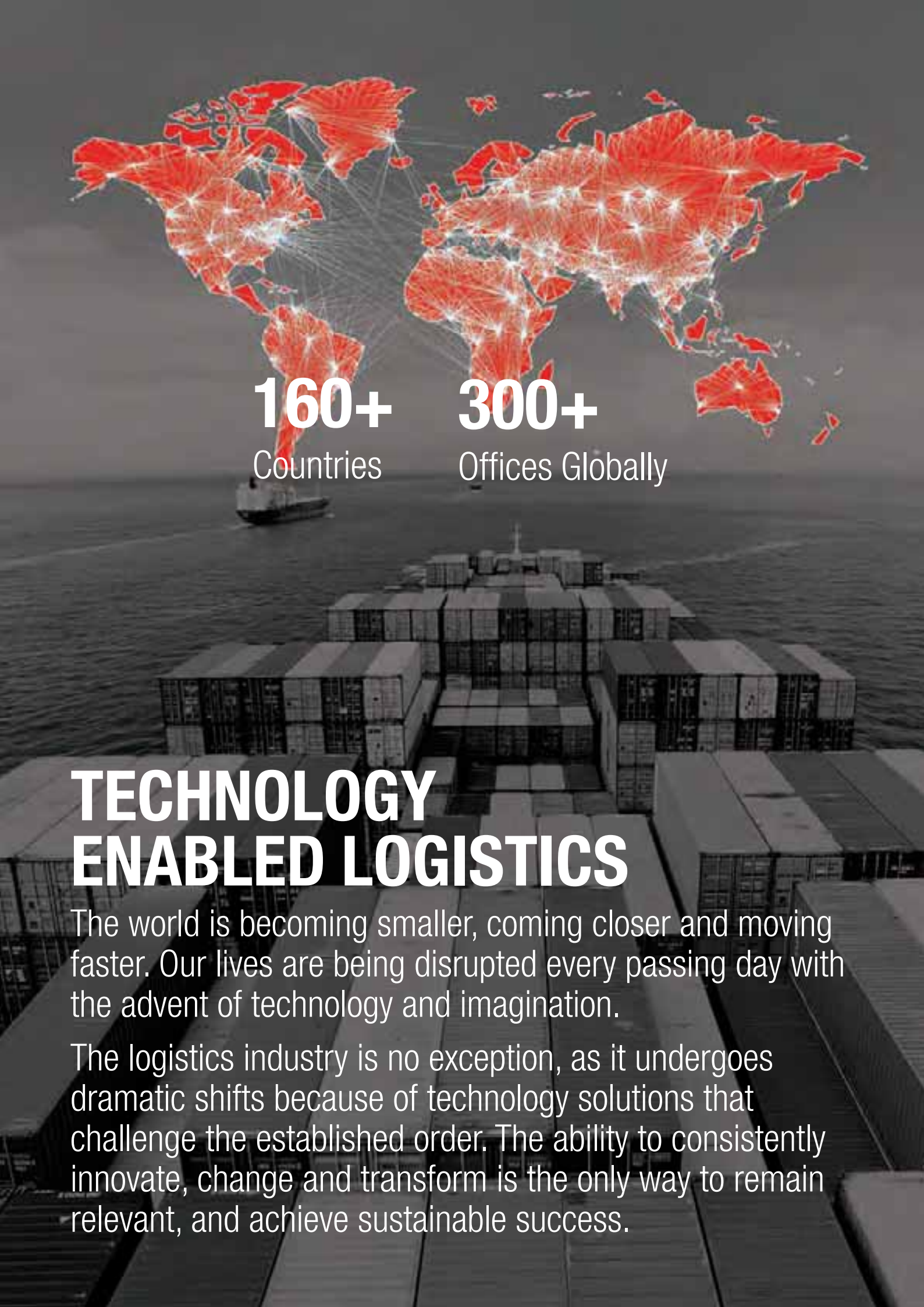
32 Director's Report
79 Management Discussion and Analysis
85 Corporate Governance Report

FINANCIAL STATEMENTS

109 Standalone Financials
154 Consolidated Financials

Forward-looking Statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.



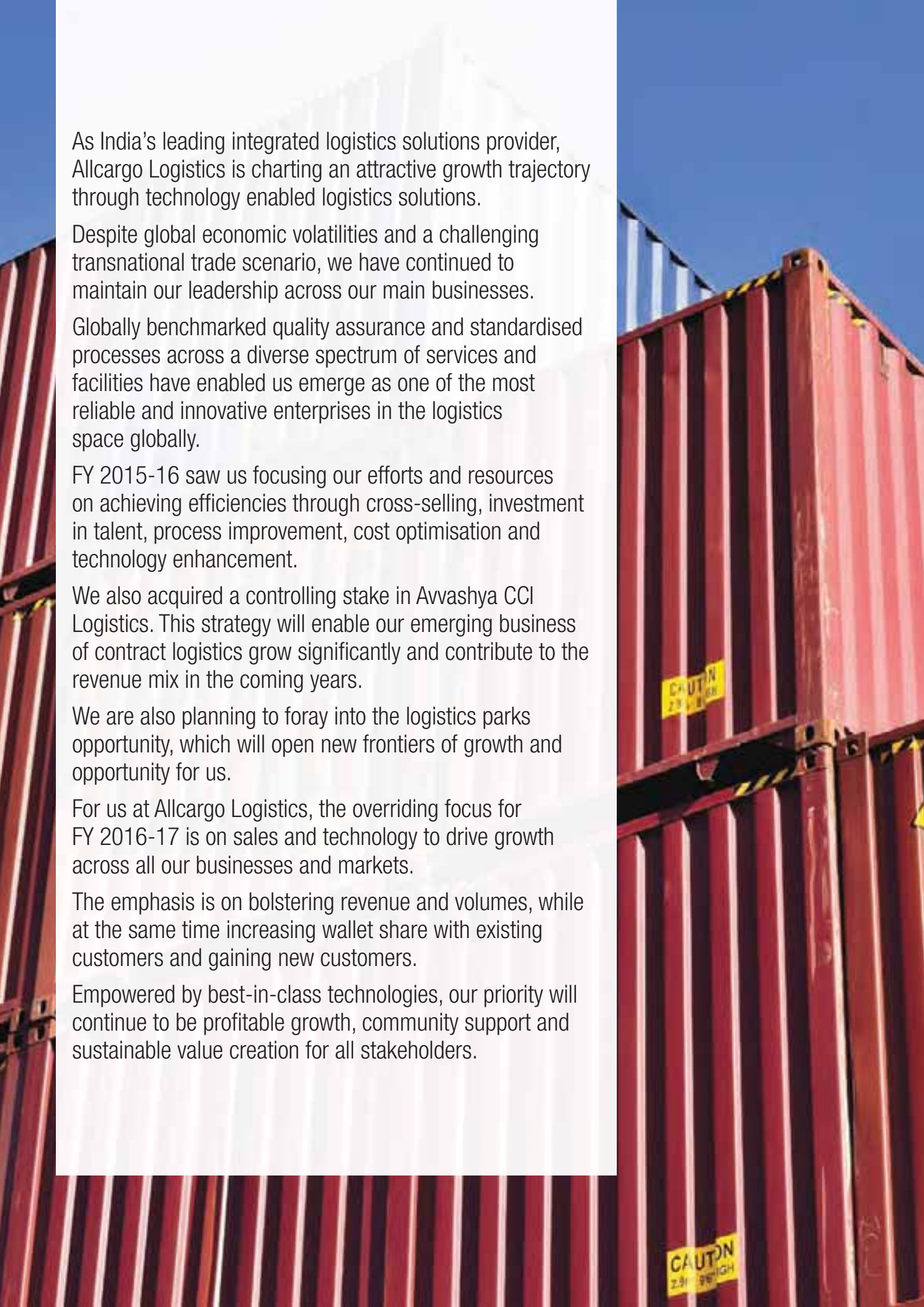
160+
Countries

300+
Offices Globally

TECHNOLOGY ENABLED LOGISTICS

The world is becoming smaller, coming closer and moving faster. Our lives are being disrupted every passing day with the advent of technology and imagination.

The logistics industry is no exception, as it undergoes dramatic shifts because of technology solutions that challenge the established order. The ability to consistently innovate, change and transform is the only way to remain relevant, and achieve sustainable success.



As India's leading integrated logistics solutions provider, Allcargo Logistics is charting an attractive growth trajectory through technology enabled logistics solutions.

Despite global economic volatilities and a challenging transnational trade scenario, we have continued to maintain our leadership across our main businesses.

Globally benchmarked quality assurance and standardised processes across a diverse spectrum of services and facilities have enabled us emerge as one of the most reliable and innovative enterprises in the logistics space globally.

FY 2015-16 saw us focusing our efforts and resources on achieving efficiencies through cross-selling, investment in talent, process improvement, cost optimisation and technology enhancement.

We also acquired a controlling stake in Avvashya CCI Logistics. This strategy will enable our emerging business of contract logistics grow significantly and contribute to the revenue mix in the coming years.

We are also planning to foray into the logistics parks opportunity, which will open new frontiers of growth and opportunity for us.

For us at Allcargo Logistics, the overriding focus for FY 2016-17 is on sales and technology to drive growth across all our businesses and markets.

The emphasis is on bolstering revenue and volumes, while at the same time increasing wallet share with existing customers and gaining new customers.

Empowered by best-in-class technologies, our priority will continue to be profitable growth, community support and sustainable value creation for all stakeholders.

OUR WORLD IN A NUTSHELL

Allcargo Logistics is the leading LCL consolidators in the world, and India's first and largest integrated logistics solutions provider in the private sector. We have redefined the global logistics landscape with our distinctive and pioneering integrated logistics services. We operate with the notion that logistics is not just a service, but an opportunity to create solutions that empower businesses globally.

With a wide network of 300+ offices across 160+ countries, we are one of the global leaders in NVOCC services. We acquired ECU-LINE in 2006, which resulted in further efficiency of our operations. In 2016, we rebranded our global identity to ECU Worldwide and consolidated our global presence. This step denoted our well-knit offices and highly-coordinated operations. Our endeavour is to produce benchmarks of quality and consistency, thus co-creating value for all our stakeholders.

Our world-class Container Freight Station (CFS) and Inland Container Depot (ICD) facilities, best-in-class equipment, leadership in Project Forwarding and Coastal Shipping as well as expertise in Contract Logistics Solutions, has helped us sustain our position as one of the most experienced, reliable and innovative organisations in the logistics space globally.

Vision

Become a leader in the business known for pioneering solutions in logistics, worldwide.

Mission

Create benchmarks of quality, consistency and commitment in the integrated logistics business worldwide.

Create better value for clients and for us through ingenuity supported by knowledge, expertise, technology and imagination.

Nurture long-term relationships with all stakeholders through growth, trust and by delivering on promises.

Be a responsible corporate citizen by contributing to the society and respecting cultural sensibilities.

Inspire creativity, initiative and leadership.

Values

- Trust
- Integrity
- Team Spirit
- Leadership
- Passion for Excellence
- Respect for Individuals
- Transparency and Openness

CHAIRMAN'S MESSAGE

EBIT

₹ 39,546 Lakhs

EBITDA

₹ 54,832 Lakhs

TOTAL REVENUE

₹ 571,424 Lakhs

Dear Fellow Shareowners,

It gives me immense pleasure to write to you after a challenging but satisfactory year. I am delighted to share with you the highlights of our Company's performance for the year 2015-16.

Despite challenging economic and geopolitical conditions around the world, our Company has continued to maintain its leadership across all its businesses – MTO, CFS and Project & Engineering Solutions.

Our ability to offer integrated and one-stop logistics solutions through the synergy of businesses has made us a preferred partner to our customers.

Today, we:

- Are the largest LCL consolidator in the world
- Are the only logistics company with significant CFS presence at all 3 major container ports of the country, two inland container depots, with land banks at other major cargo centres to be developed in the future
- Have always looked at opportunities to further consolidate our position by opening new CFS
- Have taken huge steps to become a large player in contract logistics business which is likely to grow significantly post GST
- Are among the leading Project Logistics and Equipment Leasing players in India

We will continue to focus on delivering value to our clients by helping them strengthen their logistics value-chain, provide exciting career opportunities to our employees, while further enhancing our profitability and increasing ROCE across businesses, ultimately leading to maximisation of shareholder value and return.

The global economic scenario remained weak during the year under review. Although India has emerged as one of the fastest growing major economies in the world, its growth was muted and uneven on account of various factors like policy reform setbacks, insufficient rainfall, stress in the Indian banking sector and lack of private sector investments, amongst others. This in turn affected the growth and profitability of companies across sectors.

Seeing the trend continue, we have concentrated our efforts on bringing in more efficiencies through cross-selling, investment in human capital, process improvements, cost optimisation and technology enhancements to ensure that we will remain competitive in a volatile and uncertain global environment.

In our LCL consolidation business, we have continued to increase direct LCL services from our offices globally, to maintain market leadership. We have taken all the steps to get the best value from all our acquisitions made in the recent past. I am very happy to say that all of them have created value to help the Company truly become a global player together with being in line with the estimated payback period.

In our LCL consolidation business, we have continued to increase direct LCL services from our offices globally, to maintain market leadership. We have taken all the steps to get the best value from all our acquisitions made in the recent past.

CHAIRMAN'S MESSAGE CONTINUED

This year, we have consolidated all our international brands into a single brand – ECU Worldwide. The worldwide launch of 'ECU Worldwide' was announced on May 2, 2016. This strategic change, announced after 29 years of brand ECU Line's existence, was supported through a global internal and external communication campaign. The motive of this change is to re-energise the ECU Worldwide brand and reinstate the message of a single global network among our stakeholders. Our rationale was to ensure that we simplify geography for our customers through our presence in 160+ countries and 300+ offices.

In the CFS segment, we are among top operators at all locations we have our facilities in. Despite continued drop in EXIM trade of India and almost no growth in port volumes, we have been able to increase our business. Soon we will have presence in the east coast of India as we plan to open a world-class facility in Kolkata by the end of 2016-17.

We shall also be among the first few to foray into the logistics parks opportunity, which will be extremely beneficial due to the government initiatives of DFRC and smart cities. In pursuit of this opportunity, we have identified a significant piece of land in Jhajjhar (Haryana), where we are looking to set up a rail-connected logistic park. Currently, we are evaluating to develop this in phases, depending on our clients' needs. This facility will cater to Inland Container Depot, Silos for Bulk Cargo handling, offering storage and rail services for domestic Cargo, PFT and warehousing and distribution services, etc.

In our Project & Equipment business, we continued to enjoy good asset utilisation and have remained conservative in our capex spend; while we see Government infrastructure spend increasing, project level investments by our clients are few and far between. We have purchased two vessels and at present, we are the largest player in break bulk shipments using coastal shipping services. Our ships are reasonably deployed in the current depressed market conditions; and the future looks promising on the back of the country's push for such a mode of transportation and the emerging infrastructural spend.

In the past year, we have taken major steps in stepping up our freight forwarding and contract logistic business through a joint venture with a leading company in the Indian logistic space viz., CCI Pvt Ltd. The new joint venture has been named as Avvashya CCI Logistics Private Limited. It is a strong player across diverse sectors, offering value-added services to its marquee clients. With the acquisition of a majority stake in Avvashya CCI, our emerging business of contract logistics/ supply chain management will undergo a paradigm shift, to be among the top 3 supply chain company in the country in the years to come, contributing significantly to the growth of Allcargo. In this financial year, the long awaited GST bill is likely to be approved in the Rajya Sabha. This legislation is expected to be a game changer to the logistic industry. We as an organisation are well placed to derive benefits in large scale from this emerging opportunity. We have drawn plans to grow our Contract Logistics & supply chain management business across the country in the next couple of years, to offer country wide services to our existing and new customers.

We plan to continue our conservative capex strategy in the current year, while leveraging every opportunity to enhance profits and shareholder value. We are focused on revenue and profit growth, ROCE, asset utilisation and cash flows across all our businesses. Strong cash flows generated in the years to come, will be used to bring down the existing debt on the balance sheet as well as to pursue new growth opportunities.

We are confident that in the coming years, along with the growth in domestic consumption and growth in economy, we will not only increase our market share, but also grow across India.

We are confident that in the coming years, along with the growth in domestic consumption and growth in economy, we will not only increase our market share, but also grow across India.

BUSINESS PERFORMANCE

The consolidated financial performance for the 12 months ended March 31, 2016, is as follows:

- Total revenue from operations stood at ₹ 571,424 Lakhs for the year ended March 31, 2016, as against ₹ 568,141 Lakhs for the corresponding previous period. This growth was supported by increase in volumes and revenues across all our businesses
- EBIDTA touched ₹ 54,832 Lakhs for the year ended March 31, 2016, vis-à-vis ₹ 52,798 Lakhs for the corresponding previous period, registering an increase of 4%
- EBIT was ₹ 39,546 Lakhs for the year ended March 31, 2016, compared to ₹ 37,061 Lakhs for the corresponding previous period, reporting an increase of 7%
- EPS for the year ended March 31, 2016 was ₹ 11 for a face value of ₹ 2 per share.

FUTURE PLANS

The Government has declared its unwavering intent to help manufacturing grow in India. On the infrastructure front too, the creation of the dedicated freight corridor will help to boost the trade specially help the shippers based in north-western and northern India to be more competitive in the global markets. These initiatives will help boost domestic trade as well, and logistics will play a key role.

For us at Allcargo Logistics, 2016-17 is marked as 'The Year of Sales & Technology'. This will drive growth across all our businesses and markets. Besides, it will strengthen revenue and volumes, while at the same time increasing wallet share with existing customers and help us acquire new customers.

With the aim to build a solid foundation for ongoing digital innovations, 4 years ago we decided to invest in developing our ERP. This project was named as 'Topaz', the new system is integrating four different legacy systems into one global platform to connect all offices worldwide, in a seamless manner. In cooperation with leading software developer TCS, the new software has been built based on the latest technology and is currently being rolled out gradually across the ECU Worldwide network.

The new, 'Topaz' system is now enabling us to establish a 'two spee'" IT approach where customer facing new applications can be developed quickly in response to fast emerging market needs. It also allows a much more effective interaction with customers, suppliers, and other third party systems via modern API technology. Following the roll out of Topaz, we have plans to build a digital model for our existing businesses. Accordingly we are currently engaged in the conceptualisation and design of such an initiative.

We see managing information as the core of our business and consider strong digital innovation and design knowledge and capability, to be the most important strategic asset today and in the future.

Going forward, we will continue to focus on our existing businesses. We will leverage our diversified network and products to further strengthen our leadership in LCL and FCL business. In India, we will continue to concentrate on increasing our market share and targeting newer geographies in CFS and ICD. Besides, we aim to further scale-up our contract logistics business with special focus on e-commerce and chemical warehousing. Moreover, we will continue to retain our leadership position in P&E businesses and strengthen our coastal shipping business keeping in mind a strong customer base in order to earn an ROCE which will be higher than the cost of equity.

I believe, human capital plays a pivotal role in achieving competitive advantage. Thus, we consistently invest in talent and in nurturing their skills to help them function more efficiently. Besides, we strongly encourage employee-engagement activities. I believe that our existing talent pool will enable us to outperform our peers and meet our obligations as an organisation to all our stakeholders.

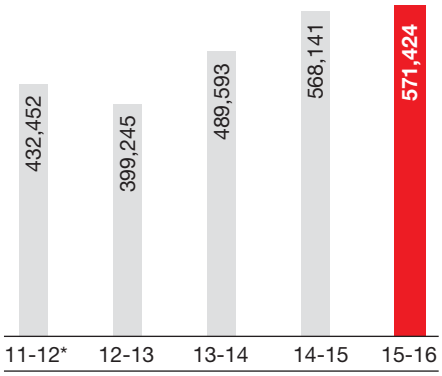
I thank you all for your immense support and continued confidence in the Management of our Company. I would like to convey my gratitude to our stakeholders – customers, employees, partners, shareholders, business associates and society at large, for their consistent faith in us. We seek the cooperation of all stakeholders to make the journey even more exciting and rewarding, going forward.

Thank You.
Dr. Shashi Kiran Shetty
Founder & Chairman

LOOKING BACK AT AN EVENTFUL YEAR

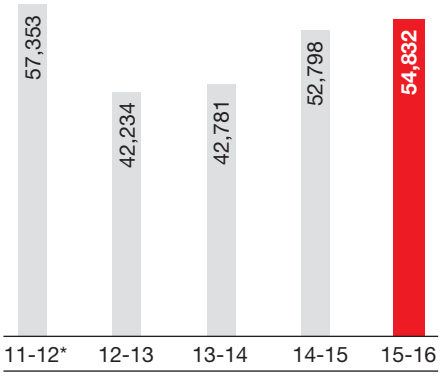
Financial Highlights

Total Income (₹ in crores)



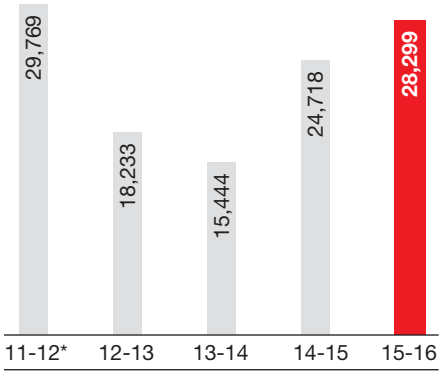
13.4% 5 YEAR CAGR**

EBITDA (₹ in crores)



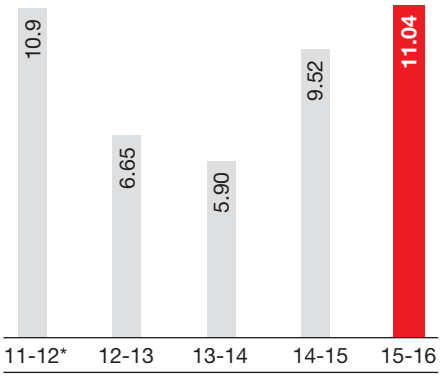
4.6% 5 YEAR CAGR

Profit after Tax (₹ in crores)



4.4% 5 YEAR CAGR

Earnings per Share (Adjusted for bonus issue) (₹)

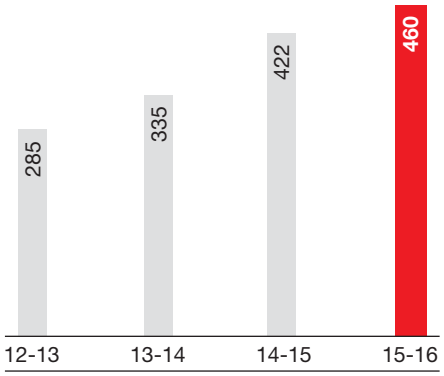


*15 months

**From FY 11-12 to FY 15-16, FY 11-12 annual number based on simple extrapolation

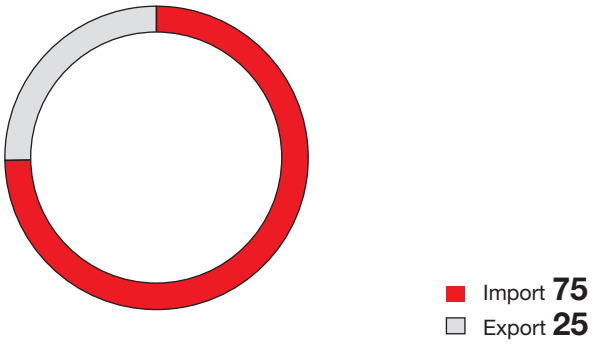
Operational Highlights

MTO[1] (Volume in TEU[2])

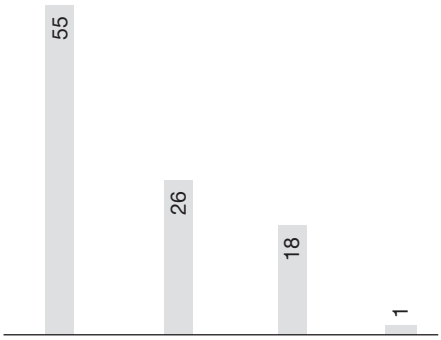


[1] Multi-Modal Transport Operations
[2] Twenty Foot Equivalent Units

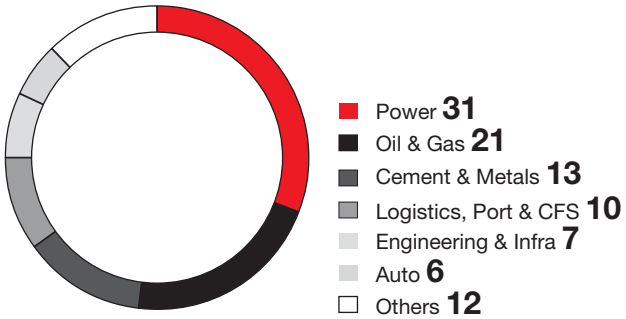
Import-Export Mix (%)



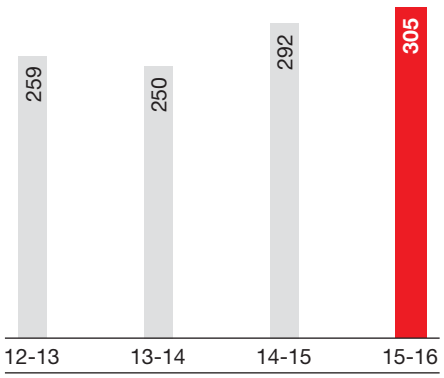
Volume Split as per Geography (For LCL only)



Project & Engineering Solutions (P&E) Industry Diversification (By Revenue) - FY 2016 (%)



CFS[3] (Volumes in TEU[2])



[1] Multi-Modal Transport Operations
[2] Twenty Foot Equivalent Units
[3] Container Freight Stations

STRENGTHENING OUR BUSINESS THROUGH TECHNOLOGY

Allcargo Logistics is transforming and responding with agility and proactiveness to the evolving time. With that, we are also transforming ourselves according to business demands.

We recognise that technology will be a key enabler for us to achieve our business milestones. Our IT team, along with the business leaders are proactively focusing on proposing creative and innovative solutions to our customers. Our strong focus on technological advancement is enabling the business to transform and also helping us execute the day-to-day operations with precision.

We plan to make 2016 the year of 'Sales and Technology Evolution' to drive growth across all our businesses and markets. This will subsequently bolster our revenue and volumes, while at the same time increasing wallet share with existing customers and gaining new customers.

GROWING SCALE OF OPERATIONS

BUSINESS DIVISIONS

NON-VESSEL OPERATING COMMON CARRIER (NVOCC)

Backed by a strong local and international network, NVOCC has emerged as one of the market leaders. Equipped with highly-trained professionals, along with latest hi-tech processes and systems, we are globally acclaimed for our quality of service and on-time delivery.

ASSETS
Asset-light business

PRESENCE
Across the globe

STRENGTH
- Network across 164 countries
- Highest number of direct services
- Domestic consolidation movements connecting all ICDs to the port CFS for both export and import
- Strong technological capability for the ease of doing business
- Dedicated hazardous cargo management
- Unparalleled customer service
- End-to-end logistics solutions in terms of picking and delivering cargo

BUSINESS
Multi-modal Transport Operations (MTO)

FINANCIALS
- The total revenue for the year ended March 31, 2016 was ₹ 4,762 crore as against ₹ 4,774 crore for the corresponding period of the previous year
- EBIT was ₹ 239 crore for the year ended March 31, 2016, as against ₹ 190 crore for the corresponding period of the previous year, registering an increase of 26%

PERFORMANCE
- The business achieved total volumes of 4,59,746 TEUs for the year ended March 31, 2016 as against 4,22,200 TEUs for the corresponding period of the previous year, reporting an increase of 9%

CONTAINER FREIGHT STATIONS & INLAND CONTAINER DEPOT FACILITIES

Our state-of-the-art, strategically located, IT-enabled and 100% pilferage-proof Container Freight Stations (CFS) and Inland Container Depot (ICD) facilities are designed to provide our customers with lean and agile supply chain solutions.

Our processes are built-in with safety features to ensure a secure and smooth flow of containers. From deploying cutting-edge technology (RFID-based container tracking and RTGs) to enjoying goodwill with shipping lines, importers and exporters, freight forwarders, custom house agents, we have world-class service standards. However, what truly makes us the leaders in CFS and ICD segments in India is our commitment towards delivering beyond our customers' expectations. We work 24X7 to understand the dynamic and diverse logistics and supply chain needs and engineer solutions that are profitable for our customers.

ASSETS

Reach stackers, RTGCs, fork lifts, empty handlers and export-import warehouses.

PRESENCE

Across seven locations in India: 2 CFS at JNPT, 1 CFS at Mundra, 1 CFS at Chennai, 1 CFS coming up in Kolkata, 1 ICD at Kheda near Indore, 1 ICD at Dadri.

STRENGTH

- Strong technological capability for the ease of doing business
- Import, export bonding warehouses
- State-of-the-art lifting equipment
- ISO, OHSAS and C-TPAT certified facilities
- RFID kiosks with web tracking, SMS tracking and mobile app
- Own equipment at all facilities
- Customised solutions
- Over dimensional cargo handling

BUSINESS

CFS & ICD

FINANCIALS

- The total revenue for the year ended March 31, 2016 was ₹ 443 crore, as against ₹ 403 crore for the corresponding period of the previous year, reporting an increase of 10%
- EBIT was ₹ 137 crore for the year ended March 31, 2016, as against ₹ 109 crore for the corresponding period of the previous year, recording an increase of 26%

PERFORMANCE

- The business clocked total volumes of 3,04,756 TEUs for the year ended March 31, 2016, as against 2,91,579 TEUs for the corresponding period of the previous year, registering an increase of 5%

BUSINESS DIVISIONS

PROJECT FORWARDING & CRANE RENTAL

We are the largest project forwarding & crane rental company in India. Our expertise and ingenious solutions have helped our customers grow. Be it an over dimensional cargo or a complex movement that requires special route designing, our customers can count on us.

We truly provide an integrated logistics solution to our customers with a fleet of owned equipment, including cranes (crawler and tyre mounted), hydraulic axels, heavy duty prime movers, girder bridges, load spreaders, heavy duty rollers/hydraulic jacks, flat and low bed trailers, fork lifts, sea-going barges, reach stackers and ancillary equipment. We are focused on optimising the uptime of transport and installation of our customers' cargo. Our equipment undergoes stringent maintenance programmes, thereby ensuring reliability and safety at all times.

ASSETS
Equipment mentioned above

PRESENCE
All across India and the sub-continent

STRENGTH
- Logistics solutions for complicated and critical loads
- Highest number of girder bridge assisted deliveries
- Capable of executing projects, which need cranes and lifting solutions ranging in capacity from 50 to 3,000 metric tons
- Sectors serviced: Power (thermal, combined cycle and wind), Oil and Gas, Refineries, Cement, Steel, Ports, CFS and Infrastructure
- Certifications and accreditations- OHSAS and LEEA
- Vehicle tracking system
- Owned equipment
- Experienced team of skilled engineers and experts

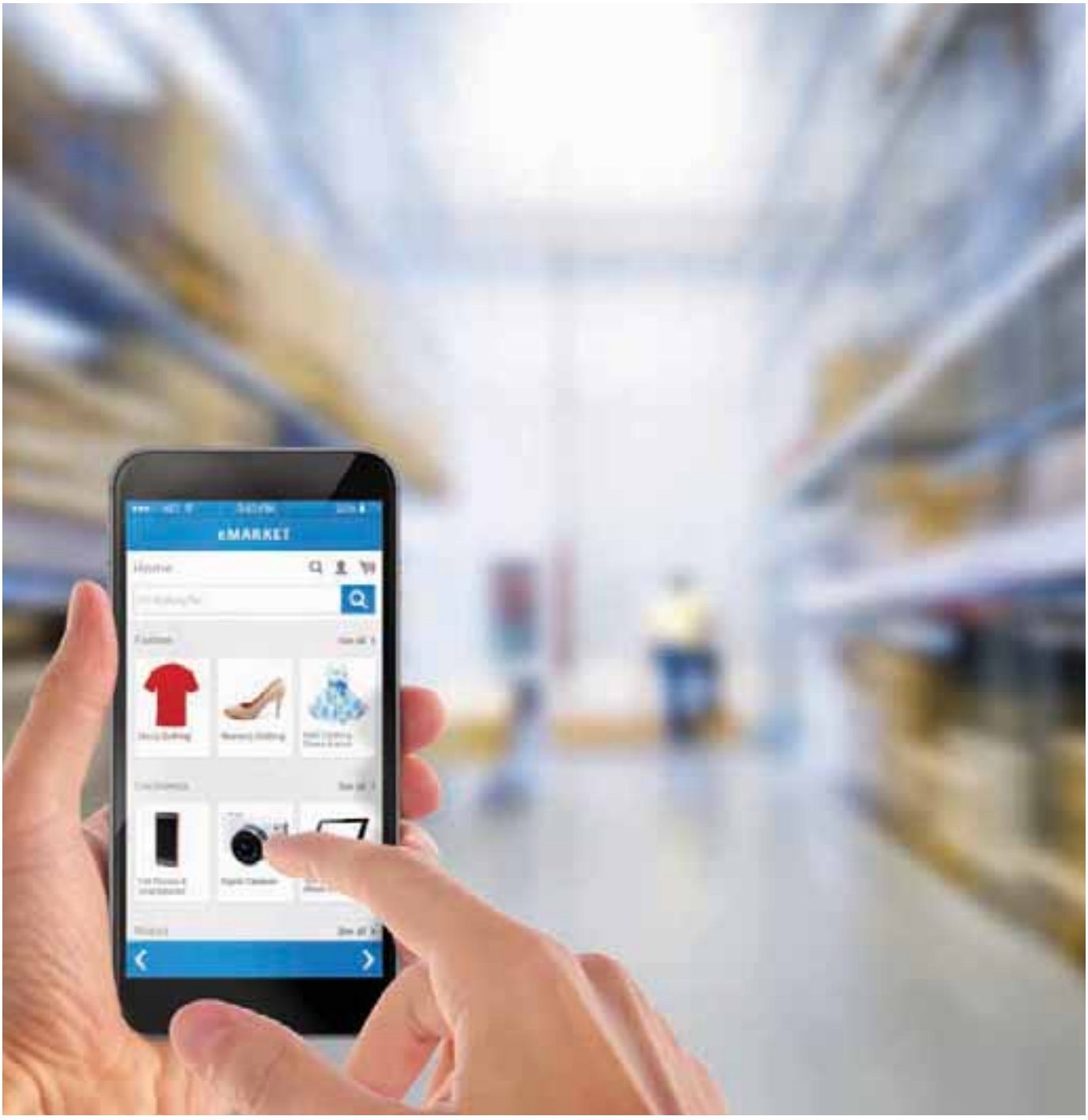
BUSINESS
- Project Forwarding and Crane Rental

FINANCIALS*
- The total revenue for the year ended March 31, 2016, was ₹ 549 crore as against ₹ 530 crore for the corresponding period of the previous year, reporting an increase of 4%
- EBIT was ₹ 64 crore for the year ended March 31, 2016, as against ₹ 73 crore for the corresponding period of the previous year

*Financials for Project & Engineering Solutions Division.

BUSINESS DIVISIONS

E-COMMERCE LOGISTICS



Our e-commerce logistics solutions come with the edge of speed, accuracy and scalability that give us the capacity to handle high volumes of both e-commerce and retail industry, effortlessly. The retail business is highly seasonal making the demand planning a challenging task.

We have a unique understanding of the needs of e-commerce businesses, fashion retailers, marketplace model and mail order catalogues. We have adapted to meet the demands of this sector by introducing cost-efficient semi-automated warehousing, use of Infor WMS application, Put-to-Light and Pick-to-Light operating models supported for conveyors and sorters and advanced stock management systems, which allow the seamless coordination of retailers, retail outlets and e-commerce platform providers. We can also provide a shared-user fine distribution network, which offers complete coverage, as and when our customers need it. We are geared for RTV (Return to Vendor), RTI (Return to Inventory) and RTO (Return to Origin). Our strength is our ability to invest in technology and potential for scalability owing to our lineage and financial strength.

ASSETS
Service oriented; nothing is owned

PRESENCE
Pan-India

STRENGTH
- State-of-the-art facility design
- Geared for RTV, RTI, RTO
- Trained professionals at various levels with 100+ years of combined experience
- Strong IT infrastructure
- Scalable and customised warehousing
- Supply chain business process integration
- End-to-end supply chain solutions
- Seamless visibility into all your inventory
- Strict safety and environment regulations

BUSINESS DIVISIONS

SHIP OWNING

The Indian sub-continent offers a promising future for short-sea and coastal trade due to its natural geography. Our shipping services offer the assurance of minimising the cost and time of our customer's supply chain cycle, while making it increasingly green and sustainable.

Our customers can count on us to make their supply chain flexible, efficient and future ready. We partner with our customers to deliver their commitments by creating solutions that are one of a kind. From promising safer movement of goods even with large parcels/over dimensional cargo, to more economical mode for break bulk cargo, we make it happen.

ASSETS
5 coastal ships

PRESENCE
Across Indian coasts and sub-continent

STRENGTH
- Three Indian flagged vessels and two Sri Lankan flagged vessels
- Indian flag vessels work in Indian coast and near coast area
- Sri Lankan flag vessels work in/ around Sri Lankan coast and international voyages
- Well maintained and self-geared ships
- Vessels reaching all Indian ports
- Only Indian player to cater to a domestic bulk coastal cargo for the past five years
- Solutions-based pricing
- Customer oriented service excellence

BUSINESS DIVISIONS

CONTRACT LOGISTICS

A lean supply chain ensures that our customers maintain a fine balance between inventory costs and the promise of on-time delivery at a competitive price. Our Supply Chain Management systems are capable of constantly evolving to adapt and align towards our customer's business goals.

We understand that in order to maximise customer satisfaction, all the flows of our customer's supply chain from product to information to finance, need to be responsive towards demand. Whether our customer's business strategy is based on differentiation, scalability, cost leadership or quick response, we are ready to back it up.

ASSETS
Warehouses

PRESENCE
Pan-India

STRENGTH
- State-of-the-art facility design
- Best-in-class equipment
- Trained professionals at various levels with 100+ years of collective experience
- Strong IT infrastructure
- Scalable and customised warehousing
- Supply chain business process integration
- End-to-end supply chain solutions
- Seamless visibility of inventory
- Stringent adherence to chemical compliance
- Temperature managed warehousing
- Strict safety and environment regulations
- Geared for RTV, RTI, RTO

BOARD OF DIRECTORS

DR. SHASHI KIRAN SHETTY
Founder and Chairman

Dr. Shashi Kiran Shetty is the founder of Allcargo Logistics, which today enjoys the status of being India's largest integrated logistics company in the private sector. In less than a decade, he spearheaded 10 key global acquisitions. During 2005-06, made history with the acquisition of Belgium-based ECU-LINE, the world's second largest NVOCC player. For his valuable contribution to the sector, he was awarded the prestigious 'Lifetime Contribution to Freight Award' at the Global Freight Awards 2015, London. Besides, Mr. Shetty was awarded the 'Honorary Doctorate' by Mangalore University in 2015, for his professional achievements, as well as for his philanthropic contributions.

ADARSH HEGDE
Executive Director

He has been associated with Allcargo Logistics since its inception. With close to three decades of experience in the field of logistics, he has been instrumental in the Company's success. Under his leadership, Allcargo Logistics established six CFS and ICD facilities across India, making the Company's CFS & ICD division one of the largest in the country. He continues to lead the blue- print and strategy for the division.

ARATHI SHETTY
Non-Executive Director

She has been a Non-Executive Director of the Company since its incorporation. She holds a Bachelor's degree in Arts from University of Mumbai. She forefronts the Company's sustainability initiatives under the Avashya Foundation. Besides, she is responsible for devising policies and identifying projects in six key areas including, environment, education, women empowerment, disaster relief, healthcare and sports.

MOHINDER PAL BANSAL

Non-Executive Independent Director

He has been serving as a Board member of Allcargo since 2010. He has over 25 years of experience in mergers & acquisitions, strategic advising, capital markets, company portfolio integration as well as post-acquisition performance management across India, Asia and Europe. He is a Chartered Accountant and has advised corporates across various sectors including logistics, auto components, manufacturing, realty, banking, education and IT. In June 1996, he started a newspaper for children called 'Newshouse', along with the promoters of Navneet.

HARI MUNDRA

Non-Executive Independent Director

He has been on the Board of Allcargo's since 2012 and comes with an experience of over 44 years. He holds a post graduate degree in management from the Indian Institute of Management, Ahmedabad. He has worked with various reputed organisations like Hindustan Unilever Ltd., RPG Group, Wockhardt Group and Essar Group in different capacities such as executive director, vice chairman and others. He is on the Board of Tata Autocomp Systems Ltd. (Chairman, Audit Committee) and Ceat Ltd. (Independent Director). Besides, he is a senior advisor to the USA-based global pharmaceutical and medical device company, Hospira.

PROF. J RAMACHANDRAN

Non-Executive Independent Director

He has been on the Board of Allcargo since 2013. He is a professor of strategy at the Indian Institute of Management, Bangalore. His works have been published in the Harvard Business Review, Strategic Management Journal, Global Strategy Journal, Economic and Political Weekly, among others. He is also the first Bain Fellow in India. Besides being a qualified Chartered and Cost Accountant, and a Fellow of the Indian Institute of Management Ahmedabad, he has been a visiting professor at INSEAD, Fontainebleau, France; the Wharton School of the University of Pennsylvania, USA; and the Carlson School of Management, University of Minnesota, USA.

KEKI ELAVIA

Non-Executive Independent Director

He has been associated with Allcargo since 2006. He was associated with Kalyaniwalla & Mistry - Chartered Accountants for 40 years and retired as a senior partner. He was also a partner of S. R. Batliboi & Co- Chartered Accountants, for a brief period. At present, he is on the board of several companies like Godrej Industries Limited, Tata Asset Management Limited, DCB Bank Limited, Goa Carbon Limited, Grindwell Norton Limited, Go Airlines India Limited and many others. Besides, he is a fellow of the Institute of Chartered Accountants of India.

MANAGEMENT TEAM

1

DR. SHASHI KIRAN SHETTY

Founder and Chairman

2

ADARSH HEGDE

Executive Director

3

MRS. ARATHI SHETTY

Non-Executive Director

4

UMESH SHETTY

CEO - Projects and Engineering Solution Division

5

PRAKASH TULSIANI

COO and Executive Director - Operations

6

P. P. SHETTY

Human Resource Advisor

7

S. SURYANARAYANAN

Executive Director - ECU Worldwide

8

JATIN CHOKSHI

Chief Financial Officer

9

AJIT JANGLE

Head Human Resources

10

MUKUNDAN K. V.

Chief Assurance and Risk Executive

11

CAPT. SANDEEP ANAND

CEO - Equipment Division

12

CAPT. SUNIL THAPAR

CEO, Shipping Division

13

AMOL PATEL

Chief Digital Officer

14

PRAMOD KOKATE

Chief Commercial Officer - CFS and ICD

15

NARESH SHARMA

Managing Director, Contract Logistics & Freight Forwarding

16

MARC STOFFELEN

Executive Director, ECU Worldwide

17

JOHN ABISCH

RCEO, USA, Caribbean & Central America

18

SHANTHA MARTIN

RCEO – ISC, Middle East, Africa & East Med

19

SIMON BAJADA

RCEO, North West Europe, Mediterranean

20

THOMAS HEYDORN

RCEO, Central & Eastern Europe

21

TIM TUDOR

RCEO, Latin America

22

UDAY SHETTY

RCEO, Asia Pacific

MAKING AN ENDURING SOCIETAL DIFFERENCE

As a leading technology-enabled logistics company, we are building a business that can have a lasting positive impact on society. We help empower disadvantaged sections through need-based interventions of our NGO Avashya Foundation.

AVASHYA FOUNDATION'S FOCUS AREAS

HEALTH CARE

We support both preventive and curative healthcare in the community. Holistic interventions are planned to address twin challenges of affordability and accessibility in Public Health.

- We provide financial support for essential surgeries, medication and cancer treatment - under project Jeevan and Jeevan – Coping with Cancer.
- Under Dhrusti initiative, we organise regular eye check-up camps across regions where we operate in.
- We have undertaken Leprosy Elimination Action Project (LEAP) to ensure that people affected with leprosy can live a normal life.

EDUCATION

We believe, every child has the right to learn and excel in his/her preferred field. Therefore, opportunities should be made available to children to pursue education. We aim to improve access to quality education through technological as well as human support.

- Our projects Disha and Kaushalya aim to provide a helping hand during a child's formative years of education; and also assist children to choose a career in later life.
- We are constructing and refurbishing schools in small localities.
- Nipun is a noble attempt to impart skills to the youngsters who belong to the families from drought-affected areas of Maharashtra. The training they receive from Nipun helps them make a career, leading to financial stability.

ENVIRONMENT

Our focus is to introduce safer and more efficient solutions to ensure environmental wellbeing. The way forward for us is consistent innovation for environment conservation and enrichment.

- We have designed sanitation facilities across schools and localities to promote basic personal hygiene.
- We have distributed solar lamps in rural Maharashtra as a part of our commitment towards renewable energy.
- We launched 'Maitree' tree plantation project under which we have planted 1,03,000 trees in Maharashtra and Karnataka.

EMPOWERMENT OF WOMEN

We aim to promote gender equality in our society by undertaking various initiatives to empower women and make them financially self-reliant. Our endeavour is to raise the self-esteem of women and instil a sense of security in them.

- Our women's programme aims to enable them to become financially secured and in turn raise their self-esteem.
- Our project 'Kaushalya' empowers women by providing entrepreneurial and skill development training.

DISASTER RELIEF

We help victims of natural calamities with relief intervention. We believe, it is our primary responsibility to help people in times of need.

- We support programmes, which provide essential items like food, water and shelter to afflicted people and restore communities.
- Our Rahat initiative provides support for calamities, such as drought, flood and fire, among others.

SPORTS

We enthusiastically work towards discovering and nurturing talent to make the sportspersons of tomorrow. We provide financial assistance to them, along with relevant training and support.

- We support underprivileged kids from Dharavi by providing them with cricket coaching.

CSR IMPACT

In the past three years, CSR impacted 1,29,194 lives positively in four states of the country namely Maharashtra, Tamil Nadu, Karnataka and West Bengal. Last year, it has touched 59,098. Health catered to needs of 36,641 deserving beneficiaries followed by Education at 8,925.

AWARDS AND RECOGNITION

As a leading technology-enabled logistics company, we are building a business that can have a lasting positive impact on society. We help empower disadvantaged sections through need-based interventions of our NGO Avashya Foundation.

WE BELIEVE IN WORK THAT DEFINES US. THIS CONTINUED EFFORT HAS GIVEN US RECOGNITION AND WON LAURELS VIA AWARDS AND HONOURS. WE TAKE IMMENSE PRIDE IN OUR ACHIEVEMENTS, AND CONSIDER THAT AS A RESPONSIBILITY TO DELIVER MORE EVERY TIME.

- Dr. Shashi Kiran Shetty was felicitated with the 'Lifetime Contribution to Freight' award by the Global Freight Awards.
- Dr. Shashi Kiran Shetty was honoured with the 'Distinction of Commander of the Order of Leopold II'- The Highest civilian honour by the Royalty of Belgium, H.M. King Philippe.
- Dr. Shashi Kiran Shetty was awarded an 'Honorary Doctorate from Mangalore University, for his philanthropic contributions in the field of healthcare for the underprivileged in Mangalore. These contributions were undertaken by Allcargo's NGO, Avvshya Foundation.
- Allcargo was awarded the 'Brand Excellence Award' in Logistics & Supply Chain by the World Marketing Congress.
- Allcargo was awarded the 'LCL Consolidator of the Year' award at the South East Cargo & Logistics Awards.

- Allcargo was honoured with 3 awards at the Gateway Maritime Award
  - CFS of the Year
  - Freight Forwarder of the Year
  - Ms. Shantha Martin was awarded the 'WISTA Personality of the Year'.
- Allcargo was honoured with 2 awards at MALA, 2015
  - Project Cargo Mover of the Year
  - Diversified Company of the Year
- Ms. Shantha Martin was awarded with the 'Women in Logistics' Award by Supply Chain Management Professional magazine at the Logistics Service Provider Awards.
- Allcargo was felicitated with 2 awards at the Gujarat Star Awards
- Best Integrated Logistics Company of the Year
- Best CFS Owner of the Year
- Ms. Shantha Martin was awarded the 'Business Leader Award' at the annual World Women Leadership Congress & Awards.

DIRECTOR'S REPORT

To,
The Members of
Allcargo Logistics Limited

Your Directors take pleasure in presenting the Twenty Third Annual Report on the business and operations of the Company, both on standalone and consolidated basis, together with Audited Financial Statements of the Company for the year ended March 31, 2016.

STATE OF THE COMPANY'S AFFAIRS

Your Company has projected to achieve USD 2 billion revenue by the year 2020. During the year under review, your Company successfully achieved the goals and targets set for the financial year 2015-16 though it was challenging year as factors like rough market conditions, fall in export and import volumes, low inflationary pressures and very low investments both by private and public sector affected the performance of the Company. Your Company's performance for the financial year 2015-16 was mainly attributable to the robust measures undertaken by your Company at all levels such as focus on pricing and aggressive marketing strategy, disciplined project executions, focused management approach, prudent financial and human resources management and better control over cost, consistent follow-up for receivables, lower depreciation of assets and reduced interest costs on account of restructuring/repayment of outstanding loans.

Major highlights of the state of your Company's affairs during the year under review are given as under:

- To increase market share in Container Freight Station business and for better management, optimum utilisation of resources and cost control, your Board of Directors has at its meeting held on February 13, 2016 approved acquisition of the Container Freight Station business undertaking of Transindia Logistic Park Private Limited (wholly owned subsidiary of the Company) situated at Uran, Raigad, as a going concern on slump sale basis, subject to determination of valuation by an independent valuer and receipt of necessary statutory and regulatory approvals.

- With a view to achieve significant presence in the Contract Logistics, E-commerce Logistics businesses and to consolidate Freight Forwarding business, your Board of Directors has at its meeting held on May 20, 2016 approved sale of Contract Logistics business of the Company and Freight Forwarding and Custom Clearance businesses of its wholly owned subsidiary Hindustan Cargo Limited, as a going concern on slump sale basis to Avvashya CCI Logistics Pvt. Ltd ("ACCI") for consideration other than cash in the form of equity shares of ACCI equivalent to the fair value of the aforesaid businesses as determined by the Independent Valuer. Further, the Company has also acquired additional controlling stake in ACCI for consideration of approximately ₹ 130 Crore. ACCI is a joint venture between Hindustan Cargo Ltd., CCI Logistics Ltd. and your Company. The ultimate aim of bringing these businesses under one Company is to synergise and expand the Warehousing, Freight Forwarding, Custom Clearance and other logistics services thereby providing a one stop and state of the art Integrated Logistics solutions to our valued customers. This new milestone will help us in not only achieving our vision to become USD 2 billion entity by 2020, but also channelize the fragmented logistics market in India.

- Your Board of Directors has at its meeting held on March 14, 2016 in principally approved setting up of rail linked Logistics Park in the Jhajjar district of Haryana. The facility is expected to be operational by 2018, subject to receipt of necessary statutory and regulatory approvals and rail connectivity. The move is in line with the Company's business expansion plan. The project will comprise of rail linked private freight terminal catering to railway cargo movement, free trade warehousing zone, domestic tariff area and other related activities over approximately 200 acres of freehold agricultural land, which is in close proximity to Dedicated Freight Corridor at Jhajjar, Haryana. The Jhajjar project will enable the Company to cater needs of providing end to end logistics solutions to customers in Northern belt.

- Your Company proposes to raise funds up to INR 300 Crore by issue of Secured Non-Convertible Redeemable Debentures on private placement basis in one or more tranches pursuant to the approval of the shareholders through postal ballot voting dated May 9, 2016 for the purpose of expansion and development of its existing businesses, future acquisitions, capital expenditure, working capital and other general business requirements.

- Your Company's overseas subsidiaries namely ECU Line, Econocaribe and China Consolidation Services have changed their identity to "ECU Worldwide" to consolidate various brands across the world under one powerful global brand. The objective is to reassure, re-energize and bring modernity. It provides the Company with the impetus to deliver more, to fulfill clients' needs even more, create new products and proactively propose solutions to surpass their expectations and help achieve our ambitious growth targets.

Detailed information on the business overview and outlook and state of the affairs of the Company is provided in the Management Discussion & Analysis Report as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forming part of this Report.

FINANCIAL HIGHLIGHTS

Your Company's financial performance during the year under review is summarized below:

(₹ in Lakh)

Particulars	Consolidated Results for financial year		Standalone Results for financial year	
	2015-16	2014-15	2015-16	2014-15
Sales & Other Income	**571,424**	568,141	**124,617**	117,921
Profit before Interest, Depreciation/ Amortization and Taxes	**54,832**	52,798	**27,556**	27,434
Interest	**4,249**	5,347	**2,548**	3,800
Depreciation and other Amortization	**15,286**	15,737	**10,031**	11,086
Profit Before Tax	**35,297**	31,714	**14,977**	12,548
Provision for Tax	**6,998**	6,996	**2,562**	2,799
Profit After Tax	**28,299**	24,718	**12,415**	9,749
Profit attributable to Minority Interest	**(862)**	(923)	**-**	-
Share of Profit of Associates	**389**	194	**-**	-
Profit after minority interest	**27,826**	23,989	**12,415**	9,749
Profit brought forward from previous year	**114,146**	93,615	**63,551**	57,113
Profit Available for Appropriations	**141,972**	117,197	**75,966**	66,560
Appropriations :				
Proposed Final Dividend	**-**	1765	**-**	1765
Tax on Final Dividend	**-**	359	**-**	359
Interim Dividend	**3,781**	756	**3,781**	756
Tax on Interim Dividend	**489**	129	**489**	129
Transfer to General Reserve	**-**	-	**-**	-
Transfer to Tonnage Tax Reserve	**-**	42	**-**	-
Transfer to Capital Redemption Reserve	**-**	-	**-**	-
Profit Carried to Balance Sheet	**137,702**	114,146	**71,696**	63,551

Consolidated Performance:

Your Company earned total revenue of ₹ 571,424 Lakh during the year under review against a total revenue of ₹ 568,141 Lakh in the previous year, representing marginal growth of 1% on year-on-year basis.

The Earnings before Interest, Depreciation, Tax and Appropriations (EBIDTA) recorded at ₹ 54,832 Lakh as at March 31, 2016 as compared to ₹ 52,798 Lakh in the previous year, with nominal growth of 4% on year to year basis.

The Net Profit after taxes and minority interest was higher by 16% and stood at ₹ 27,826 Lakh as at March 31, 2016 as compared to ₹ 23,989 Lakh in the previous year.

Standalone Performance:

Your Company achieved total revenue of ₹ 124,617 Lakh as compared to ₹ 117,921 Lakh in the previous year, representing a year-on-year growth of 6% supported by increase in volumes and revenue across all business segment.

The Earnings before Interest, Depreciation, Tax and Appropriations (EBITDA) remains flat and stood at ₹ 27,556 Lakh in the current year as compared to ₹ 27,434 Lakh during the previous year.

During the year under review, the Company registered growth of 28% in the Net Profit after Tax which stood at ₹ 12,415 Lakh as compared to ₹ 9,749 Lakh in the previous year.

For detailed segment wise performance, Members are requested to refer to the Management Discussion and Analysis Report annexed to this Report.

CHANGES IN THE NATURE OF BUSINESS, IF ANY

Your Company continues to provide Integrated Logistics Solutions to its customers and hence, there was no change in the nature of business or operation of the Company which impacted the financial position of the Company during the year under review.

TRANSFER TO RESERVES

Your Company does not propose to transfer any amount to its Reserves out of the profits of the Company for the year ended March 31, 2016.

DIVIDEND

With the primary objective to enrich and maximize shareholders value, your Company has been regularly paying dividend to its shareholders, including interim dividend based on the profits of the Company.

Your Company has declared and paid two interim dividends during the year under review, first interim dividend of Re.1/- per equity share representing 50% on the total paid up capital of the Company in the month of November, 2015 and second interim dividend of Re.1/- per equity share representing 50% on the expanded paid-up capital in the month of March, 2016, aggregating to a total dividend of ₹ 2/- per equity share of

₹ 2/- each fully paid up representing 100% on the total paid up capital of your Company. The total dividend payout during the year under review was ₹ 3,781 Lakh excluding dividend distribution tax.

In view of interim dividend declared on March 14, 2016, your Directors do not recommend any final dividend for the year under review.

PUBLIC DEPOSITS

Your Company has not accepted, invited and/or received any deposits from the public within the meaning of Section 73 and 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time during the year under review.

SHARE CAPITAL AND LISTING OF SHARES

To encourage the participation of small investors by making equity shares of the Company more affordable to the retail investors, enjoy the rewards of the growth of the Company and increase liquidity of the equity shares, your Board of Directors at its meeting held on November 5, 2015 recommended Bonus issue of Equity Shares of the Company in the ratio of 1:1 and the same was approved by the shareholders of the Company through postal ballot voting dated December 23, 2015.

With a view to accommodate the issue and allotment of Bonus Equity Shares, the Authorised Share Capital of your Company has been increased from ₹ 355,000,000/- (Rupees Thirty Five Crore Fifty Lakh only) divided into 177,475,000 (Seventeen Crore Seventy Four Lakh Seventy Five Thousand) Equity Shares of ₹ 2/- each (Rupees Two only) and 500 (Five Hundred), 4% Cumulative, Redeemable, Preference Shares of ₹ 100/- each (Rupees One Hundred only) to ₹ 550,000,000/- (Rupees Fifty Five Crore only) divided into 274,975,000 (Twenty Seven Crore Forty Nine Lakh Seventy Five Thousand) Equity Shares of ₹ 2/- each (Rupees Two only) and 500 (Five Hundred), 4% Cumulative, Redeemable, Preference Shares of ₹ 100/- each (Rupees One Hundred Only).

Accordingly, your Company has issued and allotted 126,047,762 Equity Shares of ₹ 2/- each fully paid as Bonus Shares in the ratio 1:1 on January 1, 2016, to the shareholders holding equity shares as on record date December 31, 2015. Consequently, the issued, subscribed and paid-up share capital of the Company increased and stood at ₹ 504,191,048/- (Rupees Fifty Crore Forty One Lakh Ninety One Thousand Forty Eight only) consisting of 252,095,524 (Twenty Five Crore Twenty Lakh Ninety Five Thousand Five Hundered Twenty Four) Equity Shares of ₹ 2/- each fully paid. The said Bonus Shares are listed and traded on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) w.e.f January 5, 2016.

Your Company's Equity Shares are listed and traded in compulsory dematerialized form on BSE and NSE. The Company has regularly paid the Annual Listing fees to the respective Stock Exchanges. Annual Custody/Issuer fee for the financial year 2016-17 has been paid by the Company to National Securities Depositories Limited and Central Depository Services (India) Limited.

BOARD OF DIRECTORS

a) Number of Meetings of the Board of Directors

Your Board of Directors ("Board") meets at regular intervals at least four times in a year with a maximum time gap of not more than 120 days between two consecutive Meetings. The Board also meets in every calendar quarter. Date of the Board Meetings are decided and communicated to the Directors well in advance. In case of exigencies or urgency of matters, resolutions are passed by circulation for such matters as permitted by law. The Board takes note of the resolutions passed by circulation at its subsequent Meeting. Additional Meetings of the Board are held as and when deemed necessary by the Board. Board Meetings are generally held at the Registered Office of the Company.

The agenda of the Meetings along with the explanatory notes and relevant papers thereof are generally sent 7 (seven) days in advance to the Directors to enable them to take informed decisions pursuant to the provisions of Companies Act, 2013, Secretarial Statndard-1 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

During the year under review, the Board of your Company met 7 (seven) times on May 21, 2015, June 15, 2015, August 10, 2015, November 5, 2015, January 1, 2016, February 13, 2016 and March 14, 2016 respectively. The details of attendance of each Director at the Board Meetings are given in the 'Report on the Corporate Governance' which forms part of this Report.

b) Director Retiring by Rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Arathi Shetty (DIN:00088374), Director of the Company, retires by rotation at ensuing Annual General Meeting and being eligible, offers herself for reappointment. The Board recommends her reappointment as Director liable to retire by rotation at the ensuing Annual General Meeting.

c) Appointment of Joint Managing Director

Pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, based on the performance evaluation of Mr. Adarsh Hegde (DIN:00035040), carried out as per the criteria set by the Nomination and Remuneration Committee and based on its recommendation, the Board of Directors of your Company appointed Mr. Adarsh Hegde (DIN:00035040) as the Joint Managing Director of the Company for a period of 5 (five) years w.e.f. July 1, 2016, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the brief profile and other relevant details of Mr. Adarsh Hegde (DIN:00035040) and Mrs. Arathi Shetty (DIN:00088374) are given in the Explanatory Statement to the Notice and Report on Corporate Governance which forms part of this Report. The shareholders are requested to refer the same.

d) Appointment of Independent Directors

Pursuant to the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, your Company has requisite number of Independent Directors on its Board. Thus, the Company has complied with the requirements of the said provisions for appointment of Independent Directors during the year under review.

e) Statement on declaration given by Independent Directors u/s 149 (6) of the Companies Act, 2013.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under Sub-Section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

f) Directors/Key Managerial Personnel appointed/ resigned during the year

During the year under review, the Blackstone GPV Capital Partners (Mauritius) V-K Ltd, Blackstone GPV Capital Partners (Mauritius) V-L Ltd, Blackstone GPV Capital Partners (Mauritius) V-M Ltd and Blackstone GPV Capital Partners (Mauritius) V-N Ltd, existing Investors of the Company withdrew their nomination of Mr. Akhilesh Gupta (DIN: 00359325), as Nominee Director from the Board of the Company with effect from February 10, 2016. Your Directors would like to place on record their deep appreciation for the valuable contribution of Mr. Akhilesh Gupta (DIN: 00359325) during his association with the Company.

During the year under review, your Company has Key Managerial Personnel comprising of Mr. Shashi Kiran Shetty, Chairman & Managing Director, Mr. Adarsh Hegde, Whole-time Director, Mr. Jatin Chokshi, Chief Financial Officer and Mr. Shailesh Dholakia, Company Secretary.

COMMITTEES OF THE BOARD

Your Company has 8 (eight) Committees of the Board of Directors, as given below, in compliance with the Corporate Governance practices followed by the Company and the requirements of the relevant provisions of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time;

i. Audit Committee;
ii. Nomination and Remuneration Committee;
iii. Stakeholders' Relationship Committee;
iv. Corporate Social Responsibility Committee;
v. Strategy Committee;
vi. Finance, Risk and Legal Committee;
vii. Executive Committee; and
viii. Resource Raising Committee (Special Purpose Committee)

Details of compositions, meetings, terms of reference of the Committees and attendance of the Committee Members at each of the Meetings are given in the 'Report on Corporate Governance' of the Company which forms part of this Report.

RECOMMENDATION OF AUDIT COMMITTEE

During the year under review, there were no instances of non-acceptance of any recommendation of the Audit Committee by the Board of Directors.

REMUNERATION POLICY

The Nomination and Remuneration Committee of the Board has framed a policy on Directors, Key Managerial Personnel and other Senior Management Personnel appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other related matters in accordance with Section 178 of the Companies Act, 2013 read with the applicable Rules made there under and which is in line with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Extract of the Remuneration Policy on Directors, Key Managerial Personnel and other Senior Management Personnel appointment and their remuneration is given as below:

Remuneration of Executive Members of the Board:

Executive Members of the Board shall be paid remuneration which shall comprise of fixed monthly basic salary, perquisites such as furnished/unfurnished housing accommodation, car with or without chauffeur, telephone for office as well as personal use, reimbursement of medical expenses, leave travel concession, club membership, personal accident insurance, health insurance, stock options, statutory and non-statutory allowances such as education allowances, personal allowances, travel allowances, subscription allowances etc. as may be recommended by the Nomination and Remuneration Committee/Board of Directors and approved by the Members of the Company from time to time. Executive Members of the Board shall also be eligible for commission out of net profit depending upon the adequacy of profit of the Company in a particular year and such commission shall be linked to the Executive Members of the Board's achievement of its budgeted performance as well as overall Company's achievement of budgeted performance of that particular year.

However, the overall remuneration of Executive Members of the Board, where there are more than one, shall not exceed 10% of the net profit calculated in the manner as provided under the provisions of the Companies Act, 2013 and Rules framed thereunder, and shall not exceed 5% in case there is 1 (one) Executive Members of the Board. In the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of the Executive Members of the Board, the payment of remuneration shall be governed by the applicable limits prescribed under the provisions of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.

Executive Members of the Board be employed under service contracts on the terms and conditions and remuneration as recommended by the Nomination and Remuneration Committee and the Board and approved by the Members of the Company at the General Meeting. No severance fees or compensation for loss of office shall be paid to Executive Members of the Board in case of voluntary or non-voluntary termination of their services. Executive Members of the Board shall not be eligible to receive any sitting fees for attending any meeting of the Board of Members or Committee thereof.

Remuneration of Non-Executive Members of the Board:

The remuneration payable to the Non-Executive Members of the Board shall be as determined and approved by the Board based on the time devoted, contribution made in the progress and guiding the Company for future growth. Aggregate of such sum shall not exceed 1% of net profit of the year or such sum as may be prescribed by the Government from time to time, calculated in accordance with the provisions of the Companies Act, 2013 and relevant Rules framed thereunder. The remuneration in the form of profit commission payable to Non-Executive Members of the Board shall be in addition to the sitting fees payable to them for attending meetings of the Board and/or Committees thereof and reimbursement of expenses for participation in the Board and other meetings. An Independent Director shall not be entitled to any stock option issued or proposed to be issued by the Company. The performance of the Non-Executive Members shall be reviewed by the Board on an annual basis.

Remuneration of Senior Management Personnel:

The Company believes that a combination of fixed and performance-linked pay to the Senior Management Personnel ensure that the Company can attract and retain key employees. At the same time, the Senior Management Personnel are given an incentive to create shareholder value through partly incentive-based pay. The Board of Directors sets the terms within the frames of the contracts based on the recommendation of the Nomination & Remuneration Committee for Senior Management Personnel.

The Nomination & Remuneration Committee shall submit proposals concerning the appointment and remuneration of the Senior Management Personnel and ensures that the remuneration is in line with industry standard in comparable companies. Such proposals then shall be submitted to the Board for approval. The remuneration of the members of the Executive Management may consist of the following components:

- Fixed Salary;
- Performance linked incentive/bonus;
- Stock options;
- Personal benefits, e.g. Company provided accommodation, Company car, telephone, broadband, newspapers, etc.

There shall be no agreed redundancy pay/compensation for voluntary or non-voluntary termination of services except as specially agreed in writing by the Company and the concerned Senior Management Personnel. Senior Management Personnel shall not be eligible to receive any remuneration for directorships held in Avvashya Group of Companies.

The criteria for determining qualifications, positive attributes, and independence of a Director is given in the 'Report on Corporate Governance' of the Company which forms part of this Report.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Company has constituted Corporate Social Responsibility Committee and formulated Corporate Social Responsibility (CSR) Policy in compliance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII of the Companies Act, 2013, as amended from time to time. The statutory disclosures with respect to the composition of CSR Committee, CSR Policy, CSR initiatives and programs and amount spent on CSR activities are given in the 'Annual Report on Corporate Social Responsibility of the Company' as **Annexure 1** which forms part of this Report. The CSR Policy can be accessed on the website of the Company (www.allcargologistics.com/investors#investor-corporate-policies).

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

Your Company has adopted a Whistle Blower Policy pursuant to which the Whistle Blower can raise concerns relating to Reportable Matters (as defined in the policy) such as unethical behaviour, breach of Code of Conduct, actual or suspected fraud, ethics policy, any other malpractice, impropriety or wrongdoings, illegality, non-compliance of any law, and retaliation against the Directors and employees, etc. Further, the mechanism adopted by your Company encourages the Whistle Blower to report genuine concerns or grievances, provides adequate safeguards against victimization of Whistle Blower, who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional circumstances. The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time.

During the year under review, the Company has not received any complaint through Vigil Mechanism. None of the Whistle Blowers have been denied access to the Audit Committee of the Board. The Whistle Blower Policy is available in the section of Investor Relations on the website of the Company (www.allcargologistics.com/investors#investor-corporate-policies).

RISK MANAGEMENT POLICY

Your Company is engaged in the business of providing Integrated Logistics business solutions for National and International Trade, Warehousing, Transportation and handling of all kinds of Cargo, running Inland Container Depots, Container Freight Stations and Shipping Agents. Thus, your Company is prone to inherent business risks like any other organisation. With the objective to identify, evaluate, monitor, control, manage, minimize and mitigate identifiable business risks, your Board of Directors have formulated and implemented a Risk Management Policy.

The Company has adopted ISO 31000 frame work for risk management. Under the guidance of the Board, the Chief Assurance and Risk Executive facilitate dedicated risk workshops for each business vertical and key support functions wherein risks are identified, assessed, analysed and accepted / mitigated to an acceptable level within the risk appetite of the organization. The risk registers are also maintained and reviewed from time to time for risk mitigation plans and changes in risk weightage, if any. Audit Committee monitors risk management activities of each business vertical and key support functions. Fraud Risk Assessment is also part of overall risk assessment. In Audit Committee meeting, Chief Assurance and Risk Executive make presentation on risk assessment and minimization procedures.

The purpose of risk management is to achieve sustainable business growth, protect Company assets, safeguard shareholder investments, ensure compliance with applicable laws and regulations and avoid major surprises of risks. The Policy is intended to ensure that an effective risk management framework is established and implemented within the Company.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES, INDIVIDUAL DIRECTORS AND CHAIRMAN

As required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Nomination and Remuneration Committee of the Board had set criteria for performance evaluation of the Board, its Committees, Individual Directors and Chairman of the Company. Based on the criteria set by the Nomination and Remuneration Committee, questionnaire relating to performance evaluation of the Board, its Committees, Individual Directors and Chairman of the Company for the financial year 2015-16 was circulated to concerned Directors of the Company to provide their frank and unbiased comments/rating. Further, to eliminate biasness and to protect the confidentiality of comments/rating given during the performance evaluation process, an outside consulting firm was appointed to provide a report on the response received from Directors. The report of the expert was forwarded to the Chairman of the Nomination and Remuneration Committee for review and further evaluation.

Similarly, formal evaluation of performance of Non-Independent Directors, the entire Board and the Chairman of the Company taking into consideration views of Executive and Non-Executive Directors of the Company for the financial year 2015-16 was carried by the Independent Directors at their separate Meeting by using questionnaire method and the outcome of such evaluation was sent to the Chairman of the Nomination and Remuneration Committee. Final outcome of formal evaluation carried by the Nomination and Remuneration Committee and Independent Directors was placed before the Board for its review and further actions.

Based on the outcome of performance evaluation, for the financial year 2015-16, further measures/actions have been suggested to improve and strengthen the effectiveness of the Board, its Committees and contribution and participation by the Individual Directors.

The criteria of formal annual evaluation of the Board, its Committees, Individual Directors and Chairman is given in the 'Report on Corporate Governance' of the Company which forms part of this Report.

CORPORATE GOVERNANCE

Your Company has been benchmarking itself with well-established Corporate Governance practices besides strictly complying with the requirements of Regulations 17 to 27 and any other applicable Regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. Given the emerging pivotal role of Independent Directors in bringing about good governance, your Company continued its efforts in utilizing their expertise and involving them in all critical decision making processes.

A separate 'Report on Corporate Governance' together with requisite certificate obtained from M/s. Mehta & Mehta, Practicing Company Secretaries, confirming compliance with the provisions of Corporate Governance as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, annexed to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report on the business outlook and performance review for the year ended March 31, 2016, as stipulated Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate report which forms part of this Report.

SUBSIDIARIES, ASSOCIATES & JOINT VENTURE COMPANIES

During the year under review, the following Companies have become or ceased to be Subsidiaries, Wholly Owned

Subsidiaries, Joint Ventures and/or Associates of the Company:

Sr. No.	Name of Company	Subsidiaries/ Wholly Owned Subsidiaries / Associates/Joint Ventures
1	ACEx Logistics Limited	Wholly Owned Subsidiary
2	Eculine Worldwide Logistics Co. Ltd.	Wholly Owned Subsidiary
3	FMA-LINE Nigeria Ltd.	Wholly Owned Subsidiary
4	Ecu Worldwide (Uganda)	Wholly Owned Subsidiary
5	Love All Sports Holdings FZE*	Associate
6	Credo Shipping Indian Agencies Pvt. Ltd. (Strike-off)*	Wholly Owned Subsidiary

**ceased to be the Wholly Owned Subsidiaries/Associates of the Company during the year under review.*

The Policy for determining Material Subsidiary as approved by the Board of Directors is uploaded on the website of the Company (www.allcargologistics.com/investors#investor-corporate-policies).

A Statement containing the salient features of the financial statements including the performance and financial position of each Subsidiaries, Joint Venture and Associates Companies as per the provisions of the Companies Act, 2013 and rules made there under, as amended from time to time is provided in the prescribed Form AOC -1 as **Annexure 2** which forms part of this Report.

CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to Section 129 of the Companies Act, 2013 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the attached Consolidated Financial Statements of the Company and all its Subsidiaries, Joint Ventures and Associates have been prepared in accordance with the Accounting Standard AS 21-Consolidated Financial Statements read with Accounting Standard AS 23-Accounting for Investment in Associates and Accounting Standard AS 27-Financial Reporting of interest in Joint Ventures, which includes financial results of its Subsidiaries, Joint Ventures and Associate Companies.

PARTICULARS OF LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

Your Company is engaged in the business of providing Integrated Logistics Solutions which falls under the Infrastructural Facilities categorized under Schedule VI of the Companies Act, 2013. Hence, the provisions of Section 186 of the Companies Act, 2013 are not applicable to your Company to the extent of loans given or guarantees/securities provided. However, in terms of the Corporate Governance practices followed by the Company, the particulars of loans given, guarantees, securities provided and investments made by the Company during the year under review are provided as **Annexure 3** which forms part of this Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES WITH JUSTIFICATION FOR SUCH CONTRACTS

Pursuant to the provisions of Section 188 of the Companies Act, 2013 and rules made thereunder, all the related party transactions entered into by the Company with its related parties during the financial year 2015-16 were on an arm's length basis and in the ordinary course of business except the acquisition of Container Freight Station (CFS) business undertaking from Transindia Logistic Park Pvt. Ltd. ("TLPPL"), the wholly owned subsidiary of the Company, as a going concern on a slump sale basis. There were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or Senior Managment Personnel that had any potential conflict with the interest of the Company at large during the year under review.

All related party transactions were placed before the Audit Committee and if required, also before the Board for approval. Prior omnibus approval of the Audit Committee was obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are certified by the Management and the Consultant and a statement giving details of all related party transactions entered is placed before the Audit Committee for its review on a quarterly basis.

A policy on materiality of related party transactions and also on dealing with related party transactions as approved by the Audit Committee and the Board of Directors is uploaded on the website of the Company (www.allcargologistics.com/investors#investor-corporate-policies).

The related party transactions that were entered during the financial year 2015-16, are given in the notes to financial statements as per Accounting Standard 18 (AS 18), which form part of the Annual Report.

The purchase of CFS business undertaking from TLPPL, a wholly owned subsidiary of the Company falls within the ambit of related party transaction as defined under Section 188 (1)(b) of the Companies Act, 2013. Accordingly, the Audit Committee and Board have at their meeting dated February 13, 2016, approved the acquisition of CFS business from TLPPL. As per the provision of Section 188 of the Companies Act, 2013 read with rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the requirement of obtaining approval of shareholders is not applicable for transactions entered into between holding Company and its wholly owned subsidiary Company whose accounts are consolidated with such holding Company and placed before the shareholders at the general meeting for approval. Hence, your Company

was not required to obtain shareholders approval for the said transaction.

The particulars of contract or arrangements related to acquisition of CFS business from TLPPL is given in Form AOC -2 as **Annexure 4** which forms part of this Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Board has laid down Internal Financial Controls (IFC) and believes that the same are commensurate with the nature and size of its business. Based on the framework of internal financial controls, work performed by the internal, statutory and external consultants, including audit of internal financial controls over financial reporting by the Statutory Auditors, and the reviews performed by the Management and Audit Committee, your Board is of the opinion that the Company's internal financial controls were adequate and effective during financial year 2015-16 for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records and timely preparation of reliable financial disclosures.

STATUTORY AUDITORS AND AUDIT REPORT

M/s. Appan & Lokhandwala Associates, Chartered Accountants, (Firm Registration No. 117040W), the Joint Statutory Auditors of the Company, hold office until the conclusion of ensuing Annual General Meeting. In view of adoption of auditors rotational policy as required under the provisions of the Companies Act, 2013 and rules made thereunder and subject to approval of shareholders of the Company at ensuing Annual General Meeting, the Audit Committee and the Board have recommended the appointment of M/s. Shaparia Mehta & Associates LLP, Chartered Accountants, (Firm Registration No. 112350W/W-100015) as Joint Statutory Auditors of the Company in place of the retiring Joint Statutory Auditors M/s. Appan & Lokhandwala Associates, Chartered Accountants, to hold office from the conclusion of 23rd Annual General Meeting till the conclusion of 28th Annual General Meeting and fix their remuneration.

Your Company has received a consent cum eligibility letter from M/s. Shaparia Mehta & Associates LLP, Chartered Accountants, expressing their willingness to be appointed as Joint Statutory Auditors of the Company and to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment.

The Board place on record its appreciation for the services rendered and valuable contribution made by M/s. Appan & Lokhandwala Associates, while discharging their duties as Joint Statutory Auditors of the Company and further strengthening and developing audit processes, procedures and controls during their tenure as Joint Statutory Auditors of the Company.

M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration No. 101049W/E300004), were appointed as Joint Statutory Auditors of the Company at the 22nd Annual General Meeting to hold office from the conclusion of 22nd Annual General Meeting of the Company up to the conclusion 27th Annual General Meeting subject to ratification of their appointment by shareholders at every Annual General Meeting.

Your Company has received consent cum eligibility letter from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, to the effect that their appointment, if ratified, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment. Accordingly, the Audit Committee and Board have recommended ratification of their appointment as Joint Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting till the conclusion of 24th Annual General Meeting and to fix their remuneration.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

There are no audit qualifications, reservations, adverse remarks or disclaimers made by the Statutory Auditors in their Report.

There was no such incident of fraud required to be reported by the Statutory Auditors to the Audit Committee and Board during the year under review.

SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Companies Act, 2013 and rules made thereunder, your Company had appointed M/s. Mehta & Mehta, Practicing Company Secretaries, Mumbai as its Secretarial Auditors to conduct the Secretarial Audit of the Company for the financial year 2015-16. The Company provided all assistance and facilities to the Secretarial Auditor for conducting their audit. The Report of Secretarial Auditor for the financial year 2015-16 in terms of Section 204 of the Companies Act, 2013 is annexed to this Report as **Annexure 5**.

The Secretarial Audit Report does not contain any audit qualifications, reservations, adverse remarks or disclaimers.

MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION 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

There are no material changes and commitments, affecting the financial position of the Company, that have occurred

during the end of the financial year of the Company i.e. March 31, 2016 and the date of the Directors' report i.e. June 30, 2016.

PARTICULARS OF EMPLOYEES

Details of employee's remuneration as required pursuant to Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in **Annexure 6** which forms part of this Report.

None of the employees who are posted and working in a country outside India, not being Directors or their relatives, draw remuneration more than ₹ 6,000,000/- (Rupees Sixty Lakh only) per annum or ₹ 500,000/- (Rupees Five Lakh only) per month.

During the year under review, none of Directors of the Company or their relatives have received any remuneration from overseas Subsidiary Companies.

In terms of Section 136 of the Companies Act, 2013, the Annual Report and Audited Financial Statements are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

The Nomination and Remuneration Committee of the Company has affirmed at its Meeting held on May 20, 2016 that the remuneration paid to Executive Directors, Non-Executive Directors and other Senior Management Employee is as per the remuneration policy of the Company.

EMPLOYEES STOCK OPTION PLAN

The Company's Employee Stock Option Plan 2006 (ESOP) expired on January 11, 2013. Thus, disclosures relating to the ESOP of the Company pursuant to Rule 12(9) of the Companies (Accounts) Rules, 2014 and Clause 12 of the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, are not required.

CREDIT RATING

Your Company continues to have credit rating which denotes high degree of safety regarding timely servicing of financial obligation. Your Company has received following credit rating for its long term and short term credit facilities, Commercial Paper and proposed Non-Convertible Debentures from various credit rating agencies:

Name of Credit Rating Agency(ies)	Instrument / Facility	Rating
ICRA Limited	Non-Convertible Debentures (Proposed)	ICRA AA (Stable)
Credit Analysis & Research Limited		CARE AA
CRISIL Limited		CRISIL AA-/ Positive
Credit Analysis & Research Limited	Commercial Paper	CARE A1+
CRISIL Limited	Long Term Debt	CRISIL AA-/ Positive
	Short Term Debt	CRISIL A1+

SAFETY, HEALTH AND ENVIORNMENT

Your Company is inclined towards bringing safety and environment awareness among its safety measures. It also believes in safety and health enrichment of its employees and is committed to provide a healthy and safe workplace for all its employees. Successfully managing Health & Safety risks is an essential component of our business strategy. The Company has identified Health & Safety risk arising from its activities and has put proper systems, processes and controls mechanism to mitigate them.

The Company has been taking various initiatives and participating in programs of safety and welfare measures to protect its employees, equipment's and other assets from any possible loss and/or damages. To implement such safety and welfare measures, the Company has formulated various policies such as Drug & Alcohol Policy, Occupational Health Policy, Driver & Vehicle Safety Policy, Bussiness Continuity and Disaster Recovery Plan (Fire Safety Policy), Mobile Telephone Policy, Smoking Policy etc.

The Project & Equipments division of your Company has successfully renewed its OHSAS 18001:2007 Standards Certification as well as Lifting Equipment Engineers Association (LEEA) Certification. It is a testimony that the Company is maintaining very high safety standards as well as ensures the use of quality equipment's and followed the best Health & Safety practices as per LEEA standards.

The following safety measures are being taken at various locations:

- Fire and Safety drills are conducted for all employees and Security personnel.
- All Fire hydrants are monitored strictly, as the preparedness for emergency.
- All equipment's are tested periodically to verify its safe load working condition. Fitness certificates are issued based on the compliance of the safety norms.
- Safety Awareness Campaign, Safety week, Environment day are being held / celebrated at each location to improve the awareness of employee.

- Regular training/skills to staff, and contractors, to inculcate importance of safety among them.
- Created checks and awareness among drivers about negatives of alcohol and drug consumptions and impact of families.
- Accident prone routes identified and supervisors allocated have control over the vehicle movement.
- OHSAS audits and Fire and Safety audits are conducted by competent agencies at regular intervals.
- Fortnightly visit by Doctors to office for medical counseling to employees.
- HazMat training is provided to all CFS employees.
- Terrorist Threat Awareness Training is provided to CFS employees.
- Medical Health check-up of all employees are conducted at regular intervals.
- CCTV and Safety alarms are installed at each locations.
- All equipment's are mandatory ensured with PUC.
- Each equipment is put through comprehensive Quality Audit and Testing to ensure strong compliance to Maintenance, Safety and Reliability aspects as per specifications by various OEMs.
- Green initiatives are taken at various locations to protect the environment.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE

During the year under review, no significant and material orders have been passed against the Company by any Regulators or Courts or Tribunals impacting the Company's going concern status and operations in future.

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

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is provided as **Annexure 7** which forms part of this Report.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has adopted an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act'). A Complaints Committee has been set up to redress complaints received regarding sexual harassment of women at workplace. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Sr. No.	Particulars	Events
1	No. of Complaints of Sexual Harassment pending at the beginning of the year	NIL
2	No. of Complaints of Sexual Harassment received during the year	NIL
3	No. of Complaints of Sexual Harassment disposed off during the year	NIL
4	No. of Complaints of Sexual Harassment pending for more than 90 days	NIL
5	No. of Awareness Program about Sexual Harassment Policy conducted and held at workplace	2
6	Nature of Action taken by the Employer or District Officer	NIL

No action was required to be taken by the Company as there were no complaints relating to sexual harassment received during the year under review.

During the year under review, your Company has submitted its Annual Report on the cases of sexual harassment at workplace to District Officer, Mumbai, pursuant to Section 21 of the aforesaid Act and rules made there under.

EXTRACT OF ANNUAL RETURN

In accordance with the provisions of Section 134(3)(a) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, an extract of the Annual Return of the Company for the year ended March 31, 2016, is provided in the prescribed Form MGT – 9 as **Annexure 8** which forms part of this Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability confirm that -

a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

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 as at March 31, 2016 and of the profit of the Company for the year ended on that date;

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;

e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to thank the Government of India, Governments of various countries, concerned State Governments, other Government Authorities, Departments and Agencies, the Stakeholders, Business Associates, Banks, Financial Institutions, Customers, Vendors and Service Providers for the valuable support and co-operation extended by them during the year.

Your Directors would also like to place on record their sincere thanks and appreciation for the contribution, consistent hard work, dedication and commitment of our employees at all levels.

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE – 1

ANNUAL REPORT ON CSR ACTIVITIES FORMING PART OF THE DIRECTOR'S REPORT

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

The Company has committed itself to making a difference in the lives of underprivileged and economically challenged citizens of our country. Allcargo's Corporate Social Responsibility (CSR) initiatives, through 'Avashya Foundation' a non-profit organization and in collaboration with various NGOs, Trusts, other approved entities or institutions engaged in CSR programs across India, believes in nurturing inclusive development with a human touch. The Company's CSR activities focus is to take each initiative beyond philanthropy and promote people centric inclusive development with the active participation of the community at all levels. Allcargo's CSR initiatives aim to support:

Education for children and adults across the underprivileged and economically challenged sections of the rural as well as urban society. Creation of the platform for financial assistance, student's scholarships & adoption programs, parent's awareness campaigns and education support infrastructure paving way for the mainstreamization of the education, improving quality of education and infrastructure.

Health Care by providing critical medical assistance for curative and preventive health care. Essential and life saving medicines and medical treatment are being made available to all underprivileged and economically challenged section of the society across rural and urban regions of India.

Women Empowerment by providing a platform for all women across the varied sections of the society for making a better living through education, skills development and employment programs, to support themselves and their families thereby improving social and economic conditions.

Natural Disaster Relief by providing immediate and life essential supply of water, food and medicine to regions of India effected by natural disasters such as drought, flood, earthquakes, and other calamities.

Environmental Sustainability by focusing on creating awareness towards sustainable environmental practices in terms of infrastructure development, alternative energy, conservation of natural resources and training people to be more conscious, responsible and accountable to the environment and its conservation.

Sports by promoting and supporting human personality and excellence in sports associated with high prestige and morale. By sponsoring sportsperson to enable them to participate in state, national and international level sports, promotion of different sports activities, undertaking programs for creation of pool of competitive sportsperson.

CSR Projects/Programs undertaken by the Company during the financial year 2015-16.

Based on the CSR Policy, the Company has undertaken and completed various projects as Corporate Social Responsibility during the financial year 2015-16. The details of the projects initiated by the Company are as hereunder:

- **Education:** Project undertaken were project Disha through Avvashya Foundation (Scholarship / Educational Assistance project), project Anando (LOLT) for Improving quality of Education, Computer Literacy (S V S High School), Educational Assistance to BBA students, Balwadi and Education Support Programme (JAAG), Career Guidance and Personality Development Programme (Gold Culture) at Mumbai and Mangalore, project Kaushalaya at Chennai, Kolkata and Mumbai for skill development and training for employment, Digital Literacy Project in five schools, Placement support through capacity building and Institution building support to government schools etc. Educational intervention has impacted 8,924 deserving and underprivileged beneficiaries.
- **Health:** Projects were undertaken namely Nutrition and Medicinal Support through Seon Ashram Trust, Jeevan and Jeevan Coping with Cancer through Medical Support Center in Sion and BYL Nair Charitable Hospital of BMC, Drushti (Mumbai, Kolkata and Chennai), General Medical Camp in Karnataka and Maharashtra through Saad and Prajna Counseling Center, Lions Club and Leprosy through Alert India. Health thematic intervention has catered to needs of 36,641 underprivileged patients in Maharashtra, Karnataka, Tamilnadu and West Bengal.
- **Environment:** Environment initiative has been undertaken with the twin objective of conservation of the environment and providing alternate source of livelihood to the poor farmers and tribal communities in six blocks of Maharashtra. It planted over 103,000 trees by working with over 1800 farmers in six blocks namely Karjat, Khalapur, Jawhar, Mokhada, Mumbai and Uran blocks in Maharashtra. Solar lamps were also distributed among students at Uran and Sanjay Gandhi National Park enabling beneficiaries to have access to light. Likewise, Construction of toilets five schools at Uran area near Mumbai and three schools at

Mangalore has been undertaken. Concerned environment activities impacted positively on 5607 beneficiaries.

- **Women Empowerment:** Undertook projects to uplift the women's economic empowerment through Global Success Foundation at Mumbai. Entrepreneurship sessions have been organized, training in the area of imitation jewellary, beautician and embroidery/toy making has been organized, training in the area of BPO, nursing and retail sales management etc. for women empowerment. Women's empowerment related programmes impacted 1,673 needy and deserving women in the slum area of Mumbai.

- **Natural Disasters:** Partnered with Goonj, an NGO dedicated to the cause of natural disaster and relief operation and supported 3500 flood victims at Himachal Pradesh. Foundation for His Sacred Majesty was coordinated with in order to undertake flood relief measures in Chennai. 500 victims fire in Kandivali's Damunagar slum have been provided with solar lights. Disaster intervention reached to 6,112 victims of natural disaster.

- **Sports:** Dharavi Cricket Academy started to train, develop and support the children of Dharavi slum area in the sport of cricket. Sports intervention enabled underprivileged 45 promising players to hone their cricketing skills.

2. The Composition of the CSR Committee:

Sr. No.	Name of the Member	Composition
1	Mrs. Arathi Shetty	Chairperson
2	Mr. Shashi Kiran Shetty	Member
3	Mr. M. P. Bansal	Member

3. Average net profit of the Company for the last three years:-

₹ 11,885 Lakh (Rupees Eleven Thousand Eight Hundred and Eighty Five Lakh only).

4. Prescribed CSR Expenditure (Two per cent of the amount as in item 3 above):-

₹ 238 Lakh (Rupees Two Hundred and Thirty Eight Lakh only).

5. Details of CSR spent during the financial year 2015-16:-

a) Total amount spent during the financial year 2015-16:- ₹ 660 Lakh (Rupees Six Hundred and Sixty Lakh only).

b) Amount unspent, if any:- NIL

(C) Manner in which the amount spent during the financial year 2015-16 is detailed below:

(₹ in Lakh)

Sr. No	CSR Project or Activities identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or program wise	Amount spent on the projects or programs Subheads: (1) Direct expenditure on projects or programs. (2) Overheads	Cumulative Expenditure up to the Reporting Period	Amount spent: Direct or through implementing agency
1	JEEVAN & JEEVAN COPING WITH CANCER, DRUSHTI, LEPROSY, NUTRITION, MEDICAL PROJECT	Health Care (Supporting patients suffering from Cancer, Leprosy, Improving the general health facilities and providing medical and nutritional care to masses, and Supporting for restoration of visions and prevention of Blindness)	Mumbai (Maharashtra), Mangalore (Karnataka), Chennai (Tamil Nadu), Kolkata (West Bengal) and Haryana	153	152	152	Avashya Foundation, Saad Foundation, Lions Club, Seon Ashram Trust, Foundation for His Sacred Majesty, Alert India & United Way Mumbai, Breakthrough Foundation and Psychoanalytical Therapy and Research Center
2	DISHA, DISHA-CAREER GUIDANCE, ANANDO, KAUSHALYA, COMPUTER LITERACY, PRE-SCHOOL EDUCATION SUPPORT PROGRAM, SCHOLARSHIP PROGRAM, SKILL DEVELOPMENT, INSTITUTION BUILDING, PLACEMENT SUPPORT, CAREER GUIDANCE AND PERSONALITY DEVELOPMENT ETC.	Education (providing scholarships to poor and needy students and pre-primary education support in rural area, providing career guidance, personality developments, vocational training and digital literacy program for students in rural areas, construction of Government schools and skill development and training program and placement support through capacity building)	Mumbai (Maharashtra), Chennai (Tamil Nadu) and Kolkata (West Bengal)	176	390	390	Avashya Foundation, JAAG Foundation, Light of Life Trust, Global Success Foundation, Mentor Me India, Foundation for His Sacred Majesty, Isha Education, Amba Education, Abhay Shikshan Kendra, Save the Children India, Deepika High School and Bhantara Bhavan
3	ENVIRONMENT CONSERVATION, SANITATION, SOLAR LAMPS	Environment Sustainability (providing solar lamps and tree plants to beneficiaries, construction of sanitation facilities for the beneficiaries in residing at Uran, Raigad)	Mumbai (Maharashtra)	46	72	72	Avashya Foundation, Nirmala Niketan College of Social Work, Light of Life Trust, JAAG Foundation, SAI Enterprises, Seon Ashram Trust, Vidhya, SVS High School and Sneha Charitable Trust
4	WOMEN EMPOWERMENT (WIT & GSF)	Women Empowerment (Supporting women for economic empowerment)	Mumbai (Maharashtra)	25	20	20	Global Success Foundation and Women's India Trust
5	NATURAL DISASTERS & RELIEF	Disaster Relief (Providing medical relief to the flood victims of Himachal Pradesh and Tamil Nadu)	Himachal Pradesh and Tamil Nadu	5	8	8	Goonj Foundation and FHSM
6	SPORTS	Sports – Dharavi Cricket Academy (Training, Development and Support of Cricket for Dharavi Slum Children's)	Mumbai (Maharashtra)	5	18	18	Avashya Foundation, Reality Care, and Poinsur Gymkhana
			TOTAL	**410**	**660**	**660**	

The Company has spent more than two per cent of the average net profit of the last three financial years of the company and is in compliance of the Section 135 of the Companies Act, 2013 read with Companies (CSR) Rules, 2014.

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Arathi Shetty
Chairperson - CSR Committee
(DIN: 00088374)

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE-2

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
1	Allcargo Logistics Park Pvt. Ltd.	N.A.	N.A.	758	(137)	2,553	1,932	-	1,748	166	19	147	-	51%
2	ACEx Logistics Ltd. (formerely known as H C Logistics Ltd.)	N.A.	N.A.	5	(1)	5	1	-	-	-	-	-	-	100%
3	AGL Warehousing Pvt. Ltd.	N.A.	N.A.	150	2,987	3,240	103	3,189	-	(50)	-	(50)	-	100%
4	Allcargo Shipping Co. Pvt. Ltd.	N.A.	N.A.	109	6,718	12,625	5,799	-	10,562	(12)	135	(147)	-	100%
5	Amfin Consulting Pvt. Ltd.	N.A.	N.A.	1	193	198	4	197	-	11	4	7	-	100%
6	Combiline Indian Agencies Pvt. Ltd.	N.A.	N.A.	3	(17)	3	17	-	-	(2)	-	(2)	-	98.95%
7	Contech Transport Services Pvt. Ltd.	N.A.	N.A.	29	1,767	2,042	246	1,609	744	54	14	40	-	100%
8	Comptech Solutions Pvt. Ltd.	N.A.	N.A.	147	550	755	59	659	-	92	28	64	-	48.25%
9	ECU Line (India) Pvt. Ltd.	N.A.	N.A.	1	(4)	1	4	-	-	(2)	-	(2)	-	100%
10	ECU International (Asia) Pvt. Ltd.	N.A.	N.A.	5	23	30	1	-	-	2	1	1		100%
11	Hindustan Cargo Ltd.	N.A.	N.A.	123	3,218	5,109	1,768	-	25,552	211	117	94	-	100%
12	Southern Terminal & Trading Pvt. Ltd.	N.A.	N.A.	1	233	235	-	233	-	(1)	-	(1)	-	100%
13	South Asia Terminals Pvt. Ltd.	N.A.	N.A.	653	(1,127)	1,527	2,001	-	1,737	(29)	-	(28)		51%
14	Transindia Logistic Park Pvt. Ltd.	N.A.	N.A.	8	7,080	14,610	7,521	-	8,562	2,219	768	1,451	-	100%
15	Asia Line Limited	N.A.	Refer Note 3 & 4	1,321	(271)	1,788	739	-	393	(1,029)	-	(1,029)	-	100%
16	Allcargo Logistics LLC	N.A.	Refer Note 3 & 4	24	(312)	247	535	-	88	(222)	-	(222)	-	49%
17	Ecu-Line Algerie sarl	N.A.	Refer Note 1 & 2	6	70	619	543	-	842	86	32	54	-	100%
18	Ecu Logistics SA	N.A.	Refer Note 1 & 2	1	404	680	276	-	2,064	418	158	260	-	100%
19	Ecu-Line N.V.	N.A.	Refer Note 1 & 2	2,658	1,781	28,750	24,310	12	46,986	473	111	362	-	100%
20	Ecu-Logistics N.V.	N.A.	Refer Note 1 & 2	517	(367)	3,510	3,360	-	7,210	437	-	437	-	100%
21	FMA-Line Holding N. V. (formerely known Ecubro N.V.)	N.A.	Refer Note 1 & 2	59	(120)	44	106	-	-	(8)	-	(8)	-	100%
22	Ecu-Tech bvba	N.A.	Refer Note 1 & 2	14	(44)	376	406	-	120	(41)	-	(41)	-	100%
23	Ecuhold N.V.	N.A.	Refer Note 1 & 2	2,357	26,890	67,941	38,693	928	3,620	1,398	106	1,292	13,229	100%
24	Ecu International N.V.	N.A.	Refer Note 1 & 2	3,125	(718)	26,751	24,344	-	4,151	1,665	55	1,610	-	100%
25	Ecu Global Services N.V.	N.A.	Refer Note 1 & 2	15,897	(446)	20,712	5,261	-	76	640	-	640	-	100%
26	HCL Logistics N.V. (formerly known as Ecu Air N.V.)	N.A.	Refer Note 1 & 2	300	(1,081)	563	1,344	-	4,100	(399)	6	(404)	-	100%
27	AGL N.V.	N.A.	Refer Note 1 & 2	24,629	40	36,488	11,818	-	-	(14)	-	(14)	11,264	100%
28	Allcargo Belgium N.V.	N.A.	Refer Note 1 & 2	8,636	7,748	59,403	43,019	-	3,636	2,960	-	2,960	1,352	100%

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
29	Ecu Logistics do Brasil Ltda.	N.A.	Refer Note 1 & 2	10	(1,477)	1,446	2,913	-	7,280	(797)	9	(807)	-	100%
30	Ecu-Line Bulgaria EOOD	N.A.	Refer Note 1 & 2	2	(34)	37	69	-	242	1	-	1	-	100%
31	Ecu-Line Chile S.A.	N.A.	Refer Note 1 & 2	30	468	1,359	861	-	4,911	31	16	15	-	100%
32	Flamingo Line Chile S.A.	N.A.	Refer Note 1 & 2	10	2	11	-	-	-	-	-	-	-	100%
33	Ecu-Line Guangzhou Ltd	N.A.	Refer Note 1 & 2	1,085	1,058	6,658	4,515	-	24,351	857	185	671	-	100%
34	China Consolidation Services Shipping Ltd	N.A.	Refer Note 1 & 2	-	564	564	-	-	-	-	-	-	-	75%
35	Ecu-Line (CZ) s.r.o.	N.A.	Refer Note 1 & 2	6	(36)	330	361	-	2,572	88	1	86	-	100%
36	Ecu-Line del Ecuador S.A.	N.A.	Refer Note 1 & 2	7	37	430	386	-	2,456	34	16	18	-	100%
37	Flamingo Line del Ecuador SA	N.A.	Refer Note 1 & 2	3	4	44	37	-	314	4	1	2	-	100%
38	Ecu Line Egypt Ltd.	N.A.	Refer Note 1 & 2	7	73	483	403	-	2,838	532	142	390	286	100%
39	Flamingo Line El Salvador SA de CV	N.A.	Refer Note 1 & 2	1	22	55	31	-	278	16	3	13	-	100%
40	Ecu-Line Germany GmbH	N.A.	Refer Note 1 & 2	703	2,219	4,989	2,067	-	20,189	885	272	613	-	100%
41	ELWA Ghana Ltd.	N.A.	Refer Note 1 & 2	-	104	228	124	-	701	68	18	50	-	100%
42	Flamingo Line de Guatemala S.A.	N.A.	Refer Note 1 & 2	1	(11)	168	179	-	503	44	25	19	-	100%
43	Ecu-Line Hong Kong Ltd.	N.A.	Refer Note 1 & 2	128	214	3,554	3,211	-	13,216	394	79	315	-	100%
44	Ecu International Far East Ltd.	N.A.	Refer Note 1 & 2	1	761	2,310	1,549	-	266	19	34	(15)	303	100%
45	PT EKA Consol Utama Line	N.A.	Refer Note 1 & 2	15	335	1,187	837	-	4,871	182	20	162	-	100%
46	Ecu-Line Italia srl.	N.A.	Refer Note 1 & 2	45	135	4,126	3,946	-	12,538	54	60	(6)	-	100%
47	Eurocentre Milan srl.	N.A.	Refer Note 1 & 2	8	297	600	295	-	1,061	143	48	95	-	100%
48	Ecu-Line Côte d'Ivoire Sarl	N.A.	Refer Note 1 & 2	1	123	239	114	-	641	43	17	26	-	100%
49	Jordan Gulf for Freight Services and Agencies Co. LLC	N.A.	Refer Note 1 & 2	47	219	585	319	-	3,186	171	34	137	-	100%
50	Ecu-Line Malta Ltd.	N.A.	N.A.	-	-	-	-	-	-		-	-	-	100%
51	CELM Logistics SA de CV	N.A.	Refer Note 1 & 2	2	49	525	473	-	3,296	204	97	108	-	100%
52	Ecu Logistics de Mexico SA de CV	N.A.	Refer Note 1 & 2	2	598	1,878	1,278	-	9,675	236	179	57	-	100%
53	Ecu-Line Maroc S.A.	N.A.	Refer Note 1 & 2	34	273	1,098	790	-	3,497	174	60	114	-	100%
54	Ecu-Line Rotterdam BV	N.A.	Refer Note 1 & 2	641	(38)	3,519	2,915	-	5,600	11	(3)	14	-	100%
55	Rotterdam Freight Station BV	N.A.	Refer Note 1 & 2	14	107	430	309	-	1,812	59	11	49	-	100%
56	Ecu-Line de Panama SA	N.A.	Refer Note 1 & 2	17	88	392	288	-	2,631	5	14	(9)	-	100%
57	Ecu-Line Paraguay SA	N.A.	Refer Note 1 & 2	6	11	30	13	-	130	1	-	1	-	100%
58	Ecu-Line Philippines Inc.	N.A.	Refer Note 1 & 2	144	376	927	406	-	4,884	281	17	264	-	100%

ANNEXURE-2

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
59	Ecu-Line Polska SP. Z.o.o.	N.A.	Refer Note 1 & 2	9	118	345	218	-	1,735	133	22	111	-	100%
60	Ecu-Line Doha W.L.L.	N.A.	Refer Note 1 & 2	36	99	347	211	-	2,211	16	4	13	-	100%
61	Ecu-Line Romania SRL	N.A.	Refer Note 1 & 2	1	66	264	197	-	1,431	7	1	6	-	100%
62	Ecu-Line Singapore Pte. Ltd.	N.A.	Refer Note 1 & 2	736	1,341	5,989	3,912	-	15,283	528	58	471	-	100%
63	Ecu-Line South Africa (Pty.) Ltd.	N.A.	Refer Note 1 & 2	-	150	855	704	-	9,170	333	100	233	151	100%
64	Ecu-Line Spain S.L.	N.A.	Refer Note 1 & 2	92	(29)	806	743	-	5,305	(93)	-	(93)	-	100%
65	Mediterranean Cargo Center S.L. (MCC)	N.A.	Refer Note 1 & 2	90	(173)	147	229	-	458	115	-	115	-	100%
66	Ecu Line Lanka (Pvt) Ltd.	N.A.	Refer Note 1 & 2	-	125	393	268	-	1,217	67	24	43	-	100%
67	Société Ecu-Line Tunisie Sarl	N.A.	Refer Note 1 & 2	33	169	429	227	-	1,234	113	30	84	-	100%
68	Ecu Uluslarasi Tas. Ve Ticaret Ltd. Sti.	N.A.	Refer Note 1 & 2	52	269	694	372	-	2,691	210	38	172	-	100%
69	China Consolidated Company Ltd.	N.A.	Refer Note 1 & 2	9,958	14,496	27,351	2,897	-	12,759	393	-	393	-	100%
70	Star Express Company Ltd.	N.A.	Refer Note 1 & 2	9,958	(9)	9,958	9	-	-	(3)	-	(3)	-	100%
71	Ecu-Line UK Ltd.	N.A.	Refer Note 1 & 2	669	409	3,842	2,764	-	21,219	324	77	247	-	100%
72	DEOLIX S.A.	N.A.	Refer Note 1 & 2	21	(7)	73	59	-	827	14	4	10	-	100%
73	CLD Compania Logistica de Distribucion SA	N.A.	Refer Note 1 & 2	1,170	16	1,195	9	-	-	51	-	51	314	100%
74	Guldary S.A.	N.A.	Refer Note 1 & 2	2	863	1,249	384	-	653	713	-	713	-	100%
75	Administradora House Line C.A.	N.A.	Refer Note 1 & 2	-	1,225	1,268	44	-	200	50	137	(87)	-	100%
76	Ecu-Line Mauritius Ltd. (formerly known as Indian Ocean Island)	N.A.	Refer Note 1 & 2	13	23	69	33	-	413	11	4	7	-	100%
77	Consolidadora Ecu-Line C.A.	N.A.	Refer Note 1 & 2	-	-	-	-	-	-	-	-	-	-	100%
78	Ecu Shipping Logistics (K) Ltd.	N.A.	Refer Note 1 & 2	7	5	13	1	-	4	2	-	1	-	100%
79	Ecu-Line Middle East LLC	N.A.	Refer Note 1 & 2	54	144	2,260	2,062	-	9,215	478	-	478	-	86.60%
80	Ecu-Line Malaysia SDN.BHD. (Formerly known as Ecu-Line (Johor Bahru) Snd. Bhd.	N.A.	Refer Note 1 & 2	101	221	996	674	-	4,206	52	3	49	-	100%
81	Eurocentre FZCO	N.A.	Refer Note 1 & 2	235	160	839	444	-	1,916	238	-	238	-	84.62%
82	Ecu-Line Hungary Kft.	N.A.	N.A.	-	-	-	-	-	-	-	-	-	-	51%
83	Ecu-Line Kenya Ltd.	N.A.	Refer Note 1 & 2	27	260	631	345	-	3,003	198	59	139	-	82%
84	Ecu-Line Abu Dhabi LLC	N.A.	Refer Note 1 & 2	27	40	257	189	-	874	95	-	95	-	75.50%
85	CCS Shipping Ltd.	N.A.	Refer Note 1 & 2	547	79	1,644	1,019	-	13,938	9	24	(15)	-	75%

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
86	Flamingo Line del Peru SA	N.A.	Refer Note 1 & 2	7	9	16	-	-	-	-	17	(17)	-	100%
87	Ecu-Line Peru SA	N.A.	Refer Note 1 & 2	10	346	400	44	-	-	-	(20)	20	-	100%
88	Ecu-Line Saudi Arabia LLC	N.A.	Refer Note 1 & 2	239	602	3,013	2,171	-	11,516	506	146	360	-	70%
89	Ecu-Line Zimbabwe (Pvt) Ltd.	N.A.	N.A.	-	-	-	-	-	-	-	-	-	-	70%
90	Ecu-Line Japan Ltd.	N.A.	Refer Note 1 & 2	177	256	2,567	2,134	-	22,762	185	37	147	-	65%
91	S.H.E. Maritime Services Ltd.	N.A.	Refer Note 1 & 2	3	12	95	80	-	1,523	97	-	97	8	100%
92	Ecu-Line Australia Pty Ltd.	N.A.	Refer Note 1 & 2	51	327	1,870	1,493	-	13,578	434	136	299	303	100%
93	Ecu-Line NZ Ltd.	N.A.	Refer Note 1 & 2	-	95	276	181	-	1,933	167	48	120	130	100%
94	Ecu-Line (Thailand) Co. Ltd.	N.A.	Refer Note 1 & 2	94	96	1,230	1,039	-	8,994	171	33	138	177	57%
95	Ecu-Line Mediterranean Ltd.	N.A.	Refer Note 1 & 2	6	24	70	40	-	600	16	2	13	-	55%
96	China Consolidation Services Ltd	N.A.	Refer Note 1 & 2	513	819	1,392	60	-	1,652	114	11	103	-	75%
97	Ecu-Line Switzerland GmbH	N.A.	Refer Note 1 & 2	34	(74)	286	326	-	1,812	(89)	-	(89)	-	100%
98	Ecu-Line Canada Inc.	N.A.	Refer Note 1 & 2	-	(13)	1,458	1,471	-	8,327	514	115	399	-	70%
99	Cargo Freight Station S.A.	N.A.	Refer Note 1 & 2	31	79	613	504	-	1,553	43	11	32	-	50%
100	Ocean House Ltd.	N.A.	Refer Note 1 & 2	181	4	345	160	-	61	37	7	30	139	51%
101	Ecu-Line de Colombia S.A.S.	N.A.	Refer Note 1 & 2	20	72	439	347	-	2,241	136	62	75	-	100%
102	Conecli International S.A.	N.A.	Refer Note 1 & 2	-	152	399	247	-	1,724	175	47	129	-	100%
103	European Customs Brokers N.V.	N.A.	Refer Note 1 & 2	47	67	590	476	-	817	134	-	133	-	70%
104	Ecu-Line Vietnam Co., Ltd.	N.A.	Refer Note 1 & 2	48	348	1,000	603	-	5,207	364	78	286	268	51%
105	Econocaribe Consolidators, Inc.	N.A.	Refer Note 1 & 2	-	12,610	25,661	13,051	-	99,346	1,625	(105)	1,730	-	100%
106	OTI Cargo, Inc.	N.A.	Refer Note 1 & 2	-	963	731	(232)	-	2,982	136	-	136	-	100%
107	Ports International, Inc.	N.A.	N.A.	-	-	-	-	-	-	-	-	-	-	100%
108	Econoline Storage Corp.	N.A.	Refer Note 1 & 2	-	1,789	1,789	-	-	39	(124)	-	(124)	-	100%
109	ECI Customs Brokerage, Inc.	N.A.	Refer Note 1 & 2	-	666	828	162	-	1,474	112	43	70	-	100%
110	Integrity Enterprises Pty Ltd.	N.A.	Refer Note 1 & 2	20	-	20	-	-	-	-	-	-	-	100%
111	PRISM GLOBAL, LLC	N.A.	Refer Note 1 & 2	13,675	(14,805)	16,967	18,097	-	-	(3,216)	-	(3,216)	-	100%
112	FCL Marine Agencies B.V.	N.A.	Refer Note 1 & 2	14	1,097	3,203	2,093	-	22,321	640	149	491	-	100%
113	Prism Global Ltd. (Foremerely known as Ecu Line Ltd)	N.A.	Refer Note 1 & 2	-	349	4,180	3,831	-	5,070	867	1	866	-	100%
114	FMA-LINE France S.A.S.	N.A.	Refer Note 1 & 2	38	2	162	122	-	289	(6)	1	(8)	-	100%

ANNEXURE-2

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
115	Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)	N.A.	Refer Note 1 & 2	111	328	534	95	-	-	(2)	-	(2)	702	50%
116	Contech Transport Services (Pvt) Ltd	N.A.	N.A.	-	-	-	-	-	-	-	-	-	-	100%
117	FMA Line Nigeria Ltd	N.A.	Refer Note 1 & 2	33	-	33	-	-	-	-	-	-	-	100%
118	Ecu Worldwide (Uganda) Ltd	N.A.	N.A.	-	-	-	-	-	-	-	-	-	-	100%
119	Eculine Worldwide Logistics Co. Ltd.	N.A.	Refer Note 1 & 2	3	(6)	34	37	-	3	(6)	-	(6)	-	100%

Notes:

1 Balance Sheet items are translated at closing exchange rate of 1 Euro= ₹ 75.0955

2 Profit / (Loss) items are translated at average exchange rate of 1 Euro= ₹ 72.33027

3 Balance Sheet items are translated at closing exchange rate of 1 AED= ₹ 18.0437

4 Profit / (Loss) items are translated at average exchange rate of 1 AED= ₹ 17.8354

5 **Names of subsidiaries which are yet to commence operations:-**

a. ACEx Logistics Ltd.

b. Contech Transport Services (Pvt) Ltd.

6 **Names of subsidiaries which have been liquidated or sold during the year:-**

a. Credo Shipping Indian Agencies Pvt. Ltd strike off w.e.f January 24, 2016.

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
PART "B": ASSOCIATES AND JOINT VENTURES
(Information in respect of each Associate/Joint Venture Companies presented with amounts in ₹ in Lakh for the year ended March 31, 2016)

Sr. No.	Name of Associates/Joint Ventures	Transnepal Freight Services Pvt. Ltd	Allcargo Logistics Lanka (Pvt) Ltd	FCL Marine Agencies Gmbh (Hamburg)	FCL Marine Agencies Gmbh (Bermen)	INEGA N.V.	Ecu Logistics Peru SAC	Fasder S.A.	FCL Marine Agencies Belgium bvba	Gantoni General Enterprise Ltd	OVCL Vietnam Ltd
1	Latest audited Balance Sheet Date	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
2	Shares of Associate/Joint Ventures held by the Company on the year end										
(i)	Number	43,600	4	2	2	25	200	100,000	93	450	-
(ii)	Amount of Investment in Associates/ Joint Venture	14	-	668	1,064	12	33	2	273	-	-
(iii)	Extend of Holding %	50%	40%	50%	50%	25%	50%	50%	50%	45%	31%
3	Description of how there is significant influence	Joint venture	Associate	Associate	Associate	Associate	Joint venture	Joint venture	Associate	Associate	Associate
4	Reason why the Associate/Joint Venture is not consolidated	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	-	-
5	Networth attributable to Shareholding as per latest Audited Balance Sheet	207	-	-	-	-	221	19	-	-	-
6	Profit / (Loss) for the year	193	251	167	435	-	394	28	112	-	-
(i)	Considered in Consolidation	96	100	58	174	-	197	14	55.8	-	-
(ii)	Not Considered in Consolidation	96	151	109	260	-	197	14	56	-	-

1 Names of Associates or Joint Ventures which are yet to commence operations:- NIL

2 Names of Associates or Joint ventures which have been liquidated or sold during the year:- Love All sports Holdings FZE

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE-3

FORM AOC-2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with Related Parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS

Sr. No.	Particulars	Related Party Transactions
(a)	Name(s) of the related party and nature of relationship	Transindia Logistic Park Pvt. Ltd. (TLPPL), a Wholly Owned Subsidiary of the Company.
(b)	Nature of contracts/ arrangements/ transactions	Acquisition of Container Freight Station (CFS) business undertaking of TLPPL situated at Village- Khopte, Taluka- Uran, District Raigad as a going concern on slump sale basis.
(c)	Duration of the contracts/ arrangements/transactions	Not Applicable
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Acquisition of CFS business undertaking of TLPPL by the Company as a going concern on slump sale basis for the consideration equivalent to the valuation of CFS business to be determined by the Independent Valuer. As on March 31, 2016, the Company and TLPPL are in the process of finalising the transaction documents and in the process of obtaining valuation and necessary statutory and regulatory approvals required for the said transaction. The completion of the said transaction is subject to receipt of necessary statutory and regulatory approvals as required under the applicable laws.
(e)	Justification for entering into such contracts or arrangements or transactions	Acquisition of CFS business undertaking of TLPPL by the Company as a going concern on slump sale basis would result in consolidation of the CFS business of the Company under one roof, re-growth in market share and revenue, reduction in overhead cost, optimum utilization of capacity and brand enhancement. The transaction is in the ordinary course of business of the Company.
(f)	Date(s) of approval by the Board	February 13, 2016
(g)	Amount paid as advances, if any	NIL
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	As per provisions of Section 188 of the Companies Act, 2013 as amended from time to time, the approval of shareholders of the Company is not required as the said transaction is being entered into by the Company with TLPPL, its wholly owned subsidiary, whose accounts are consolidated with the Company and placed before shareholders at the Annual General Meeting of the Company.

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS

Sr. No.	Particulars	Related Party Transactions
(a)	Name(s) of the related party and nature of relationship	NIL
(b)	Nature of contracts/arrangements/ transactions	NIL
(c)	Duration of the contracts/ arrangements/transactions	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
(e)	date(s) of approval by the Board, if any	NIL
(g)	Amount paid as advances, if any:	NIL

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE-4

Particulars of Loans, Gurantee, Security and Investments for the financial year 2015-16

Loans given during the financial year 2015-16

(₹ in Lakh)

Particulars	Opening Balance	Additions	Repaid	Closing Balance
Allcargo Shipping Co. Pvt. Ltd.	-	100	100	-
Allcargo Logistics Park Pvt. Ltd.	49	-	49	-
AGL Warehousing Pvt. Ltd.	57	10	-	67
Hindustan Cargo Ltd.	-	515	465	50
Asia Line Limited	1,405	117	1,522	-
Allcargo Logistics LLC	-	69	-	69
Transindia Logistics Park Pvt. Ltd.	7,015	100	1,075	6,040
South Asia Terminals Pvt. Ltd.	846	-	-	846
Comptech Solutions Pvt. Ltd.	41	-	41	-
Combi Line Indian Agencies Pvt. Ltd.	12	-	-	12
TOTAL	**9,425**	**911**	**3,252**	**7,084**

Corporate Guarantee(s) outstanding as on March 31, 2016

(₹ in Lakh)

Name of the Company for whom guarantee is given	Name of the Party in whose favour guarantee is given	Purpose of Guarantee	Amount for which guarantee is given
Hindustan Cargo Ltd.	HDFC Bank Ltd.	For securing credit facilities availed by Hindusatn Cargo Ltd. for its business purpose	357
Allcargo Belgium NV	N.V.Nationale Borg Maattschappi, BNP Paribas Fortis and DBS Bank Ltd.	For securing credit facilities availed by Allcargo Belgium NV for its business purpose	24,131
Allcargo Logistics Park Pvt. Ltd.	ICICI Bank Ltd.	For securing credit facilities availed by Allcargo Logistics Park Private Limited for its business purpose	1,411
Allcargo Shipping Co. Pvt. Ltd.	YES Bank Ltd.	For securing credit facilities availed by Allcargo Shipping Co. Pvt. Ltd. for its business purpose	5,200
Transindia Logistic Park Pvt. Ltd.	Kotak Mahindra Bank Ltd.	For securing credit facilities availed by Transindia Logistic Park Private Limited for its business purpouse	2,000
CCI Logistics Limited	President of India, Custom Dept	For renewal of license of its Custom/Bonded Warehouse	1,000
		TOTAL	**34,099**

No Security has been provided by the Company in respect of any loan taken by any Company or third party during the financial year 2015-16.

ANNEXURE-4

Investments made during the financial year 2015-16

(₹ in Lakh)

Sr. No.	Particulars	Opening Balance	Acquisition	Sale/ Redemption	Closing Balance
1	1,908 (Previous year: 1,908) Equity shares of Reliance Industries Limited of ₹ 10 each	2	-	-	**2**
2	1,800 (Previous year: 1,800) Equity shares of Tata Motors Limited of ₹ 2 each	1	-	-	**1**
3	10,000 (Previous year: 10,000) Equity shares of Contech Transport Services Private Limited of ₹ 100 each	22	-	-	**22**
4	11,500 (Previous year: 11,500) Equity shares of Allcargo Belgium N.V of Euro 1,000 each	6,848	-	-	**6,848**
5	250,000 (Previous year: 250,000) Equity shares of Hindustan Cargo Limited of ₹ 10 each	891	-	-	**891**
6	10,000 (Previous year: 10,000) Equity shares of Ecu Line (India) Private Limited of ₹ 10 each	1	-	-	**1**
7	20,131 (Previous year: 20,131) Ordinary shares of Asia Line Limited of Euro 100 each	1,321	-	-	**1,321**
8	10,000 (Previous year:10,000) Equity shares of Allcargo Shipping Co.Private Limited of ₹ 10 each	1	-	-	**1**
9	10,000 (Previous year: 10,000) Equity shares of Southern Terminal and Trading Private Limited of ₹ 10 each	1	-	-	**1**
10	10,000 (Previous year: 10,000) Equity shares of AGL Warehousing Private Limited of ₹ 10 each	1	-	-	**1**
11	3,327,750 (Previous year: 3,327,750) Equity shares of South Asia Terminals Private Limited of ₹ 10 each	333	-	-	**333**
12	3,867,840 (Previous year: 3,867,840) Equity shares of Allcargo Logistics Park Private Limited of ₹ 10 each	387	-	-	**387**
13	12,000 (Previous year: 12,000) Equity shares of Transindia Logistic Park Private Limited of ₹ 10 each	7,775	-	-	**7,775**
14	147 (Previous year: 147) Ordinary shares of Allcargo Logistics LLC of AED 1000 each	24	-	-	**24**
15	3,019 (Previous year: 3,019) Equity shares of Combiline Indian Agencies Private Limited of ₹ 10 each	3	-	-	**3**
16	43,600 (Previous year: 43,600) Equity shares of Transnepal Freight Services Private Limited of ₹ 100 each (Nepal Rupees)	14	-	-	**14**
17	4,000 (Previous year: 4,000) Equity Shares of Zorastrian Co-op. Bank Limited of ₹ 25 each	1	-	-	**1**
18	100 (Previous year: 100) Equity Shares of Alltrans Port Management Private Limited of ₹ 10 each	-	-	-	**-**
19	95,855 (Previous year: 95,855) 1% redeemable, non cumulative, non convertible preference shares of Hindustan Cargo Limited of ₹ 100 each	1,438	-	-	**1,438**
20	73,930 (Previous year: 73,930) 1% redeemable, non cumulative, non convertible preference shares of Allcargo Shipping Co. Private Limited of ₹ 100 each	3,696	-	-	**3,696**

ANNEXURE-4

Investments made during the financial year 2015-16

(₹ in Lakh)

Sr. No.	Particulars	Opening Balance	Acquisition	Sale/ Redemption	Closing Balance
21	149,420 (Previous year: 149,420) 1% redeemable, non cumulative, non convertible preference shares of AGL Warehousing Private Limited of ₹ 100 each	3,735	-	-	3,735
22	2,500 (Previous year: 2,500) 10% redeemable, non cumulative, non convertible preference shares of Hindustan Cargo Limited of ₹ 100 each	100	-	-	100
23	33,700 (Previous year: 33,700) 10% redeemable, non cumulative, non convertible preference shares of Allcargo Shipping Co. Private Limited of ₹ 100 each	3,370	-	-	3,370
24	15,939 (Previous year: 15,130) 10% redeemable, non cumulative, non convertible preference shares of Contech Transport Services Private Limited of ₹ 100 each	1,513	81	-	1,594
25	6,955 (Previous year: 6,955) 10% redeemable, non cumulative, non convertible preference shares of Transindia Logistics Park Private Limited of ₹ 100 each	4,597	-	-	4,597
26	250 (Previous year: 250) Equity Shares of Sree Rayalseema Alkalies and Allied Chemicals Limited of ₹ 10 each (₹ 12,878)	-	-	-	-
27	250 (Previous year: 250) 0.01% Cumulative Redeemable Preference Shares of Sree Rayalseema Alkalies and Allied Chemicals Limited of ₹ 10 each (₹ 12,878)	-	-	-	-
28	50,000 (Previous year: Nil) Equity Shares of ACEx Logistics Limited of ₹ 10 each	-	5	-	5
29	4 (Previous year: Nil) Equity Shares of Allcargo Logistics Lanka (Private) Limited of LKR 10 each (LKR 40)(₹ 20)	-	-	-	-
	TOTAL	**36,075**	**86**	**-**	**36,161**

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE-5

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

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

To,
The Members,
Allcargo Logistics Limited
6th Floor, Avashya House, CST Road,
Kalina, Santacruz (East),
Mumbai-400098.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Allcargo Logistics Limited** (hereinafter called **"the Company"**). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officer, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (during the year under review not applicable to the Company);

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the year under review not applicable to the Company);

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (during the year under review not applicable to the Company);

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (during the year under review not applicable to the Company); and

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (during the year under review not applicable to the Company);

(vi) Multimodal Transportation of Goods Act, 1993;

(vii) Warehousing (Development and Regulation) Rules, 2010;

(viii) Carriage by Road Act, 2007 and Carriage by Road Rules, 2011;

(ix) Central Motor Vehicles Act, 1988 and Central Motor Vehicles Rules, 1989;

(x) Customs Act, 1962 (with regard to Container Freight Station);

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

a) Secretarial Standards issued by the Institute of Company Secretaries of India;

b) Listing Agreement entered with National Stock Exchange of India Limited and BSE Limited for the period from April 1, 2015 to November 30, 2015 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from December 1, 2015 to March 31, 2016;

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of the Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions of the Board are carried through unanimously. As per the records provided by the Company, none of the member of the Board dissented on any resolution passed at the meeting at the Board.

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

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

For Mehta & Mehta,
Company Secretaries,
(ICSI Unique Code P1996MH007500)

Dipti Mehta
Partner
FCS No : 3667
CP No. : 3202

Place : Mumbai
Date : May 20, 2016

Note: This report is to be read with our letter of even date which is annexed as **'ANNEXURE A'** and forms an integral part of this report.

ANNEXURE-5

ANNEXURE A

To,
The Members,
Allcargo Logistics Limited
6th Floor, Avashya House, CST Road,
Kalina, Santacruz (East),
Mumbai-400098

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

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

For Mehta & Mehta,
Company Secretaries,
(ICSI Unique Code P1996MH007500)

Dipti Mehta
Partner
FCS No : 3667
CP No. : 3202

Place : Mumbai
Date : May 20, 2016

ANNEXURE-6

Particulars of Employees remuneration and other details in terms of Section 134(3) (q) read with Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Requirements	Disclosure
1	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year	**Executive Directors:-** Mr. Shashi Kiran Shetty, Chairman & Managing Director - 146.68x Mr. Adarsh Hegde, Whole Time Director - 93.11x **Non-Executive Directors:-** Mrs. Arathi Shetty, Non Executive Director - 6.03x Mr. Hari Mundra, Independent Director - 7.45x Mr. M. P. Bansal, Independent Director - 2.86x Mr. Keki Elavia, Independent Director - 4.29x Prof. J Ramachandran, Independent Director- 7.21x *Mr. Akhilesh Gupta, Non Executive Director - 0.12x
2	The percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	**Executive Directors:-** Mr. Shashi Kiran Shetty, Chairman & Managing Director - 19.33% Mr. Adarsh Hegde, Whole Time Director - 25.16% **Non-Executive Directors:-** Mrs. Arathi Shetty, Non Executive Director - 66.35% Mr. Hari Mundra, Independent Director - NIL Mr. M. P. Bansal, Independent Director - 668.75% Mr. Keki Elavia, Independent Director - NIL Prof. J Ramachandran, Independent Director - 0.16% *Mr. Akhilesh Gupta, Non Executive Director - 25% **Key Managerial Personnel (other than Chairman & Managing Director)** Mr. Jatin Chokshi, Chief Financial Officer- 14.29% Mr. Shailesh Dholakia, Company Secretary- 58.24%
3	The percentage increase in the median remuneration of employees in the financial year	The median remuneration of the employees in the financial year was increased by 8.50%.
4	The number of permanent employees on the rolls of the Company	There were 973 permanent employees on the rolls of the Company as on March 31, 2016.
5	The explanation on the relationship between average increase in remuneration and Company performance	The average increase in remuneration of employees of the Company was in corelation with growth and profitability achieved by the Company during the year under review. While considering increase in remuneration of employees, the Company considered the following broad parameters: -Individual performance vis-à-vis Company's performance -Industry standards and benchmark -Competencies, qualifications, industry experience and the scope of the work etc. -Optimal mix of fixed pay and variable pay reflecting short term and long term performance objectives of the employees and that of the Company The average increase in remuneration of the employees of the Company was 8.50% of CTC.
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	During the financial year 2015-16, the total remuneration paid to Key Managerial Personnel were approx.7.37% of the Net Profit After Tax.
7	Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current FY and previous FY and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer	The market capitalisation of the Company has decreased to ₹ 3,857.06 Crores as of March 31, 2016 from ₹ 3,977.44 Crores as of March 31, 2015. Over the same period, the PE ratio declined from 81.54x to 31.03x. The Company's share price as at March 31, 2016 rose by 126.67% to ₹ 153 per share as compared to the last public offering i.e. Initial Public Offer in the year 2006 @ ₹ 675 per equity share of ₹ 10 each **Note:** *The nominal value of equity shares were sub-divided from ₹ 10 per equity share to ₹ 2 per equity share w.e.f. November 9, 2009 and Bonus Shares allotted on January 1, 2016. Accordingly, all aforesaid calculation have been made based on adjusted value of equity shares on account of sub-division of equity shares and allotment of Bonus share.*

ANNEXURE-6

Sr. No.	Requirements	Disclosure
8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Average percentile increase in salaries of employees, other than managerial personnel, during the year under review was 11.97%, whereas average percentile increase in salaries of Managerial Personnel during the year under review was 8.25%. This increase in salaries was in line with factors mentioned in point no.5 above.
9	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company	Comparison of remuneration of each of the KMP against the performance of the Company is as under: Chairman & Managing Director - 4% Whole Time Director - 2.54% Chief Financial Officer - 0.51% Company Secretary - 0.32%
10	The key parameters for any variable component of remuneration availed by the directors	The terms of employment of Executive Directors are contractual in nature and their remuneration consist of fixed salary, perquisites, allowances and commission as a variable % of the net profit. Profit commission is directly linked to individual performance vis-a-vis the Company's performance. At the begining of the year Executive Directors have been assigned targets for the year besides their job functions. The targets are drawn from the organisational strategic plans which are then reviewed on a periodic basis. Business targets are combination of goals such as volume growth, revenue growth, operating marging growth coupled with Company's mission of claiming leadership position in every segment in which it operates. Non-Executive Directors (NED) are being paid remuneration in the form of sitting fees for attending meetings of the Board and the Committees and commission out of net profit of the Company not exceeding 1% of the net profit in terms of approval granted by the Members at the General Meeting from time to time. The Board decides the payment of profit commission within the overall approved limits to NEDs based on their attendance and contribution at the Board and Committee meetings as well as time devoted on operational and other matters.
11	The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	Not Applicable
12	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes, the remuneration is as per the remuneration policy of the Company.

Note :

(i) The expression "median" means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one.

(ii) If there is an even number of observations, the median shall be the average of the two middle values.

**(iii) Mr. Akhilesh Gupta ceased to be a Non Executive Director of the Company w.e.f. February 10, 2016.*

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Date : June 30, 2016
Place : Mumbai

ANNEXURE-7

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING & OUTGO

(A) CONSERVATION OF ENERGY:

(i) The steps taken or impact on conservation of energy;

Your Company is always strives to optimise energy conservation though its operations are not energy intensive. The Company has evaluated various energy consumption intensive models to optimise the energy resources, of which it has implemented following two models of energy conservation at its major energy consumption divisions.

Solar Model:

Your Company is continuous emphasis to keep pace with the latest technology. With the advent of new technology in Solar, the Company evaluated the benefits of new Solar Power System for the conservation of energy. After lot of brain storming and research, the Company has decided to install Solar Power System at its all major locations for captive use. Since, there was a capital investment it was decided to go with the best and latest make and models technology. Hence, Solon, a Europe based solar system manufacturer was chosen as the vendor partner who deals in RUFUSOL which is a renowned name in the solar market.

Energy Efficient LED Model:

Your Company has also evaluated and worked upon other models for energy conservation. After analysis, the Company has identified LED installation model other than Solar for energy conservation wherein it has tried LED lights in place of conventional Halogen or Sodium Vapor Fittings to check the lighting level and unit consumption. Post completion of trials, it replaced all the high mast lamps (400wx2) with 200 watt LED fixtures and the 75 watts fittings replaced by 30 watts LED fixture in its three Container Freight Stations located at JNPT-Nhava Sheva, Chennai and Mundra. LED installation was carried out with Zero Capex wherein Company did not invest anything for the installation. The vendor itself installed the LED fixtures towards recovery of cost through savings in energy.

(ii) The steps taken by the Company for utilizing alternate sources of energy;

Installation of Solar Power Plants:

Primarily, the Company installed the Grid connected Rooftop Solar Power Plants at its three Container Freight Stations (CFS) located at JNPT- Nhava Sheva, Chennai and Mundra. Therafter, the same was also implemented at its Headquarters situated at Kalina, Mumbai and at Equipment Division – Panvel for conservation of energy which reduced cost of energy of the Company. The details of which are given as under:

Sr. No.	Company Divisions	Plant Capacity	Units Generated
1	Jawaharlal Nehru Port Trust – Container Freight Station, Nhava-Sheva, Panvel (Raigad)	300 KW	315,218 units
2	Chennai Container Freight Stations	160 KW	176,260 Units
3	Mundra Container Freight Stations	60 KW	88,985 Units
4	Equipments Division - OEC Panvel	60 KW	57,854 Units
5	Head Office –Kalina, Mumbai	40 KW	35,953 Units
	Total Units Generated out of KW	**620 KW**	**674, 270 Units**

During the year under review, your Company installed Solar Plants having energy generation capacity of 620 KW at its above locations. Of which your Company has generated 674,270 units for captive consumption which in turn reduced cost of energy approximately by ₹ 87 Lakh (Rupees Eighty Seven Lakh only).

Installation of Energy Efficient LED Lights:

The Company has installed less watts energy efficient LED lights at its three Container Freight Stations located at JNPT-Nhava Sheva, Chennai and Mundra for conservation of energy to reduce the energy cost. The location wise reduction in load for the aforesaid three Container Freight Stations of the Company are as follows;

Sr. No.	Company Divisions	Energy Consumption		
		Prior LED	Post LED	Units
1	Jawaharlal Nehru Port Trust – Container Freight Station, Nhava-Sheva, Panvel (Raigad)	141 KW	27KW	407,086
2	Chennai Container Freight Station	126 KW	26 KW	309,202
3	Mundra Container Freight Station	88 KW	17 KW	241,215
	Total Energy in KW/ Units	**355 KW**	**70 KW**	**957,503**

By installing energy effeicient LED lights in above locations, your Company saved overall

energy of 957,503 units which in turn reduced energy cost approximately by ₹ 77 Lakh (Rupees Seventy Seven Lakh only) during the financial year 2015-16.

Your Company saved total amount of ₹ 164 Lakh (Rupees One Hundred and Sixty Four Lakh only) out of total energy consumption by adoption of Solar and LED models.

(iii) The capital investment on energy conservation equipments;

With the installation of Solar Power Plants at its aforesaid divisions located at JNPT - Nhava Sheva, Panvel (Raigad District), Equipment (OEC) division - Panvel, Chennai and Mundra, your Company has incurred total capital investment of ₹ 447 Lakh (Rupees Four Hundred and Forty Seven Lakh only).

Your Company has not incurred any capital investment on installation of energy efficient LED at its above three Container Freight Stations as the vendor who installed the LED will recover the cost from the energy conservation of the Company over a period of time.

(B) TECHNOLOGY ABSORPTION:

(i) The efforts made towards technology absorption and the benefits derived like product improvement, cost reduction, product development or import substitution;

During the period under review, your company has successfully implemented / initiated following technology up-gradation:

- **Project TOPAZ**

  Project TOPAZ is a business transformation project that involves deployment of a new business application platform for the NVOCC vertical. TOPAZ was deployed at the first pilot site (UK) in February 2015. Last year, it was rolled out in Guangzhou and Spain. Once global deployment is completed, TOPAZ will provide one version of truth, standardized processes and improved operational visibility for better management control and decision making. We have selected India's leading IT Company as a strategic partner for this project and the corner stones of this project are growth, efficiency and innovation.

- **Digital Strategy**

  Based on the Digital strategy for the enterprise, we have identified projects which will be more customer centric and will help us in enhancing the productivity at offices. There are a number of digitalization technologies which are impacting businesses at large and the ones our IT team is assessing cover SMACs (Social, Mobility, Analytics, Cloud) technologies. Mobileapp has been implemented for CFS and NVOCC vertical for the customers which helps them to track cargo at their fingertips. The app also allows the customers to get information on new trade lanes and announcements.

- **New HRMS system**

  After extensive evaluations, a new global HRMS (Human Resource Management System) was selected. This is a cloud version that is offered in SaaS (Software as a Service) model and has been rolled out across offices globally. The HRMS system will help effectively leverage our large employee strength to its fullest potential. The new system includes modules like Core Human Capital Management, Performance Management System, Talent Management and Taleo, which is Recruitment, On Boarding and E-learning platform.

- **Analytics**

  Last year, the IT team undertook extensive evaluations of various Business Intelligence (BI) software and actions have been initiated to implement a management dashboard which will get implemented in the current financial year. The dashboard will also provide various push/pull reports.

- **Project ONYX – Projects Division**

  Deployment of a new ERP system with inbuilt financial accounting system was successfully rolled out on April 1, 2016. The application will now start providing extensive business benefits to effectively manage the Project operations and profitability. The system will also have budgetary control and delegation of authority built in once the system stabilizes.

- **Shared Services**

  Your organization is aggressively pursuing offshoring opportunities and business process outsourcing (BPO) activities have been transitioned from a number of high cost locations to service providers in India. This has not only helped provide costs savings but has helped improve productivity and service continuity at each of the offices worldwide.

- **IT Security**

  The IT team is constantly focussed on enhancing the IT security posture and a number of initiatives were initiated last year for data leakage prevention and protection. A detailed security audit was also undertaken by a specialized external vendor and various corrective actions were implemented to strengthen our setup.

(ii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year);

Your Company has not imported any technology during the period of last three years.

(iii) The expenditure incurred on Research and Development;

The Company being a Integrated Logistics service provider, there is no expenditure incurred on research and development during the year under review.

(C) FOREIGN EXCHANGE EARNINGS & OUTGO:

(₹ in Lakh)

Sr. No.	Particulars	For the year ended	
		March 31, 2016	March 31, 2015
1	Foreign Exchange Earned	13,926	11,437
2	Foreign Exchange Outgo	17,131	17,063

For and on behalf of the Board of Directors of Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

ANNEXURE-8

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2016

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

I. REGISTRATION AND OTHER DETAILS

i)	**CIN**	L63010MH2004PLC073508
ii)	**Registration Date**	August 18, 1993
iii)	**Name of the Company**	Allcargo Logistics Limited
iv)	**Category/Subcategory of the Company**	Company having Share Capital/Indian Non-Government Company
v)	**Address of the Registered Office and contact details**	6th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai 400098. Tel: 022- 66798100 Fax: 022- 66798195
vi)	**Whether Listed Company**	Yes
vii)	**Name, Address and Contact Details of Registrar and Transfer Agent, if any**	M/s. Link Intime India Private Limited C-13, Panalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai-400 078 Tel: 022- 2596 3838 Fax: 022 2594 6969 Email: mumbai@linkintime.co.in Contact Person: Mr. Ishwar Suvarna/Mr. Satyan Desai

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ Service*	% to total turnover of the Company
1	Project & Engineering Solutions	773	37%
2	Container Freight Stations	521 & 522	28%
3	Multimodal Transport Operations	492, 501 & 502	35%

** As per National Industrial Classification - Ministry of Statistics and Programme Implementation.*

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
1	AGL Warehousing Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U63020MH2008PTC179569	Subsidiary	100%	2(87)
2	Allcargo Logistics Park Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U63023MH2008PTC183494	Subsidiary	51%	2(87)
3	Allcargo Shipping Co. Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U45205MH2008PTC179478	Subsidiary	100%	2(87)
4	Amfin Consulting Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U72200MH2000PTC124495	Subsidiary	100%	2(87)
5	Combi Line Indian Agencies Private Limited	B-5, Ionic, 1st Floor, Justice D. Vyas Marg, Colaba, Mumbai - 400 005.	U63090MH1993PTC075844	Subsidiary	98.95%	2(87)
6	Comptech Solutions Private Limited	Plot No.8, Local Shopping Complex, Vardhaman Plaza, New Delhi 110 019	U72300DL1996PTC078496	Subsidiary	48.28%	2(87)
7	Contech Transport Services Private Limited	Wakefield House, 1st Floor, Sprot Road, Ballard Estate, Mumbai 400 038.	U63090MH1993PTC075750	Subsidiary	100%	2(87)

ANNEXURE-8

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
8	ECU International (Asia) Private Limited	6th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U72300MH2005PTC155205	Subsidiary	100%	2(87)
9	ECU Line (India) Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U63010MH2007PTC176472	Subsidiary	100%	2(87)
10	Hindustan Cargo Limited	4th Floor, Polaris Bldg., A-Wing, Premises No.A-402-403, Off. Makwana Road, Andheri (E), Mumbai 400 059.	U63010MH1993PLC075480	Subsidiary	100%	2(87)
11	ACEx Logistics Limited (Formerly Known as HC Logistics Limited)	4th Floor, Polaris Bldg., A-Wing, Premises No.A-402-403, Off. Makwana Road, Andheri (E), Mumbai 400 059.	U74999MH2011PLC218842	Subsidiary	100%	2(87)
12	South Asia Terminals Private Limited	6th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai 400 098	U45200MH2008PTC179557	Subsidiary	51%	2(87)
13	Southern Terminal & Trading Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U61100MH2008PTC180406	Subsidiary	100%	2(87)
14	Transindia Logistic Park Private Limited	5th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai-400 098	U63090MH2004PTC145032	Subsidiary	100%	2(87)
15	Ecu-Line Algerie sarl	Cooperative ENNAHAR n° 3, 2ième étage Les Sources Bir Mourad Rais, 16005 Alger	N.A.	Subsidiary	100%	2(87)
16	Ecu Logistics SA	Av. Belgrano 355, Piso 12°, (C1092AAD) Buenos Aires, ARGENTINA	N.A.	Subsidiary	100%	2(87)
17	Ecu-Line Australia Pty Ltd.	Suite 2 35-37 Tullamarine Park Road P.O.Box 252, Tullamarine VIC 3043	N.A.	Subsidiary	100%	2(87)
18	Integrity Enterprises Pty Ltd.	Suite 2 35-37 Tullamarine Park Road P.O.Box 252 Tullamarine VIC 3043	N.A.	Subsidiary	100%	2(87)
19	Ecu-Line N.V.	Schomhoeveweg 15, 2030 Antwerp		Subsidiary	100%	2(87)
20	Ecu-Logistics N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
21	FMA-LINe Holding N. V. (formerelyknown Ecubro N.V.)	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
22	Ecu-Tech bvba	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
23	Ecuhold N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
24	Ecu International N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
25	Ecu Global Services n.v.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
26	HCL Logistics nv	Bedrijvenzone Machelen Cargo 734 - 1830 Machelen	N.A.	Subsidiary	100%	2(87)
27	European Customs Brokers N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	70%	2(87)
28	AGL N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
29	Allcargo Belgium N.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
30	Ecu Logistics do Brasil Ltda.	CONJ 83 RUA BELA CINTRA – Nº 986 - 8 ANDAR, CEP: 01415002 Sao Paulo, Brazil	N.A.	Subsidiary	100%	2(87)
31	Ecu-Line Bulgaria EOOD	Dragan Tzankov Blvd 31A Office No. 1, 1113 Sofia	N.A.	Subsidiary	100%	2(87)
32	Ecu-Line Canada Inc.	Suite 260, 10691 Shell Bridge Way,Richmond BC, V6X 2W8, Vancouver	N.A.	Subsidiary	70%	2(87)
33	Ecu-Line Chile S.A.	Americo Vespucio 80 Piso 8, ofic. 81 y 82 Las Condes, Santiago De Chile	N.A.	Subsidiary	100%	2(87)
34	Flamingo Line Chile S.A.	Americo Vespucio 80 Piso 8, ofic. 81 y 82 Las Condes, Santiago De Chile	N.A.	Subsidiary	100%	2(87)

ANNEXURE-8

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
35	Ecu-Line Guangzhou Ltd	Unit 2114-2117, Bai Hui Plaza 193, Zhong Shan Wu Road, 510 030 Guangzhou	N.A.	Subsidiary	100%	2(87)
36	China Consolidation Services Shipping Ltd	Room No.1, Floor 9, No. 269, Haining Road, Hongkou District, Shanghai, China (PRC)	N.A.	Subsidiary	75%	2(87)
37	China Consolidation Services Ltd	1818 Meixing Road,Shanghai	N.A.	Subsidiary	75%	2(87)
38	Ecu-Line de Colombia S.A.S.	NIT 800.180.908-5, codigo ACI 026, Calle 41A No. 66A- 42, Bogota Colombia	N.A.	Subsidiary	100%	2(87)
39	Conecli International S.A.	Oficentro Ejecutivo La Sabana, Edificio 5, Primer piso Oficina 12, Sabana Sur, San Jose	N.A.	Subsidiary	100%	2(87)
40	Ecu-Line Mediterranean Ltd.	Corner Omonias and Aeginis no 1 Psilos Court, 3rd floor P.O.Box 56027, 3304 Limassol	N.A.	Subsidiary	55%	2(87)
41	Ecu-Line (CZ) s.r.o.	K Hrusovu 292/4, CZ-102 23 Praha 10	N.A.	Subsidiary	100%	2(87)
42	Ecu-Line del Ecuador S.A.	Ciudadela Guayaquil Manzana #3 Solar #5 Av. Miguel H.Alcivary Av Francisco de Orellana, Guayaquil	N.A.	Subsidiary	100%	2(87)
43	Flamingo Line del Ecuador SA	Ciudadela Guayaquil Manzana #3 Solar #5 Av. Miguel H.Alcivary Av Francisco de Orellana, Guayaquil	N.A.	Subsidiary	100%	2(87)
44	Ecu Line Egypt Ltd.	31, Omar Bakeer Street 9th Floor, office 802 Heliopolis, Cairo	N.A.	Subsidiary	100%	2(87)
45	Flamingo Line El Salvador SA de CV	Avenida Bernal, N° 210 Pasaje Quintanilla Edificio QH, 2do nivel Local N° 4, San Salvador, El Salvador	N.A.	Subsidiary	100%	2(87)
46	Ecu-Line Germany GmbH	Hammerbrookstrasse 47b, D-20097 Hamburg	N.A.	Subsidiary	100%	2(87)
47	ELWA Ghana Ltd.	Burkina Faso Chamber of Commerce, ground floor, left Graphic Road - 4th Lane P.O.Box 855 CO, Tema Harbour Area	N.A.	Subsidiary	100%	2(87)
48	Flamingo Line de Guatemala S.A.	1, Avenida 10-87, Zona 10 Torre Viva, oficina 300	N.A.	Subsidiary	100%	2(87)
49	Ecu-Line Hong Kong Ltd.	10th Floor, Fortis Tower 77-79, Gloucester Road, Wanchai, Hong Kong	N.A.	Subsidiary	100%	2(87)
50	Ecu International Far East Ltd.	10th Floor, Fortis Tower 77-79, Gloucester Road, Wanchai, Hong Kong	N.A.	Subsidiary	100%	2(87)
51	CCS Shipping Ltd.	Co.No.905338, Room 1509, C.C.Wu Building, 302-8 Hennessy Road, Wanchai, Hong Kong	N.A.	Subsidiary	75%	2(87)
52	Ecu-Line Hungary Kft.	Szeremi ut 7/B I.em 103, H-1117 Budapest	N.A.	Subsidiary	51%	2(87)
53	PT EKA Consol Utama Line	Emerald Tower 6th Floor, JL. Boulevard Barat XB-3 RT 002 / RW004 Kelapa Gading Barat, Kelapa Gading Jakarta Utara 14240	N.A.	Subsidiary	100%	2(87)
54	Ecu-Line Italia srl.	VIA LIGURIA 5, PESCHIERA BORROMEO (MI) 20068	N.A.	Subsidiary	100%	2(87)
55	Eurocentre Milan srl.	VIA LIGURIA 5, PESCHIERA BORROMEO (MI) 20068	N.A.	Subsidiary	100%	2(87)
56	Ecu-Line Côte d'Ivoire Sarl	G30 Rue des Majorettes Biétry, Abidjan Biétry, Abidjan Abidjan 18	N.A.	Subsidiary	100%	2(87)
57	Ecu-Line Japan Ltd.	6F, General Building 1-9-6 Nihonbashi-Horidome-Cho Chuo-Ku, 103-0012 Tokyo	N.A.	Subsidiary	65%	2(87)

ANNEXURE-8

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
58	Jordan Gulf for Freight Services and Agencies Co. LLC	17 Salah Sheimat St. Office 204-205 Swefiyeh P.O.Box 1735, 11821 Amman	N.A.	Subsidiary	100%	2(87)
59	Ecu-Line Kenya Ltd.	Sheetal Plaza, 3rd floor, off A Mohdhar Mohd Habib Road P.O.Box 94066, 80107 Mombasa	N.A.	Subsidiary	82%	2(87)
60	Ecu Shipping Logistics (K) Ltd.	P.O.Box 17911, Mombasa Road, Tulip House, 6th Floor, Wing C, 00500 Nairobi	N.A.	Subsidiary	100%	2(87)
61	Ecu-Line Malaysia SDN.BHD. (Formerly known as Ecu-Line (Johor Bahru) Snd. Bhd.	No.40, 40 A and B, Jalan Molek 2/2 Taman Molek, Johor Bahru	N.A.	Subsidiary	100%	2(87)
62	Ecu-Line Malta Ltd.	10, Timber Wharf Marsa MRS1443	N.A.	Subsidiary	100%	2(87)
63	Ecu-Line Mauritius Ltd.	MFD BUSINESS CENTRE FREEPORT ZONE 5 MER ROUGE Port Louis	N.A.	Subsidiary	100%	2(87)
64	CELM Logistics SA de CV	Avenida Insurgentes Sur No.716 Piso 8, Colonia Del Valle Deleg. Benito Juarez, Mexico D.F. C.P. 03100	N.A.	Subsidiary	100%	2(87)
65	Ecu Logistics de Mexico SA de CV	Avenida Insurgentes Sur No.716 Piso 8, Colonia Del Valle Deleg. Benito Juarez, Mexico D.F. C.P. 03100	N.A.	Subsidiary	100%	2(87)
66	Ecu-Line Maroc S.A.	353 Angle Boulevard Mohammed V Boulevard Résistance 3ième étage, Casablanca	N.A.	Subsidiary	100%	2(87)
67	Ecu-Line Rotterdam BV	Nieuwesluisweg 240, 3197 KV Rotterdam	N.A.	Subsidiary	100%	2(87)
68	Rotterdam Freight Station BV	Nieuwesluisweg 240, 3197 KV Rotterdam	N.A.	Subsidiary	100%	2(87)
69	FCL Marine Agencies B.V.	Schomhoeveweg 15, 2030 Antwerp	N.A.	Subsidiary	100%	2(87)
70	Ecu-Line NZ Ltd.	Unit 1 /203 Kirkbride Road Mangere, Auckland	N.A.	Subsidiary	100%	2(87)
71	Ecu-Line de Panama SA	Edificio Aventura, Ofic. M-10 Ave. Ricardo J.Alfaro, Calle 74 PO Box 0819-02017, Panama City	N.A.	Subsidiary	100%	2(87)
72	Ecu-Line Paraguay SA	973 Benjamin Constant Street 973 Benjamin Constant Street, Edificio Arasa 2 6° Piso - Ofic. 605 Paraguay	N.A.	Subsidiary	100%	2(87)
73	Flamingo Line del Peru SA	Av. Jiron Pezet y Monel no.2452, Lima 14	N.A.	Subsidiary	100%	2(87)
74	Ecu-Line Peru SA	Jr Jose Pezet Monell no 2452 Lima Peru	N.A.	Subsidiary	100%	2(87)
75	Ecu-Line Philippines Inc.	Unit D5, G/F Echelon Tower Building 2100, A. Mabini Street Malate, Manila 1004	N.A.	Subsidiary	100%	2(87)
76	Ecu-Line Polska SP. Z.o.o.	Ul. Janka. Wisniewskiego 31, 81-355 Gdynia	N.A.	Subsidiary	100%	2(87)
77	Ecu-Line Doha W.L.L.	22, Abdulla Bin Omar Street Arabian Gulf Petrol Station Building 2nd Floor, Near Mannai Round About Po Box 24064 Doha	N.A.	Subsidiary	100%	2(87)
78	Ecu-Line Romania SRL	Abrud Street no. 134 1st District, 0011318 Bucharest	N.A.	Subsidiary	100%	2(87)
79	Ecu-Line Saudi Arabia LLC	1st Floor, Office No.14 Al–Muhammadiyah Plaza, Al-Madina Al-Munawara Street P.O. Box 104071, Jeddah 21331	N.A.	Subsidiary	70%	2(87)
80	Ecu-Line Singapore Pte. Ltd.	237, Pandan Loop #06-06 to 06-11 Westech Building, Singapore 128424	N.A.	Subsidiary	100%	2(87)
81	Ecu-Line South Africa (Pty.) Ltd.	Block B - 1st Floor Southern Life Gardens 70, 2nd Avenue, Newton Park, Port Elizabeth 6055	N.A.	Subsidiary	100%	2(87)
82	Ecu-Line Spain S.L.	Plom nr. 2-4, 2° 08038, Barcelona	N.A.	Subsidiary	100%	2(87)

ANNEXURE-8

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
83	Mediterranean Cargo Center S.L. (MCC)	Plom nr. 2-4, 2° 08038, Barcelona	N.A.	Subsidiary	100%	2(87)
84	Ecu Line Lanka (Pvt) Ltd.	# 320, R.A. De Mel Mawatha Colombo - 3	N.A.	Subsidiary	100%	2(87)
85	Ecu-Line Switzerland GmbH	Zellgut 9 CH-6214 Schenkon Switzerland	N.A.	Subsidiary	100%	2(87)
86	Ecu-Line (Thailand) Co. Ltd.	628, 5th Floor, Triple I Building Soi Klab Chom Nonsee Road Chongnonsee, Yannawa 10120 Bangkok	N.A.	Subsidiary	57%	2(87)
87	Société Ecu-Line Tunisie Sarl	172, rue Jerissa, 1° Etage Appt. no. 1 Z.I. Megrine Riadh 2014 Tunis	N.A.	Subsidiary	100%	2(87)
88	Ecu Uluslarasi Tas. Ve Ticaret Ltd. Sti.	Prof. Ali Nihat Tarlan Cad. Suleyman Baskan Is Merkezi No: 82 / 12 Kat : 8 34744, Ustbostanci / Atasehir - Istanbul	N.A.	Subsidiary	100%	2(87)
89	Ecu-Line Middle East LLC	P.O. Box 28430 Jebel Ali Free Zone, Jebel Ali	N.A.	Subsidiary	86.60%	2(87)
90	Ecu-Line Abu Dhabi LLC	Al Naser Street Ahmed Bin Hmouda Bld., Mezzanine Fl. P.O. Box 7158, Abu Dhabi	N.A.	Subsidiary	75.50%	2(87)
91	Eurocentre FZCO	PLOT NO. MO0114 & MO0109,IN BTW RBT ABT 6-7, NXT TO NAFFCO, NEAR GATE 4, JEBEL ALI. DUBAI. U.A.E	N.A.	Subsidiary	84.62%	2(87)
92	China Consolidated Company Ltd.	Co.No.IC/3413/10, C/o Jitendra Chartered Accountants, Suite # 3006, AL Attar Tower(Near DIFC), Sheikh Zayed Road, P.O.Box 43630, Dubai, UAE	N.A.	Subsidiary	75%	2(87)
93	Star Express Company Ltd.	Co.No.IC/3413/10, C/o Jitendra Chartered Accountants, Suite # 3006, AL Attar Tower(Near DIFC), Sheikh Zayed Road, P.O.Box 43630, Dubai, UAE	N.A.	Subsidiary	100%	2(87)
94	Ecu-Line UK Ltd.	Woodside Road Eastleigh, Southampton SO50 4ET	N.A.	Subsidiary	100%	2(87)
95	S.H.E. Maritime Services Ltd.	Barking, Essex IG11 7BZ	N.A.	Subsidiary	100%	2(87)
96	DEOLIX S.A.	Zabala 1542 - Of.201, 11000 Montevideo	N.A.	Subsidiary	100%	2(87)
97	CLD Compania Logistica de Distribucion SA	996 Acevedo Diaz Eduardo, Montevideo, Uruguay	N.A.	Subsidiary	100%	2(87)
98	Guldary S.A.	996 Acevedo Diaz Eduardo, Montevideo, Uruguay	N.A.	Subsidiary	100%	2(87)
99	PRISM GLOBAL, LLC	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
100	Econocaribe Consolidators, Inc.	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
101	Econoline Storage Corp.	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
102	ECI Customs Brokerage, Inc.	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
103	OTI Cargo, Inc.	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
104	Ports International, Inc.	2401 N.W. 69th street Miami FL 33147 Miami	N.A.	Subsidiary	100%	2(87)
105	Administradora House Line C.A.	Avenida Sucre Torre Centro Parque Boyaca Piso 16 - Oficina 164, Caracas	N.A.	Subsidiary	100%	2(87)
106	Consolidadora Ecu-Line C.A.	Avenida Sucre Torre Centro Parque Boyaca Piso 16 - Oficina 164, Caracas	N.A.	Subsidiary	100%	2(87)

ANNEXURE-8

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Companies	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Section
107	Ecu-Line Vietnam Co., Ltd.	23 Street 8A, Nam Long Residential Area, Tan Thuan Dong Ward, District 7, Ho Chi Minh City, Vietnam	N.A.	Subsidiary	51%	2(87)
108	Ocean House Ltd.	23, Street 8A, Nam Long Residential Area, Tan Thuan Dong Ward Dist. 7, Ho Chi Minh City, Vietnam	N.A.	Subsidiary	51%	2(87)
109	Ecu-Line Zimbabwe (Pvt) Ltd.	Block B - 1st Floor,Southern Life Gardens70, 2nd Avenue, Newton Park, Port Elizabeth 6055,Harare	N.A.	Subsidiary	70%	2(87)
110	Asia Line Ltd	P.O. Box 28430, Jebel Ali, Dubai, United Arab Emirates	N.A.	Subsidiary	100%	2(87)
111	Contech Transport Services (Pvt) Ltd	1/1, R.A. De Mel Mawatha, Colombo 03	N.A.	Subsidiary	100%	2(87)
112	Prism Global Ltd. (Foremerely known as Ecu Line Ltd)	15th Floor, Tower One Lippo Center 89 Queensway Admiralty Hong Kong	N.A.	Subsidiary	100%	2(87)
113	FMA-LINE France S.A.S.	2nd Floor 5, Chemin de la Dime, 95700 Roissy-en -France	N.A.	Subsidiary	100%	2(87)
114	Cargo Freight Station S.A.	Errazuriz 25, Piso 2, OF. 203 Valparaiso	N.A.	Subsidiary	50%	2(87)
115	Allcargo Logistics LLC	503, Al khaleej Centre, Dubai, UAE	N.A.	Subsidiary	49%	2(87)
116	Eculine Worldwide Logistics Co. Ltd.	IOC Building,No.254, F4-R01,Moniviong Blvd, S/K Boeung Rang, Khan Daun Penh, Phnom Penh- Cambodia	N.A.	Subsidiary	100%	2(87)
117	FMA-LINE Nigeria Ltd.	7th Floor, Union Marble House, 1, Kingsway Road, Ikoyi, Lagos Nigeria	N.A.	Subsidiary	100%	2(87)
118	Ecu Worldwide (Uganda)	Kalamu House, Plot 1B, Kira Road, PO Box 24544, Kampala, Uganda	N.A.	Subsidiary	100%	2(87)
119	Allcargo Logistics Lanka (Private) Limited	Assessment No. 658/78, Ground Floor, Danister De Silva Mawatha, Colombo 09	N.A.	Associate	40%	2(6)
120	Transnepal Freight Services Pvt. Ltd	Biratnagar, Nepal	N.A.	Joint Venture	50%	2(6)
121	FCL Marine Agencies Gmbh (Hamburg)	Am Stadtrand 60 22047 Hamburg, Germany	N.A.	Associate	50%	2(6)
122	FCL Marine Agencies Gmbh (Bermen)	Knochenhauerstr. 20-25 , 28195 Bremen, Germany	N.A.	Associate	50%	2(6)
123	INEGA N.V.	Elisabethlaan 3 app. 6B, 2600 Berchem, Belgium	N.A.	Associate	25%	2(6)
124	Ecu Logistics Peru SAC	Dionisio Derteano No. 144 Of. 17A, Edificio Lima Cargo City,San Isidro	N.A.	Joint Venture	50%	2(6)
125	Fasder S.A.	Acevedo Diaz 996, Montevideo 11.200, Uruguay	N.A.	Joint Venture	50%	2(6)
126	Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)	Rua dr. Manoel tourino, 48/66 santos / sp Brazil	N.A.	Subsidiary	50%	2(87)
127	FCL Marine Agencies Belgium bvba	Schomhoeveweg 15, 2030 Antwerp	N.A.	Associate	50%	2(6)
128	Gantoni General Enterprises Ltd.	Corner Omonias and Aeginis no 1, Psilos Court, 3rd floor, P.O.Box 56027, 3304 Limassol,Cyprus	N.A.	Associate	45%	2(6)
129	OVCL Vietnam Ltd	13-13Bis Ky Dong, Ward 9, District 3, HCM City	N.A.	Associate	31%	2(6)

ANNEXURE-8

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a. Individual / HUF	84,320,899	-	84,320,899	66.90	168,642,390	-	168,642,390	66.90	-
b. Cent. Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corp	-	-	-	-	-	-	-	-	-
e. Bank / FI	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
- Trusts	3,813,125	-	3,813,125	3.02	7,626,250	-	7,626,250	3.02	-
Sub-Total: A(1)	**88,134,024**	**-**	**88,134,024**	**69.92**	**176,268,640**	**-**	**176,268,640**	**69.92**	**-**
(2) Foreign									
a. NRI-Individuals /HUF	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Bodies Corp.	-	-	-	-	-	-	-	-	-
d. Bank/FI	-	-	-	-	-	-	-	-	-
e. Any Other	-	-	-	-	-	-	-	-	-
Sub-Total: A(2)	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
(1) Institution									
a. Mutual Funds	323	-	323	0.00	276,233	-	276,233	0.11	0.11
b. Banks/FI	6,849	-	6,849	0.01	34,244	-	34,244	0.01	-
c. Cent. Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital	-	-	-	-	-	-	-	-	-
f. Insurance Co.	-	-	-	-	-	-	-	-	-
g. FIIs	7,375,510	-	7,375,510	5.85	4,928,156	-	4,928,156	1.95	(3.90)
h. Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-
i. Foreign Portfolio Investor	8,231,970	-	8,231,970	6,53	30,341,076	-	30,341,076	12.04	5.51
j. Other	-	-	-	-	-	-	-	-	-
Sub-Total: B(1)	**15,614,652**	**-**	**15,614,652**	**12.39**	**35,579,709**	**-**	**35,579,709**	**14.11**	**1.72**
(2) Non-Institution									
a. Bodies Corp.									
- India	1,592,719	-	1,592,719	1.26	2,478,555	-	2,478,555	0.98	0.28
- Overseas	-	-	-	-	-	-	-	-	-

ANNEXURE-8

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
b. Individual									
- Individual shareholders holding nominal share capital upto ₹ 1 lakh	2,906,710	54,390	2,961,100	2.35	6,243,637	108,980	6,352,617	2.52	0.17
- Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,086,704	-	1,086,704	0.86	2,008,284	-	2,008,284	0.80	(0.06)
c. Other									
- Clearing Member	69,287	-	69,287	0.05	126,659	-	126,659	0.05	-
- Non Resident Indian (Repatriable)	109,283	-	109,283	0.09	340,680	-	340,680	0.14	0.05
- Non Resident Indian (Non-Repatriable)	35,690	-	35,690	0.03	105,272	-	105,272	0.04	0.01
- Foreign Nationals	5,000	-	5,000	0.00	0	-	0	0.00	-
- Foreign Companies	16,403,868	-	16,403,868	13.01	28,442,910	-	28,442,910	11.28	(1.73)
- Independent Director	5,000	-	5,000	0.00	10,000	-	10,000	0.00	-
- Trusts	30,435	-	30,435	0.02	45,094	-	45,094	0.02	-
- Hindu Undivided Family	-	-	-	-	337,104	-	337,104	0.13	0.13
Sub-Total: B(2)	**22,244,696**	**54,390**	**22,299,086**	**17.69**	**40,138,195**	**108,980**	**40,247,175**	**15.96**	**(1.15)**
Net Total (A+B)	**125,993,372**	**54,390**	**126,047,762**	**100.00**	**251,986,544**	**108,980**	**252,095,524**	**100.00**	**-**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**125,993,372**	**54,390**	**126,047,762**	**100.00**	**251,986,544**	**108,980**	**252,095,524**	**100.00**	**-**

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares pledged/ encumbered to total shares	
1	SHASHI KIRAN SHETTY, ARATHI SHETTY	78,623,390	62.38	-	155,093,528	61.52	-	(0.86)
2	SHASHI KIRAN SHETTY AS TRUSTEE FOR SHLOKA SHETTY TRUST	3,813,125	3.02	-	7,626,250	3.02	-	-
3	ARATHI SHETTY, SHASHI KIRAN SHETTY	3,759,720	2.98	-	7,519,440	2.98	-	-
4	ADARSH SUDHAKAR HEGDE, PRIYA HEGDE	950,770	0.75	-	3,440,000	1.36	-	0.61
5	UMESH KUMAR SHETTY, HITA SHETTY	950,770	0.75	-	2,516,924	0.99	-	0.24
6	SHOBHA SHETTY, PRABHAKAR SHETTY	10,875	0.01	-	21,750	0.01	-	-
7	SUBHASHINI J SHETTY, JAGADEESHA SHETTY	10,875	0.01	-	21,750	0.01	-	-
8	ASHA SURESH SHETTY, SURESH SHETTY	10,874	0.01	-	21,748	0.01	-	-
9	USHA SATISH SHETTY, SATISH CHANDRA SHETTY	3,625	0.00	-	7,250	0.00	-	-
	Total	**88,134,024**	**69.92**	**-**	**176,268,640**	**69.92**	**-**	**-**

ANNEXURE-8

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

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

Sr. No.	Name & Type of Transaction	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	**SHASHI KIRAN SHETTY, ARATHI SHETTY**				
	At the beginning of the year	78,623,390	62.38	78,623,390	62.38
	Transfer on Aug 25, 2015	(1,076,922)	(0.85)	77,546,468	61.52
	Bonus Shares credited on Jan 1, 2016	77,546,468		155,092,936	61.52
	Purchase on Jan 29, 2016 to Feb 10, 2016	592		155,093,528	61.52
	At the end of the year			**155,093,528**	**61.52**
2	**SHASHI KIRAN SHETTY AS TRUSTEE FOR SHLOKA SHETTY TRUST**				
	At the beginning of the year	3,813,125	3.02	3,813,125	3.02
	Bonus Shares credited on Jan 1, 2016	3,813,125		7,626,250	3.02
	At the end of the year			**7,626,250**	**3.02**
3	**ARATHI SHETTY, SHASHI KIRAN SHETTY**				
	At the beginning of the year	3,759,720	2.98	3,759,720	2.98
	Bonus Shares credited on Jan 1, 2016	3,759,720		7,519,440	2.98
	At the end of the year			**7,519,440**	**2.98**
4	**ADARSH SUDHAKAR HEGDE, PRIYA HEGDE**				
	At the beginning of the year	950,770	0.75	950,770	0.75
	Acquire on Aug 25, 2015	769,230	0.61	1,720,000	1.36
	Bonus Shares credited on Jan 1, 2016	1,720,000		3,440,000	1.36
	At the end of the year			**3,440,000**	**1.36**
5	**UMESH KUMAR SHETTY, HITA SHETTY**				
	At the beginning of the year	950,770	0.75	950,770	0.75
	Acquire on Aug 25, 2015	307,692	0.24	1,258,462	0.99
	Bonus Shares credited on Jan 1, 2016	1,258,462		2,516,924	0.99
	At the end of the year			**2,516,924**	**0.99**
6	**SHOBHA SHETTY, PRABHAKAR SHETTY**				
	At the beginning of the year	10,875	0.01	10,875	0.01
	Bonus Shares credited on Jan 1, 2016	10,875		21,750	0.01
	At the end of the year			**21,750**	**0.01**
7	**SUBHASHINI J SHETTY, JAGADEESHA SHETTY**				
	At the beginning of the year	10,875	0.01	10,875	0.01
	Bonus Shares credited on Jan 1, 2016	10,875		21,750	0.01
	At the end of the year			**21,750**	**0.01**
8	**ASHA SURESH SHETTY, SURESH SHETTY**				
	At the beginning of the year	10,874	0.01	10,874	0.01
	Bonus Shares credited on Jan 1, 2016	10,874		21,748	0.01
	At the end of the year			**21,748**	**0.01**
9	**USHA SATISH SHETTY, SATISH CHANDRA SHETTY**				
	At the beginning of the year	3,625	0.00	3,625	0.00
	Bonus Shares credited on Jan 1, 2016	3,625		7,250	0.00
	At the end of the year			**7,250**	**0.00**

ANNEXURE-8

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

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

Sr. No.	For Each of the Top Ten 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	**BLACKSTONE GPV CAPITAL PARTNERS MAURITIUS V-ALTD**				
	At the beginning of the year	5,593,035	4.44	5,593,035	4.44
	Increase: Bonus Shares allotted on 01.01.2016	5,593,035		11,186,070	4.44
	At the End of the year (or on the date of separation, if separated during the year)			**11,186,070**	**4.44**
2	**BLACKSTONE GPV CAPITAL PARTNERS (MAURITIUS) V-K LTD**				
	At the beginning of the year	5,577,255	4.42	5,577,255	4.42
	Increase: Bonus Shares allotted on 01.01.2016	5,577,255		11,154,510	4.42
	At the End of the year (or on the date of separation, if separated during the year)			**11,154,510**	**4.42**
3	**BLACKSTONE GPV CAPITAL PARTNERS (MAURITIUS) V-L LTD**				
	At the beginning of the year	4,792,105	3.80	4,792,105	3.80
	Increase: Bonus Shares allotted on 01.01.2016	4,792,105		9,584,210	3.80
	At the End of the year (or on the date of separation, if separated during the year)			**9,584,210**	**3.80**
4	**ACACIA PARTNERS, LP**				
	At the beginning of the year	2,881,887	2.29	**2,881,887**	**2.29**
	Increase: Bonus Shares allotted on 01.01.2016	2,881,887		5,763,774	2.29
	At the End of the year (or on the date of separation, if separated during the year)			**5,763,774**	**2.29**
5	**BLACKSTONE GPV CAPITAL PARTNERS (MAURITIUS) V-M LTD**				
	At the beginning of the year	2,297,145	1.82	2,297,145	1.82
	Increase: Bonus Shares allotted on 01.01.2016	2,297,145		4,594,290	1.82
	At the End of the year (or on the date of separation, if separated during the year)			**4,594,290**	**1.82**
6	**ACACIA INSTITUTIONAL PARTNERS, LP**				
	At the beginning of the year	2,017,508	1.60	2,017,508	1.60
	Increase: Bonus Shares allotted on 01.01.2016	2,017,508		4,035,016	1.60
	At the End of the year (or on the date of separation, if separated during the year)			**4,035,016**	**1.60**
7	**GOVERNMENT PENSION FUND GLOBAL**				
	At the beginning of the year	-	-	-	-
	Increase: Acquire Shares on 30.10.2015	1,590,133	1.26	1,590,133	1.26
	Increase: Bonus Shares allotted on 01.01.2016	1,590,133		3,180,266	1.26
	At the End of the year (or on the date of separation, if separated during the year)			**3,180,266**	**1.26**

ANNEXURE-8

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

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

Sr. No.	For Each of the Top Ten 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
8	**ACACIA CONSERVATION FUND LP**				
	At the beginning of the year	-	-	-	-
	Increase: Acquire Shares on 07.08.2015	1,552,100	1.23	1,552,100	1.23
	Increase: Bonus Shares allotted on 01.01.2016	1,552,100		3,104,200	1.23
	At the End of the year (or on the date of separation, if separated during the year)			**3,104,200**	**1.23**
9	**ACACIA BANYAN PARTNERS**				
	At the beginning of the year	1,345,005	1.07	1,345,005	1.07
	Increase: Bonus Shares allotted on 01.01.2016	1,345,005		2,690,010	1.07
	At the End of the year (or on the date of separation, if separated during the year)			**2,690,010**	**1.07**
10	**NEW VERNON PRIVATE EQUITY LIMITED**				
	At the beginning of the year	3,425,893	2.72	3,425,893	2.72
	(Decrease): Sale of Shares on 10.04.2015	(87,123)	0.07	3,338,770	2.65
	(Decrease): Sale of Shares on 17.04.2015	(34,046)	0.03	3,304,724	2.62
	(Decrease): Sale of Shares on 29.05.2015	(8,352)	0.01	3,296,372	2.61
	(Decrease): Sale of Shares on 19.06.2015	(154,400)	0.12	3,141,972	2.49
	(Decrease): Sale of Shares on 31.07.2015	(832)	0.00	3,141,140	2.49
	(Decrease): Sale of Shares on 14.08.2015	(31,627)	0.02	3,109,513	2.47
	(Decrease): Sale of Shares on 09.10.2015	(234,595)	0.19	2,874,918	2.28
	(Decrease): Sale of Shares on 16.10.2015	(31,438)	0.02	2,843,480	2.26
	(Decrease): Sale of Shares on 23.10.2015	(1,600,000)	1.23	1,243,480	0.99
	Increase: Bonus Shares allotted on 01.01.2016	1,243,480		2,486,960	0.99
	At the End of the year (or on the date of separation, if separated during the year)			**2,486,960**	**0.99**

(v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**Shashi Kiran Shetty – Chairman & Managing Director**				
	At the beginning of the year	78,623,390	62.38	78,623,390	62.38
	Transfer on Aug 25, 2015	(1,076,922)	(0.85)	77,546,468	61.52
	Bonus Shares allotted on Jan 1, 2016	77,546,468		155,092,936	61.52
	Purchase between Jan 29, 2016 to Feb 10, 2016	592		155,093,528	61.52
	At the end of the year			**155,093,528**	**61.52**
2	**Adarsh Hegde – Whole Time Director**				
	At the beginning of the year	950,770	0.75	950,770	0.75
	Acquired on Aug 25, 2015	769,230	0.61	1,720,000	1.36
	Bonus Shares allotted on Jan 1, 2016	1,720,000		3,440,000	1.36
	At the end of the year			**3,440,000**	**1.36**

ANNEXURE-8

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

(v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
3	**Arathi Shetty – Non Executive Director**				
	At the beginning of the year	3,759,720	2.98	3,759,720	2.98
	Bonus Shares allotted on Jan 1, 2016	3,759,720		7,519,440	2.98
	At the end of the year			**7,519,440**	**2.98**
4	**Keki Elavia – Independent Director**				
	At the beginning of the year	5,000	0.00	5,000	0.00
	Bonus Shares allotted on Jan 1, 2016	5,000		10,000	0.00
	At the end of the year			**10,000**	**0.00**
5	**Mohinder Pal Bansal – Independent Director**				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Increase/Decrease by sale, purchase, bonus, esop etc.	NIL	NIL	NIL	NIL
	At the end of the year	**NIL**	**NIL**	**NIL**	**NIL**
6	**Hari Mundra – Independent Director**				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Increase/Decrease by sale, purchase, bonus, esop etc.	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL
7	**Prof. Ramachandran – Independent Director**				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Increase/Decrease by sale, purchase, bonus, esop etc.	NIL	NIL	NIL	NIL
	At the end of the year	**NIL**	**NIL**	**NIL**	**NIL**
8	**Akhilesh Gupta – Non Executive Director***				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Increase/Decrease by sale, purchase, bonus, esop etc.	NIL	NIL	NIL	NIL
	At the end of the year	**NIL**	**NIL**	**NIL**	**NIL**
9	**Jatin Chokshi – Chief Financial Officer**				
	At the beginning of the year	65,295	0.05	65,295	0.05
	Bonus Shares allotted on Jan 1, 2016	65,295		130,590	0.05
	At the end of the year			**130,590**	**0.05**
10	**Shailesh Dholakia – Company Secretary**				
	At the beginning of the year	200	0.00	200	0.00
	Bonus Shares allotted on Jan 1, 2016	200		400	0.00
	Transfer	(400)		0	0.00
	At the end of the year			**0**	**0.00**

** Mr. Akhilesh Gupta ceased to be a Non Executive Director w.e.f. February 10, 2016.*

ANNEXURE-8

V. INDEBTEDNESS

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

(₹ in Lakh)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year		-	-	
i) Principal Amount	27,418	-	-	27,418
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	73			73
Total (i+ii+iii)	27,491	-	-	27,491
Change in Indebtedness during the financial year		-	-	
• Addition	188	-	-	188
• Reduction	(15,552)			(15,552)
Net Change	**(15,364)**	**-**	**-**	**(15,364)**
Indebtedness at the end of the financial year		-	-	
i) Principal Amount	12,119	-	-	12,119
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	8			8
Total (i+ii+iii)	**12,127**	**-**	**-**	**12,127**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakh)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Shashi Kiran Shetty Managing Director	Mr. Adarsh Hegde Whole-time Director	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	260.02	197.82	**457.84**
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	41.92	2.54	**44.46**
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	**NIL**
2.	Stock Option	NIL	NIL	**NIL**
3.	Sweat Equity	NIL	NIL	**NIL**
4.	Commission			
	- as % of profit	300.00	200.00	**500.00**
	- others, specify…	NIL	NIL	**NIL**
5.	Others, please specify			
	- Provident Fund	28.80	NIL	**28.80**
	Total (A)	**630.74**	**400.36**	**1031.10**
	Ceiling as per the Act	"Refer Note"		

Note: *In terms of the provisions of the Companies Act, 2013, the remuneration payable to Managing Director and Whole time Directors in aggregate shall not exceed 10% of the net profit of the Company. The remuneration paid to Managing Director and Whole time Directors is well within the said limit.*

ANNEXURE-8

B. Remuneration to other Directors:

(₹ in Lakh)

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Keki Elavia	Mr. M P Bansal	Mr. Hari Mundra	Prof J Ramachandran	
(1)	Independent Directors					
	• Fee for attending Board Committee Meetings	1.45	2.30	2.05	1.00	**6.80**
	• Commission	17.00	10.00	30.00	30.00	**87.00**
	• Others, please specify	NIL	NIL	NIL	NIL	**NIL**
	Total (1)	**18.45**	**12.30**	**32.05**	**31.00**	**93.80**
(2)	Other Non-Executive Directors	**Mrs. Arathi Shetty**	**Mr. Akhilesh Gupta***			
	• Fee for attending board Committees Meetings	0.95	0.50			**1.45**
	• Commission	25.00	NIL			**25.00**
	• Others, please specify	NIL	NIL			
	Total (2)	**25.95**	**0.50**			**26.45**
	Total (B)=(1+2)	**44.40**	**12.80**	**32.05**	**31.00**	**120.25**
	Total Managerial Remuneration					**1151.35**
	Overall Ceiling as per the Act	**'Refer Note'**				

Note: *In terms of the provisions of the Companies Act, 2013, the remuneration payable to directors other than executive directors shall not exceed 1% of the net profit of the Company. The remuneration paid to the directors is well within the said limit.*

**Mr. Akhilesh Gupta ceased to be a Non Executive Director of the Company w.e.f. February 10, 2016*

C. Remuneration to Key Managerial Personnel other than MD/manager/WTD

(₹ in Lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Jatin Chokshi- CFO	Mr. Shailesh Dholakia- Company Secretary	Total Amount
1.	Gross Salary			
	a. Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	76.16	47.91	**124.07**
	b. Value of perquisites u/s 17(2) of Income Tax Act, 1961	NIL	0.59	**0.59**
	c. Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	NIL	NIL	**NIL**
2.	Stock Option	NIL	NIL	**NIL**
3.	Sweat Equity	NIL	NIL	**NIL**
4.	Commission			
	- as % of profit	NIL	NIL	**NIL**
	- others, specify…	NIL	NIL	**NIL**
5.	Others, please specify (Provident Fund)	3.84	2.14	**5.98**
	Total	**80.00**	**50.64**	**130.64**

ANNEXURE-8

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

(₹ in Lakh)

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	NA	NA	NIL	NA	NA
Punishment	NA	NA	NIL	NA	NA
Compounding	314(1B) and 621A#	Refer Note**	3.00	CLB*	NA
B. DIRECTORS					
Penalty	NA	NA	NIL	NA	NA
Punishment	NA	NA	NIL	NA	NA
Compounding	314(1B) and 621A#	Refer Note**	4.50	CLB	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	NA	NA	NIL	NA	NA
Punishment	NA	NA	NIL	NA	NA
Compounding	314(1B) and 621A#	Refer Note**	0.50	CLB	NA

** CLB means Company Law Board # 314(1B) and 621A of the Companies Act, 1956*

*** The Company Law Board, Mumbai Bench has compounded the offences made under Section 314 (1B) of the Companies Act, 1956 on payment of compounding fees aggregating to ₹ 8 Lakh by the Company, its Directors and officer in default as per provisions of Section 621A of the Companies Act, 1956.*

For and on behalf of the Board of Directors of
Allcargo Logistics Limited

Shashi Kiran Shetty
Chairman & Managing Director
(DIN: 00012754)

Place: Mumbai
Date: June 30, 2016

MANAGEMENT DISCUSSION AND ANALYSIS

Forward looking statement

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events.

The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provisions of the Companies Act, 2013 (the Act) read with Companies (Accounts) Rules, 2014 as amended from time to time and comply with the Accounting Standards notified under Section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006. The management of Allcargo Logistics Limited has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements, reflect in a true and fair manner, the state of affairs and profit for the year.

The following discussions on our financial condition and result of operations should be read together with our audited consolidated financial statements and the notes to these statements included in the annual report. Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "Allcargo" are to Allcargo Logistics Limited and its subsidiaries and associates.

ECONOMIC OVERVIEW

The year 2015 witnessed a slowdown in global growth at 2.4% from 2.6% in 2014.

Deceleration of activity in key emerging and developing economies, collectively due to continued deceleration of economic activity, weakening commodity prices especially oil, global trade, and capital flows overshadowed a modest recovery in major high-income countries in 2015.

The economic rebalancing in China continued accompanied by slowdown in growth. Brazil and Russia went through severe adjustments due to external as well as domestic challenges.

Weak prospects for developing countries coincided with a sharp slowdown in global trade, a rise in financial market volatility, and a substantial decrease in capital inflows. In anticipation of a tighter U.S. monetary policy, currency pressures intensified and borrowing costs increased, particularly for a number of commodity exporters.

Going forward, global growth is expected to pick up, albeit at a slower pace than previously projected and being closer to 3% in coming years. Global growth is projected to reach 2.9% in 2016 and 3.1% in 2017-18. Global inflation is expected to increase moderately in 2016 as commodity prices level off, but are expected to remain low by historical standards.

A modest upturn in global activity in 2016 and beyond is predicated on a continued recovery in major high-income countries, a gradual slowdown and rebalancing in China, a stabilization of commodity prices, and an increase in global interest rates that is gradual and stays well contained.

But the projections are subject to substantial downside risks, including a much sharper slowdown in major emerging as well as developing economies or financial market turmoils.

The Indian corporate sector ended FY2016 with another year of subdued performance due to challenges both on the domestic and global front remaining unabated. Slow pace of improvement in structural challenges grappling the infrastructure sectors, global commodity meltdown and anemic trends across domestic consumption-driven sectors continued be the highlights of corporate performance. High-indebtedness of large corporate groups engaged particularly in the infrastructure & metals space has also been a cause of concern for rising NPA levels in the Indian banking sector

The Economic Survey put India's growth at 7.6% for FY2016 and expects to achieve 7-7.75% in FY17 given external and monsoon uncertainties. India can grow at 8% or higher in next two years, according to the Economic Survey.

The Economic Survey also argued for adhering to 3.5% fiscal deficit target in FY17. However, it also highlighted that FY17 will be challenging from fiscal point of view.Triggers for Indian economy in coming year will include most importantly a normal monsoon, lower oil prices, unchanged inflation, passage of GST, better bank balance sheets, improved export and supportive policy environment

India spends around 13-14% of its GDP on logistics and transportation as compared to less than 8-9% by the other developing countries. Indian logistics and freight market is expected to grow at a CAGR over 13% by 2020 to reach over US$ 300 billion, driven by the growth in manufacturing, retail, FMCG and e-commerce sectors.

The logistics sector is poised for accelerated growth, led by GDP revival, infrastructure ramp-up, volume growth in containerization, new terminals at ports leading to incremental growth in volumes, dedicated freight corridor (DFC), GST implementation, initiatives like "Make in India" and "Sagar Mala & Inland Waterways", port based coastal industrial centres, and new businesses segments like coastal shipping, contract logistics and e-commerce creating opportunities in long run.

Companies in India currently outsource an estimated 52% of logistics and 3PL represents only 1% of logistics cost. In developing countries like India, an efficient logistics infrastructure can reduce the cost of transportation which in turn can contribute directly to the economic development. According to the survey conducted by the Transport Intelligence in 2013, India ranks as the 2nd most attractive logistics market in the future after China. Hence, India offers huge opportunities in development of logistics services, transport infrastructure and multi modal transportation.

(Source: World Bank report on "Global Economic Prospects, January 2016", Economic Survey 2016, Crisil, ICRA, ASSOCHAM, and Analyst Reports)

ABOUT ALLCARGO

Allcargo Logistics Ltd., part of The Avvashya Group, is the leading integrated logistics solutions provider in India. The company offers specialized logistics services across Multimodal Transport Operations, Container Freight Station Operations, Coastal Shipping services with 5 owned and operated ships and Project & Engineering Solutions. Benchmarked quality standards, standardized processes and operation excellence across all the services and facilities, have enabled Allcargo Logistics Ltd. to emerge as the market leader in all these segments.

Allcargo is today one of India's largest publicly owned logistics companies, listed on the BSE Limited and National Stock Exchange of India Limited.

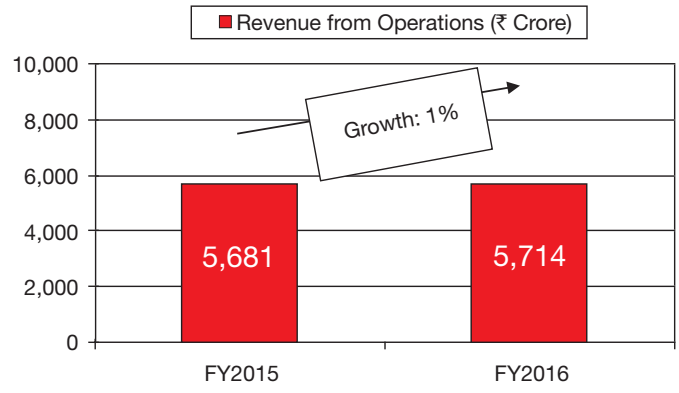
Allcargo owns leading multinational companies in the logistics space globally such as ECU WORLDWIDE, which is world's largest LCL service provider operating from Belgium.

The Company currently operates with a comprehensive global network with 300 plus offices in 160 plus countries Allcargo Logistics Limited is today one of India's largest publicly owned logistics companies, listed on BSE Limited and National Stock Exchange of India Limited and a constituent of the BSE Mid Cap and CNX Nifty 500 indices .

CONSOLIDATED FINANCIAL OVERVIEW –

The consolidated performance of the Company for the financial year ended March 31, 2016, is as follows:

Total revenue from operations at ₹ 5,714 crore for the year ended March 31, 2016, as against ₹ 5,681 crore for the corresponding previous period, an increase of 1%, mainly on account of increase revenues across all businesses of MTO, CFS and Project and Engineering.

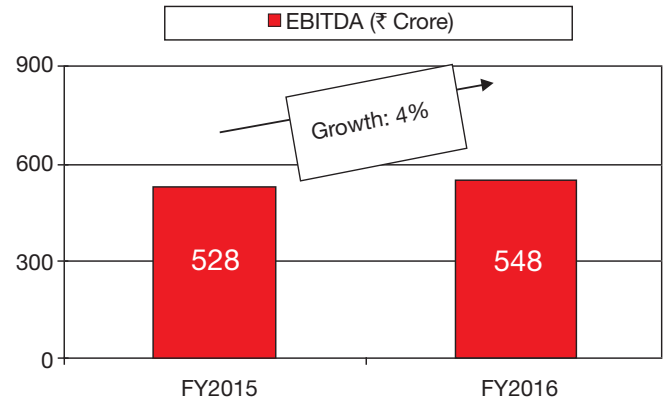


The cost of services rendered for the financial year ended March 31, 2016 were ₹ 3,812 crore as against ₹ 3,938 crore for the corresponding previous period, an decrease of 3%.

The staff expenses for the financial year ended March 31, 2016 were ₹ 926 crore as against ₹ 857 crore for the corresponding previous period, an increase of 8%.

The other expenses for the financial year ended March 31, 2016 were ₹ 428 crore as against ₹ 359 crore for the corresponding previous period, an increase of 19%.

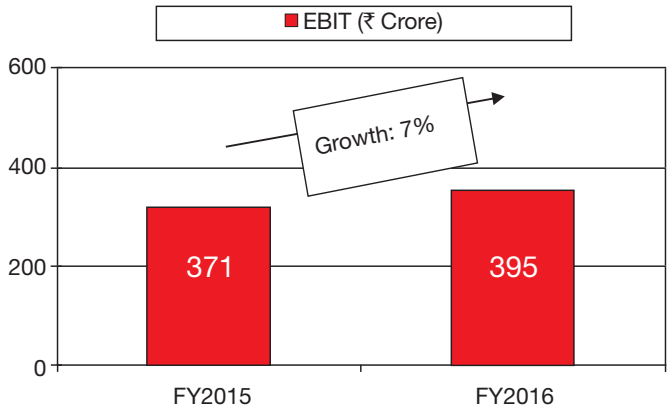
The EBIDTA (earnings before interest, depreciation and tax) was ₹ 548 crore for the year ended March 31, 2016, as against ₹ 528 crore for the corresponding previous period, an increase of 4%.



The depreciation for the financial year ended March 31, 2016 was ₹ 153 crore, as against ₹ 157 crore for the corresponding previous period, a decrease of 3%.

The interest for the financial year ended March 31, 2016 was ₹ 42 crore as against ₹ 53 crore for the corresponding previous period, a decrease of 21%.

The EBIT (earnings before interest and tax) were ₹ 395 crore for the year ended March 31, 2016, as against ₹ 371 crore for the corresponding previous period, an increase of 7%.



The EPS (Earning Per Share) for the financial year ended March 31, 2016 was ₹ 11.0 for a face value of ₹ 2 per share, as against ₹ 9.5 for the corresponding previous period..

RESOURCES AND LIQUIDITY

As on March 31, 2016, the consolidated networth stood at ₹ 2,206 crore and the consolidated debt was at ₹ 543 crore.

The cash and cash equivalents at the end of March 31, 2016 were ₹ 274 crore.

The net debt to equity ratio of the Company stood at 0.12 as on March 31, 2016.

The Company has been rated 'CRISIL AA-/ Positive' in high safety category in the Credit Perspective report by CRISIL, India's leading rating agency. The Company is amongst the highest rated logistics companies by CRISIL.

BUSINESS PERFORMANCE

Allcargo operates primarily in three segments, viz., Multimodal Transport Operations (MTO), Container Freight Stations (CFS) / Inland Container Depot (ICD) Operations and Project & Engineering Solutions (P&E).

MULTIMODAL TRANSPORT OPERATIONS (MTO)

- MTO segment involves NVOCC (Non Vessel Owning Common Carrier) operations related to LCL (Less than container load) consolidation and FCL (Full container load) forwarding activities in India and across the world through its wholly owned subsidiary ECU Worldwide
- Allcargo is the largest player in the global LCL consolidation market with a strong network across 160 plus countries and 300 plus offices covering over 4,000 port pairs across the world
- The business clocked total volumes of 4,59,746 TEUs for the year ended March 31, 2016 as against 4,22,200 TEUs for the corresponding previous period, an increase of 9%
- The total revenue for the year ended March 31, 2016 was ₹ 4,762 crore as against ₹ 4,774 crore for the corresponding previous period
- EBIT was ₹ 239 crore for the year ended March 31, 2016, as against ₹ 190 crore for the corresponding previous period, an increase of 26%

CONTAINER FREIGHT STATIONS (CFS) / INLAND CONTAINER DEPOT (ICD) OPERATIONS

- This segment operations are involved in import / export cargo stuffing, de-stuffing, customs clearance and other related ancillary services to both, importers and exporters
- The CFS and ICD facilities are located near JNPT, Chennai and Mundra ports and in Dadri and Kheda
- The total capacity of the CFSs and ICDs at the end of March 31, 2016 is 5,73,000 TEUs per annum
- The business clocked total volumes of 3,04,756 TEUs for the year ended March 31, 2016 as against 2,91,579 TEUs for the corresponding previous period, an increase of 5%
- The total revenue for the year ended March 31, 2016 was ₹ 443 crore as against ₹ 403 crore for the corresponding previous period, an increase of 10%
- EBIT was ₹ 137 crore for the year ended March 31, 2016, as against ₹ 109 crore the corresponding previous period, an increase of 26%

PROJECT & ENGINEERING SOLUTIONS (P&E)

- Project & Engineering Solutions segment provides integrated end-to-end project, engineering and logistic services through a diverse fleet of owned / rented special equipment like hydraulic axles, cranes, trailers, barges, reach-stackers, forklifts and ships to carry bulk and ODC / OWC cargos as well as project engineering solutions across various sectors
- The total revenue for the year ended March 31, 2016, was ₹ 549 crore as against ₹ 530 crore for the corresponding previous period, an increase of 4%
- EBIT was ₹ 64 crore for the year ended March 31, 2016, as against ₹ 73 crore for the corresponding previous period.

ACHIEVEMENTS IN BUSINESSES DURING THE YEAR:

- Our chairman Mr. Shashi Kiran Shetty was awarded 'Lifetime Contribution to Freight' at the Global Freight Awards 2015
- Mr. Shetty was also awarded 'Honorary Doctorate' from Mangalore University, for his philanthropic contributions in

the field of healthcare for the underprivileged in Mangalore through the CSR initiatives of Avashya Foundation the NGO of Allcargo Logistics

- Brand Excellence Award in Logistics & Supply Chain, World Marketing Congress
- LCL Consolidator of the Year award at the South East Cargo & Logistics Awards, 2015
- CFS of the Year, Freight Forwarder of the Year and WISTA Personality of the Year – Ms. Shantha Martin, CEO – ISC, Middle East, Africa & East Med at Gateway Maritime Awards
- Project Cargo Mover of the Year and Diversified Company of the Year at MALA Awards, 2015
- Best Integrated Logistics Company of the Year and Best CFS Owner of the Year at the Gujarat Star Awards 2015
- Ms. Shantha Martin, CEO – ISC, Middle East , Africa & East Med, awarded the 'Women in Logistics' Award by Supply Chain Management Professional magazine at the Logistics Service Provider Awards, 2015
- Ms. Shantha Martin, CEO – ISC ,Middle East, Africa (S & E), has been awarded the 'Business Leader Award' at the annual World Women Leadership Congress & Awards, 2015 (WWLCA).

RISKS AND CONCERNS –

The Company has adopted ISO 31000 for risk management framework. A detailed policy drawn up and dedicated risk workshops are conducted for each business vertical and key support functions wherein risks are identified, assessed, analysed and accepted / mitigated to an acceptable level within the risk appetite of the organization. The risk registers are also reviewed from time to time.

The Company faces the following Risks and Concerns:

Economic Risk

A part of business is substantially dependent on the prevailing global economic conditions. As witnessed in previous years, global trade directly impacts our MTO business. Factors that may adversely affect the global economy and in turn India's economic growth, that could affect the CFS/ ICD, warehousing and project & engineering solutions businesses, include slowdown in the rate of infrastructure development, inflation, changes in tax, trade, fiscal and monetary policies, scarcity of credit etc. However, given the planned infrastructure investments in FY 2013-2017 will rise to a cumulative US$ 1 Trillion compared to US $ 542 billion in FY 2007- 2012, growth in global EXIM traffic and with increasing outsourcing of the logistics function by companies, we do not expect to be significantly affected by this risk.

Competition Risk

This risk arises from more players wanting a share in the same pie. Like in most other industries, opportunity brings with itself competition. We face different levels of competition in each segment, from domestic as well as multinational companies. However, Allcargo has established strong brand goodwill in the market and a strong foothold in the entire logistics value spectrum. We are the largest LCL Consolidator in the world, with 300 plus offices across 160 plus countries covering over 4,000 port pairs. Our wide geographical presence and network across the globe helps us generate higher volumes. We are working on a blueprint to consolidate our position as the market leader and enter newer segments and offer our customers "a one-stop-shop" for logistics services. We have built a strong relationship with most of the leading carriers/liners and as a result are able to obtain competitive commercial terms and operational advantages. We also counter this risk with the quality of our infrastructure, our customer-centric approach and our ability to innovate customer specific solutions, focusing on pricing and aggressive marketing strategy, disciplined project executions, coupled with prudent financial and human resources management and better control over costs. Thus, we do not expect to be significantly affected by this risk.

Trade Risk

Our business can be affected by the rise and fall in the levels of imports and exports in the country. Given the projected growth in the Indian economy and expected recovery in global trade, rising spending in the infrastructure and manufacturing space and increasing per capita and disposable income, it is estimated that imports will continue to rise steadily. The Company is also focusing on its CFS/ICD business, a relatively high margin segment which is essentially dependent on imports of containerized cargo in India. With expected EXIM trade increase along with the growth in containerization, CFS business is expected to be good in coming years. With its foray into service of Projects & Engineering Solutions, the Company is further reducing its dependence on global EXIM trade. Thus, we believe we have adequate mitigation in place for trade risk.

Regulatory Risk

If we are unable to obtain required approvals and licenses in a timely manner, our business and operations may be adversely affected. We require certain approvals, licenses, registrations and permissions for operating our MTO and CFS/ICD business. We may encounter delays in obtaining these requisite approvals, or may not be able to obtain such approvals at all, which may have an adverse effect on our revenues. However, the Government has come up with a number of initiatives to boost the logistics sector and has planned massive investments in the infrastructure sector. As all industry predictions suggest that this will be the trend in the future as well and given our own experience in obtaining such permissions, we do not expect this risk to affect us materially in the coming years.

Liability Risk

This risk refers to our liability arising from any damage to cargo, equipment, life and third parties which may adversely affect our business. The Company attempts to mitigate this risk through contractual obligations and insurance policies.

Execution Risk

The Company has undertaken number of projects in the last year and several more are in the pipeline. Project execution is largely dependent upon land purchase, project management skills and timely delivery by equipment suppliers. Any delay in project implementation can impact revenue and profit for that period. Our implementation schedules are in line with the plans. Emergency and contingency plans are in place to prevent or minimize business interruptions. Therefore, we do not expect this risk to affect us materially in the future. Concerns like soaring land prices, a complex tax structure, infrastructure bottle-necks, retaining talent and unprecedented natural and man-made disasters and political/social turmoil which may affect our business, remain. However, these are threats faced by the entire industry. With superior methodologies and improved processes and systems, the Company is well positioned to lead a high growth path.

OPPORTUNITIES

Growth in GDP and EXIM Trade	• ~1.5-2x relationship between growth rates of GDP and the logistics industry • Post-recession resurgence of sectors like retail and manufacturing to drive volume growth
Consolidation	• Many more companies increasingly considering outsourcing and 3PL models to reduce cost and focus on core businesses, giving to rise to industry consolidation
Key Regulatory and Structural Developments	• Introduction of GST - Leads to creation of integrated supply chain facilities like warehousing near consumption centers • Initiatives like “Make in India”, “Sagar Mala”, “Port Based Industrial Centres” and “Dedicated Freight Corridor and development of multi-model logistics park” • FDI in retail marketing and distribution – Will increase opportunities for intermediary logistics service providers
Significant Spending on Infrastructure	• Total outlay for infrastructure – INR 2,21,246 cr in 2016 bduget • Infrastructure led growth especially in sectors like power, oil & gas, cement and steel – expected to increase demand for specialized transport solutions • plans to take wind energy generation to 60,000 MW in the next 5 years from around 20,000 MW currently and to set up 5 new Ultra Mega Power Projects, each of 4,000MW • Approx. US$ 500 billion expected to be spent in logistics infrastructure development in coming decade
Emerging Sectors	• Contract Logistics, Cold Chain, E-commerce and Coastal Shipping
Rising Containerisation	• Globally around 85% of breakbulk cargo is moved by containers while in India the figure is around 50-52%

Source: Analyst Reports

THREATS

- Competition from local and multinational players
- Execution risk
- Regulatory changes
- Attraction and retention of human capital

INTERNAL CONTROL SYSTEMS AND ADEQUACY

In view of the changes in the Companies Act, the Company has taken additional measures from the financial year 2014-15 to strengthen its internal control systems. Additional measures in this regard are fraud risk assessment, mandatory leave for employees, strengthening background verification process of new joiners, whistle blower policy and strengthening the process of risk management. The Company maintains a system of internal controls designed to provide a high degree of assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

The organization is well structured and the policy guidelines are well documented with pre-defined authority. The Company has also implemented suitable controls to ensure that all resources are utilized optimally, financial transactions are reported with accuracy and there is strict adherence to applicable laws and regulations.

The Company has put in place adequate systems to ensure that assets are safeguarded against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported. The Company also has an exhaustive budgetary control system to monitor all expenditures against approved budgets on an ongoing basis.

Recognizing the important role of internal scrutiny, the Company has an internal audit function which is empowered to examine the adequacy of, and compliance with, policies, plans and statutory requirements. It is also responsible for assessing and improving the effectiveness of risk management, control and governance process.

Periodical audit and verification of the systems enables the various business groups to plug any shortcomings in time. As stated earlier the Company has improved effectiveness of the risk management process wherein it evaluates the Company's risk management system and suggests improvement in strengthening risk mitigation measures for all key operations, controls and governance process. In addition, the top management and the Audit committee of the Board periodically review the findings and ensure corrective measures are taken.

HUMAN RESOURCES

The Company has Human Relations and Industrial Relations policies in force. These are reviewed and updated regularly in line with the Company's strategic plans. The Human Relations team continually conducts training programs for the development of employees.

The Company aims to develop the potential of every individual associated with the Company as a part of its business goal. Respecting the experienced and mentoring the young talent has been the bedrock for the Company's successful growth. The Company's employees' age bracket represents a healthy mix of experienced and willing-to-experience employees.

Human resources are the principal drivers of change. They push the levers that take futuristic businesses to the next level of excellence and achievement. The Company focuses on providing individual development and growth in a work culture that enables cross- pollination of ideas, ensures high performance and remains empowering.

As on March 31, 2016, the Company had a workforce of 3,952 people on rolls. The business wise breakup of the workforce is as follows:

Businesses	% on rolls
MTO	83%
CFS/ICD	6%
P&E	7%
Corporate	2%
Others	2%
Total	**100%**

OUTLOOK

The Indian economy is likely to expand by 7.7 - 7.75% in FY2017 and likely to reach 8% in FY2018.

Triggers for Indian economy in coming year will include most importantly a normal monsoon, lower oil prices, unchanged inflation, passage of GST, better bank balance sheets, improved export and supportive policy environment

Indian logistics and freight market is expected to grow at a CAGR over 13% by 2020 to reach over US$ 300 billion, driven by the growth in manufacturing, retail, FMCG and e-commerce sectors.

It is poised for accelerated growth, led by GDP revival, infrastructure ramp-up, volume growth in containerization, new terminals at ports leading to incremental growth in volumes, dedicated freight corridor (DFC), GST implementation, initiatives like "Make in India" and "Sagar Mala & Inland Waterways", port based coastal industrial centres, and new businesses segments like coastal shipping, contract logistics and e-commerce creating opportunities in long run.

CORPORATE GOVERNANCE REPORT

1. PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company's mission is to become a leader in the business known for pioneering solutions in logistics worldwide, by setting benchmarks of quality, consistency and commitment in the integrated logistics business, creating better value through ingenuity supported by knowledge, expertise, technology and imagination for clients and the Company, nurturing long term relationships with all stakeholders through growth, trust and by delivering on promises, be a responsible corporate citizen by contributing to the society, respecting cultural sensibilities and inspiring creativity, initiative & leadership.

With the objective to achieve this mission, your Company has been consistently following good governance practices with emphasis on business ethics and values. Trust, Integrity, Accountability, Team-spirit, Leadership, Passion for excellence, Respect for individual and Environment, Transparency and Openness are the core values and cornerstones on which your Company's Corporate Governance philosophy rests. Good Corporate Governance is imperative for enhancing and retaining investor trust. Your Company always seeks to ensure that its performance objectives meet the Company's Governance standards.

The Company is of the view that good governance goes beyond good working results and financial propriety and is a pre-requisite to the attainment of excellent performance in terms of stakeholders' value creation. We believe Corporate Governance is an ethically driven business process that is committed to values, aimed at enhancing an organization's brand and reputation. Hence, it is imperative to establish, adopt and follow best corporate governance practices, thereby facilitating effective management and carrying out our business by setting principles, benchmarks and systems to be followed by the Board of Directors ("Board"), Management and all Employees in their dealings with Customers, Stakeholders and Society at large.

Your Company always endeavours to be proactive in voluntarily adopting good governance practices and laying down ethical business standards, both internally as well as externally. The objective of your Company is not only to achieve excellence in Corporate Governance by conforming to prevalent mandatory guidelines on Corporate Governance but also to improve on these aspects on an ongoing basis with a continuous attempt to innovate in adoption of business best practices.

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Company has executed fresh Listing Agreements with the Stock Exchanges on which shares of the Company are listed. Your Company is compliant with the provisions of Corporate Governance, as applicable and principles set out in the Listing Regulations.

2. BOARD OF DIRECTORS

Composition of the Board:

It is well-recognized that an effective Board of Directors is a pre-requisite for strong and effective Corporate Governance. With the belief that an active, well informed, truly diverse and independent Board of Directors is necessary to ensure the highest standards of Corporate Governance, the Company has a fundamentally strong Board with an optimum mix of Executive and Non-Executive Directors including a Woman Director. More than 50% (fifty percent) of the Board of Directors are Non-Executive Directors.

The Board of Directors consists of eminent individuals with considerable professional expertise and experience in finance, legal, commercial, strategy and planning, business administration and other related fields, who not only bring a wide range of experience and expertise, but also impart the desired level of independence to the Board of Directors. The Board's roles, functions, responsibilities and accountability are clearly defined. The day-to-day management of the Company is entrusted with the Executive Directors and the Senior Management Personnel of the Company, and is headed by the Chairman & Managing Director, who functions under the overall supervision, direction and control of the Board of Directors.

As on March 31, 2016, the Board of Directors composition comprises of 7 (seven) Directors, 4 (four) of whom are Non-Executive Independent Directors, 1 (one) is Non-Executive Woman Director and 2 (two) are Executive Directors. All Directors of the Company are resident Directors. The Board of Directors believes that its current composition is appropriate to maintain independence of the Board of Directors and separate its functions of governance and management.

The composition of the Board of Directors during the year under review was in conformity with the provisions of the Companies Act, 2013, Clause 49 of the Listing Agreement with the Stock Exchanges and Listing Regulations which came in to effect from December 1, 2015 and repealed the erstwhile Listing Agreement entered into by the Company with the Stock Exchanges.

None of the Directors on the Board of Directors of the Company hold directorship in more than 20 (twenty) companies, including 10 (ten) public companies pursuant to the provisions of the Companies Act, 2013. All the Directors have confirmed that they do not hold membership of more than 10 (ten) committees and do not act as chairman/ chairperson of more than 5 (five) committees across all public companies in which they are Directors pursuant to the Regulation 26 of the Listing Regulations.

All the Independent Directors have confirmed that they meet the criteria as mentioned in Regulation 16 (1)(b) of the Listing Regulations and Section 149(6) of the Companies Act 2013. None of the Independent Directors of the Company serve as an Independent Director in more than 7 (seven) listed companies. The maximum tenure of the Independent Directors is in compliance with the provisions of the Companies Act, 2013. Further, all Independent Directors have confirmed that they are not serving as a whole time directors in any listed company. The terms and conditions of appointment of the Independent Directors are posted on the website of the Company.

Appointments of the Key Managerial Personnel:

As on March 31, 2016, as per the provisions of Section 203 of the Companies Act, 2013, Mr. Shashi Kiran Shetty, Chairman & Managing Director, Mr. Adarsh Hegde, Whole Time Director, Mr. Jatin Chokshi, Chief Financial Officer and Mr. Shailesh Dholakia, Company Secretary are the Key Managerial Personnel of the Company and were holding office before the commencement of the Companies Act, 2013.

The details of composition of the Board of Directors, the number of directorship based on the declarations received from them under Section 184 of the Companies Act, 2013, and committee chairmanship/membership held by them in other public companies and their shareholding as on March 31, 2016 are as given below:

Name of the Director	Category	No. of Directorship in other companies	No. of Committee position held in public companies including this Company		No. of Equity Shares held in the Company as on March 31, 2016
			Member	Chairman	
Mr. Shashi Kiran Shetty	Promoter, Executive Director (Chairman & Managing Director)	13	1	-	155,093,528**
Mrs. Arathi Shetty	Promoter, Non-Executive Director	18	-	-	7,519,440**
Mr. Adarsh Hegde	Promoter, Executive Director (Whole Time Director)	12	1	-	3,440,000**
Mr. Keki Elavia	Non-Executive Independent Director	13	4	5	10,000
Mr. Akhilesh Gupta*	Non-Executive Director (Nominated by Blackstone, an Investor)	NA	NA	NA	NA
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	9	3	4	-
Mr. Hari Mundra	Non-Executive Independent Director	6	4	1	-
Prof. Jayaram Ramachandran	Non-Executive Independent Director	8	3	4	-

** Resigned from the Board w.e.f. February 10, 2016*

*** Holding jointly with spouse*

Notes:

The directorships held by the Directors as mentioned above, do not include directorships of foreign companies and Section 8 companies. In respect of Promoter Directors, private limited companies which are subsidiaries of public companies have been classified as public companies. However, in respect of other Directors, the management has relied on the disclosures received from the respective Directors under Section 184 of the Companies Act, 2013, for classification of companies as private or public.

In accordance with the Regulation 26 of the Listing Regulations, membership/chairmanship of only the Audit Committee and the Stakeholders' Relationship Committees in all public companies have been considered for the purpose of committee position.

No Director other than Mr. Shashi Kiran Shetty, Mrs. Arathi Shetty and Mr. Adarsh Hegde are related to each other.

Board Meetings and attendance of Directors thereat:

The Board of Directors meets at least four times in a year with a maximum time gap of not more than one hundred & twenty days between two consecutive meetings. Dates for the Board Meetings are decided well in advance and communicated to the Directors. In case of exigencies or urgency of matters, resolutions are passed by circulation, for such matters as permitted by law. The Board of Directors takes note of the resolutions passed by circulation at its subsequent Meeting. Additional meetings of the Board of Directors are held as and when deemed necessary by the Board of Directors. Board Meetings are generally held at the Registered Office of the Company.

The agenda of the meeting along with the explanatory notes and relevant papers are sent 7 (seven) days in advance to the Directors to enable them to take informed decisions, unless meeting is called at shorter notice or any Unpublished Price

Sensitive Information is to be considered at the Board meeting. The Chairman & Managing Director apprise the Board of Directors at every meeting about the overall performance of the Company, followed by presentations on business operations to the Board of Directors on a regular basis. Chief Executive Officers and Heads of Department of Finance and Strategic Planning are normally invited at the Board meetings to provide necessary insights into the working of the Company and for discussing corporate strategies. The Board of Directors also *inter-alia* review strategies, business plans, annual operating and capital expenditure budgets, investments and exposure limits, compliance report of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any, Investors relations, review of major legal matters including the issue, which involves possible public or product liability claims of substantial nature, minutes of the meetings of the Board of Directors of the subsidiary companies, significant transactions and arrangements entered into by unlisted subsidiary companies, adoption of quarterly/ half yearly/annual results of the Company and its operating divisions or business segment, major accounting provisions and write offs, corporate structuring, minutes of sub-committees of the Board of Directors, any material default in financial obligations by/against the Company, substantial non-payment for services provided by the Company, if any, details of any acquisition, joint venture or collaboration agreement, sale of material nature of investments, subsidiaries, assets, which is not in normal course of business, transactions that involves substantial payments towards goodwill, brand equity or intellectual property, developments in Human Resources/ Industrial Relations, foreign exchange risks the Company is exposed to and the steps taken by the management to limit the risks of adverse exchange rate movement and information on recruitment & remuneration of senior officers of the Company etc.

The important decisions taken at the Board/Committee meetings are communicated to the concerned business verticals/ departments promptly for their immediate action. Action Taken Report on the decisions taken/suggestions made at previous meeting are placed at the subsequent meeting of the Board/Committee for its consideration and noting. Information as prescribed in Part A of Schedule II of the Listing Regulations are being made available to the Board of Directors from time to time.

The Chairman & Managing Director, Executive Directors Strategy Committee are responsible for corporate strategy, planning, external contracts and related matters. The Senior Management Personnel heading respective divisions are responsible for day-to-day operations.

During the year under review, the Board of Directors met 7 (seven) times on May 21, 2015; June 15, 2015; August 10, 2015; November 05, 2015; January 01, 2016; February 13, 2016 and March 14, 2016. The necessary quorum was present at all the meetings.

Details of attendance of the Directors at the Meetings of the Board of Directors held during the year under review and at the 22nd Annual General Meeting of the Company are as given below:

Name of the Director	No. of Board Meetings Attended	Attendance at the 22nd Annual General Meeting held on August 10, 2015 (Yes/No)
Mr. Shashi Kiran Shetty	7	Yes
Mrs. Arathi Shetty	4	No
Mr. Adarsh Hegde	5	Yes
Mr. Keki Elavia	6	Yes
Mr. Akhilesh Gupta*	2	Yes
Mr. Mohinder Pal Bansal	7	Yes
Mr. Hari Mundra	7	Yes
Prof. Jayaram Ramachandran	5	Yes

** Resigned from the Board w.e.f. February 10, 2016*

3. COMMITTEES OF THE BOARD

The Board of Directors has constituted various statutory and non-statutory committees comprising of Executive, Non-Executive and Independent Directors to discharge various functions, duties and responsibilities cast under the Companies Act, 1956/2013, Listing Agreement executed with the Stock Exchanges and other applicable statutes, rules and regulations applicable to the Company from time to time. The Committee also focus on critical functions of the Company in order to ensure smooth and efficient business operations. The Board of Directors is responsible for constituting, assigning, co-opting and fixing the terms of reference of these committees in line with the extant regulatory requirements. The Committees meets at regular intervals for deciding various matters and providing directions and authorizations to the management for its implementation. The draft minutes of the proceedings of each Committee meetings are circulated to the Members of the respective Committee for their comments, if any, and thereafter, confirmed and signed by the Chairman of the respective Committee. The Board of Directors also takes note of the minutes of the meetings of the Committees duly approved by their respective Chairman and material recommendations/ decisions of the Committees are placed before the Board of Directors for their approval/information.

Currently, the Board of Directors has the following committees, viz.

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee
5. Finance, Risk and Legal Committee

6. Strategy Committee

7. Executive Committee

8. Resource Raising Committee (Special Purpose Committee)

AUDIT COMMITTEE:

As on March 31, 2016, the Audit Committee comprises of 3 (three) Non-Executive Independent Directors who are well versed with finance, accounts, corporate laws and general business practices. Mr. Keki Elavia, an Independent Director is the Chairman of the Committee. He is a Chartered Accountant by profession, possesses expertise in financial administration and management. The composition, procedures, role and power of the Audit Committee are in line with the provisions of Regulation 18, read with Part C of Schedule II of the Listing Regulations and Section 177 of the Companies Act, 2013 and Rules made thereunder. The Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors of the Company.

Terms of Reference:

(A) Matters to be placed before the Audit Committee for approval:

- To approve payment to statutory auditors for any other services rendered by the statutory auditors;
- To approve transactions of the Company with related parties and any subsequent modification thereof;
- To undertake valuation of undertakings or assets of the Company, wherever it is necessary;
- To approve the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

(B) Matters to be placed before the Audit Committee for recommendation to the Board of Directors for approval:

- To recommend the appointment, remuneration and terms of appointment of auditors of the Company;
- The quarterly/half yearly/Annual Results/Financial Statements of the Company.

(C) Matters to be placed before the Audit Committee for review:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;
- Management letters/letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses;
- The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee;
- To review and monitor the auditor's independence and performance, and effectiveness of the audit process;
- To examine the Financial Statements and the auditors' report thereon;
- To scrutinise inter-corporate loans and investments;
- To evaluate internal financial controls and risk management systems;
- To review/monitor with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board of Directors to take up steps in this matter;
- To review Financial Statements before their submission to the Board of Directors and discuss any related issues with the internal and statutory auditors and the management of the Company;
- To have oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statements is correct, sufficient and credible;
- To review with the management, the Annual Financial Statements and Auditor's Report thereon before submission to the Board of Directors for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section (3) of section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;

- ♦ Significant adjustments made in the Financial Statements arising out of audit findings;
- ♦ Compliance with listing and other legal requirements relating to Financial Statements;
- ♦ Disclosure of any related party transactions;
- ♦ Qualifications in the draft audit report.

- To review with the management, the quarterly Financial Results/Statements before submission to the Board of Directors for approval;
- To review with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
- To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- To review the findings of any internal investigations by the internal auditors into matter where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board of Directors;
- To review the functioning of the Whistle Blower mechanism.

(D) Others:

- To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors;
- To discuss with internal auditors any significant findings and follow up there on;
- To discuss with statutory auditors, before the audit commences about the nature and scope of audit and post- audit, to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To select, engage and approve fees for professional advisors/consultants that the Committee may require to carry out their duties.
- To carry out any other function as is mentioned in the terms of reference of the Audit Committee;
- To act in accordance with the terms of reference specified in writing by the Board of Directors.

Meetings of the Committee:

During the year under review, the Committee met 6 (six) times on May 21, 2015; June 15, 2015; August 10, 2015; November 05, 2015; February 13, 2016 and March 14, 2016, and the gap between two consecutive meetings of the Committee did not exceed one hundred and twenty days.

Details of composition of the Committee and attendance of each of the Member at the meetings of the Committee during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mr. Keki Elavia- Chairman	Non-Executive Independent Director	6	5
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	6	6
Mr. Akhilesh Gupta*	Non-Executive Director	6	2
Mr. Hari Mundra	Non-Executive Independent Director	6	6

**Ceased to be a member of the Committee w.e.f. February 10, 2016*

Chief Executive Officers, representatives of the statutory and internal auditors are generally invited to attend the Meetings of the Audit Committee. Chief Financial Officer of the Company is a permanent invitee to the Audit Committee Meetings. The Company Secretary of the Company acts as Secretary to the Committee. The Chairman of the Audit Committee was present at the 22nd Annual General Meeting of the members of the Company.

NOMINATION AND REMUNERATION COMMITTEE:

As on March 31, 2016 the Nomination and Remuneration Committee comprises of 3 (three) Non-Executive Directors, majority of whom are Independent Directors. The composition and role of the Nomination and Remuneration Committee is in line with the provisions of Regulation 19 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Companies Act, 2013 and Rules made thereunder. The Company Secretary of the Company acts as Secretary to the Committee.

Terms of Reference:

i. To identify persons who are qualified to become Directors of the Company and/or any of its material operational subsidiary/associate/joint venture company and who may be appointed in Senior Management, Key Managerial Personnel in accordance with the criteria laid down, recommend to the Board of Directors for their appointment and removal;

ii. To formulate criteria for evaluation of performance of Independent Directors and the Board. In addition thereto, the performance evaluation of Independent Directors will be required to be done by the entire Board in the absence of the Director being evaluated;

iii. To devise a policy on Board Diversity;

iv. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;

v. To assist the Board of Directors in formulating succession plan for the Board of Directors and Senior Management;

vi. To assist the Board of Directors in setting process for Board evaluation;

vii. To select, engage and approve fees for professional advisors that the Committee may require, to carry out their duties.

One of the key functions of the Nomination and Remuneration Committee is to lay down the criteria for determining qualifications, positive attributes and independence of a director and evaluation criteria for the performance of the Board/Committees of the Board/Independent Directors/Chairman/ Executive/Non-Executive Directors.

The criteria for determining qualifications, positive attributes and independence of the Director are as follows:

1. Personal Characteristics

- Integrity and Accountability;
- Informed Judgments;
- Financial Literacy;
- Confidence;
- High Standards of achievements.

2. Core Competencies

- Experience in Accounting and Finance;
- Record of making good business decisions and judgments;
- Experience in corporate management;
- Ability and time to perform during periods of both short term and prolonged crisis;
- Unique experience and skills in the areas of business of the Company;
- Leadership and Motivation;
- Skills and capacity to provide strategic insight and direction;
- Familiarity with general laws of the country.

3. Commitment to the Company

- Willingness to commit the time and energy necessary to satisfy the requirement of the Board of Directors and Board Committee membership;
- Awareness and knowledge of critical issues affecting the Company;
- Ability to perform adequately as a director, including preparation for and attendance at the Board meeting and a willingness to do so.

4. Team and Company Considerations

- Balancing the Board of Directors by contributing his/her talent, skills and experience to the Board of Directors;
- Contributions that can enhance perspectives and experience through diversity in gender, geographic origin, and professional experience (public, private and non-profit sectors).

The criteria for performance evaluation of the Board of Directors, its committees, Individual Directors including the Chairman, laid down by the Nomination and Remuneration Committee are as follows:

1. The Board of Directors:

- Provides effective direction on key decisions impacting the performance of the Company;
- Discusses and clarifies its role vis-à-vis the management, i.e. it has defined the respective boundaries of the Board and management powers;
- Reviewing effectively the financial performance of the Company and suggests corrective actions;
- Reviews and adopts an Annual Operating Plan, effectively monitors the Company's performance against plan throughout the year and ensure corrective action if deviation occurs. Comparison done with peer companies/ benchmarks;
- Contributes in terms of know-how and experience of its members;
- Maintain an appropriate balance in its discussions, between reviewing the past, addressing current issues, planning for tomorrow and anticipating the future;
- Apprising the Senior Management about new development/risks/opportunities.

2. The Board Committees:

- Discharge of its functions and duties as per its terms of reference;
- Process and procedure followed for discharging its functions;
- Effectiveness of suggestions and recommendation received;
- Size, structure and expertise of the Committee;
- Conduct of its meeting and procedure followed in this regards.

3. Independent Directors:

- Exercise of objective independent judgment in the best interest of the Company;
- Ability to contribute to and monitor corporate governance practices;
- Adherence to the code of conduct for Independent Directors.

4. Chairperson:

- Managing relationship with the members of the Board and management;
- Demonstration of leadership qualities;
- Relationship and communication with the Board of Directors and senior management;
- Providing ease of raising of issues and concerns at the Board;
- Relationship and effectiveness of communication with shareholders and other stakeholders;
- Promoting shareholders confidence in the Board;
- Personal attributes i.e. Integrity, Honesty, Knowledge etc.

5. Executive Directors:

- Achievement of Financial/Business Targets prescribed by the Board of Directors;
- Developing and managing/executive business plans, operation plans, risk management, and financial affairs of organizations;
- Display of leadership qualities i.e. correctly anticipating business trends, opportunities, and priorities affecting the Company's prosperity and operations;
- Development of policies and strategic plans aligned with vision and mission of the Company and which harmoniously balance the needs of shareholders, clients, employees and other stake holders;
- Establishment of an effective organization structure to ensure that there is management focus on key functions necessary for the organization to align with its mission;
- Managing relationship with the Board of Directors, management team, regulators, bankers, industry representatives and other stake holders.

Details of remuneration paid to the Directors during the year under review are as given below:

(Amount in ₹)

Name of the Director	Category	Salary, Allowance Bonus and Perquisites	Sitting Fees	Commission
Mr. Shashi Kiran Shetty	Executive Director	33,074,371	Nil	30,000,000
Mrs. Arathi Shetty	Non-Executive Director	Nil	95,000	2,500,000
Mr. Adarsh Hegde	Executive Director	20,036,500	Nil	20,000,000
Mr. Keki Elavia	Non-Executive Independent Director	Nil	145,000	1,700,000
Mr. Akhilesh Gupta*	Non-Executive Director	Nil	50,000	Nil
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	Nil	230,000	1,000,000
Mr. Hari Mundra	Non-Executive Independent Director	Nil	205,000	3,000,000
Prof. Jayaram Ramachandran	Non-Executive Independent Director	Nil	100,000	3,000,000

** Resigned from the Board w.e.f. February 10, 2016*

Non-Executive Directors are paid remuneration by way of commission out of profits of the Company in terms of the Members approval granted under Section 197 of the Companies Act, 2013 at the 21st Annual General Meeting held on 07 August, 2014.

The remuneration payable to the Non-Executive Directors is determined and approved by the Board of Directors based on time devoted, contribution made in the progress and guiding the Company for future growth. Aggregate of such sum does not exceed 1% of net profit of the year or such sum as may be

prescribed by the Government from time to time, calculated in accordance with the provisions of the Companies Act, 2013 and relevant Rules framed thereunder. The remuneration in the form of commission based on profit, payable to Non-Executive Directors shall be in addition to the sitting fees payable to them for attending meetings of the Board and/or Committees thereof and reimbursement of expenses for participation of the meetings. The performance of the Non-Executive Directors shall be reviewed by the Nomination and Remuneration Committee and by the Board of Directors on an annual basis.

The terms of appointment and remuneration of Executive Directors are contractual in nature. As per the provisions of the service contracts entered by the Company with Executive Directors, the validity period of service contract is for 5 years from the date of appointment by the Board of Directors subject to the approval by shareholders. The notice period is 12 months for the Chairman & Managing Director and 3 months for Executive Director. There is no provision for payment of severance fees. A disclosure of all the pecuniary relationships/transactions of the Non-Executive Directors vis-a-vis the Company have made under the head 'Related Party Transaction' forming part of Notes to Accounts of the Audited Financial Statement contained in the Annual Report. The Company has not issued any stock options to its Directors. There were no other pecuniary relationships or transaction of Non-Executive Directors vis-a-vis the Company.

Meetings of the Committee:

During the year under review, the Committee met 6 (six) times on May 06, 2015; May 21, 2015; June 15, 2015; August 10, 2015; November 05, 2015 and February 13, 2016.

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mr. Hari Mundra–Chairman	Non-Executive Independent Director	6	6
Mrs. Arathi Shetty	Non-Executive Director	6	3
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	6	6

The Chairman of the Nomination and Remuneration Committee was present at the 22nd Annual General Meeting of the members of the Company.

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

As on March 31, 2016, the Stakeholders' Relationship Committee comprises of 2 (two) Executive Directors and 1 (one) Non-Executive Independent Director. The role of the Stakeholders' Relationship Committee is in line with the provisions of Regulation 20 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Companies Act, 2013. The main objective of the Committee is to strengthen Investor Relations. The Committee specifically looks into the redressal of security holders and investors' complaints like transfer/transmission of shares, non-receipt of declared dividends and Annual Report. The Committee, inter alia, approves the transfer/transmission of shares, issue of share certificates, demat/remat of shares and oversees and reviews compliances under the Listing Agreement/ Listing Regulations and other secretarial compliances relating to share capital of the Company including matters connected with the transfer of securities of the Company. The Committee oversees performance of the Registrar and Share Transfer Agents of the Company and looks into matters which can facilitate better investor services and relations. The Company Secretary of the Company acts as Secretary to the Committee.

Terms of Reference:

i. To consider and approve request received for transfers/ transmissions of securities of the Company, issue of duplicate certificates and remat of securities etc;

ii. To consider and redress grievances of the shareholders/ investors relating to transfer/transmission/demat/remat of securities, non-receipt of Annual Report, security certificates, dividend, interest, refund orders and any other corporate benefits etc;

iii. To review and monitor compliances under the Listing Agreement/Regulations;

iv. To report to the Board of Directors on aforesaid matters on periodic basis;

v. To select, engage and approve fees for professional advisors that the Committee may require to carry out their duties.

Meetings of the Committee:

During the year under review, the Committee met 5 (five) times on May 21, 2015; June 15, 2015; August 10, 2015; November 05, 2015 and February 13, 2016.

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mr. Mohinder Pal Bansal-Chairman	Non-Executive Independent Director	5	5
Mr. Shashi Kiran Shetty	Executive Director	5	5
Mr. Adarsh Hegde	Executive Director	5	5

The Chairman of the Stakeholders' Relationship Committee was present at the 22nd Annual General Meeting of the members of the Company.

The Company obtains from a Company Secretary in Practice, half-yearly certificate of compliance with the share transfer formalities and issue of certificates within prescribed time limit pursuant to provisions of Listing Agreement/Listing Regulations, as applicable and files a copy of the certificate with the Stock Exchanges.

Compliance Officer:

The Securities Exchange Board of India ("SEBI") with the objective of bringing the basic framework governing the regime of Listed Entities in line with the Companies Act, 2013, consolidating and streamlining the existing listing agreements for different segments of the capital market into one single document across various types of securities listed on the stock exchanges and at the same time compiling all the mandates of varied SEBI Regulations/Circulars governing equity as well as debt segments of capital market under the ambit of a single document, has notified the Listing Regulations on September 02, 2015 with effective from December 01, 2015.

In view of the notification of new Listing Regulations, which has replaced the erstwhile Listing Agreement, the Board of Directors has appointed Mr. Shailesh Dholakia, the Company Secretary, as the Compliance Officer in compliance with the Regulation 6 of the Listing Regulations. Mr. Shailesh Dholakia also acts as a Secretary to all Committees of the Board of Directors. He is responsible for liaisoning with the investors and regulatory authorities, such as SEBI, Stock Exchanges, Registrar of Companies, Depositories and RBI to ensure implementation and compliance with laws, rules and regulations and directives of such authorities concerning investor service.

During the year under review, the Company has received 27 complaints from the shareholders relating to non-receipt of dividend and Annual Report and the same have been redressed to their satisfaction. No request for transfer and dematerialization was pending for approval as on March 31, 2016. The Company had not received any complaints during the year through SEBI SCORES.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Board of Directors at its meeting held on February 14, 2014 constituted the Corporate Social Responsibility Committee (CSR Committee) with a view to comply with the provisions of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time. As on March 31, 2016 the Committee comprises of 2 (two) Non-Executive Directors, including 1 (one) Independent Director and 1 (one) Executive Director as its members. The Company Secretary of the Company acts as Secretary to the Committee.

Terms of Reference:

i. To formulate and recommend to the Board of Directors, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013;

ii. To recommend the amount of expenditure to be incurred on the activities referred to in clause (i);

iii. To monitor the Corporate Social Responsibility (CSR) Policy of the Company from time to time;

iv. To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company;

v. To carry out such other functions as may be entrusted by the Board of Directors or which may be required to be undertaken pursuant to any regulatory or statutory requirements prescribed from time to time.

vi. To select, engage and approve fees for professional advisors/consultants that the Committee may require to carry out their duties.

Meetings of the Committee:

During the year under review, the Committee met 2 (two) times on April 17, 2015 and October 08, 2015.

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mrs. Arathi Shetty-Chairperson	Non-Executive Director	2	2
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	2	-
Mr. Shashi Kiran Shetty	Executive Director	2	2

FINANCE, RISK AND LEGAL COMMITTEE:

The Board of Directors has constituted the Finance, Risk and Legal Committee to maximize the expertise and knowledge of Executive, Non-Executive and Independent Directors of the Company in achieving the overall objectives of the Committee. As on March 31, 2016 the Committee comprises of 2 (two) Non-Executive Independent Directors and 1 (one) Executive Director as its members. The Company Secretary of the Company acts Secretary to the Committee.

Terms of Reference:

The main objective of the Committee is to oversee and review the finance, risk and legal function of the Company, review of operational and financial performance of the Company on quarterly/half yearly/annually, mobilize the resources for meeting the fund requirements of the Company and to consider, evaluate and approve proposals pertaining to providing guarantees or securities for securing the financial obligations of the wholly owned subsidiaries of the Company. The Committee, *inter alia*, reviews financial policies of the Company, risk assessment and minimization procedures, working capital and cash flow

management, exercises borrowing powers, governs the foreign exchange transactions, provide guarantees/securities/letter of comfort within the limits prescribed under the Companies Act, 2013 and Foreign Exchange Management Act, 1999, to ensures all statutory and regulatory compliances relating to the above and to monitor utilization of funds, litigation management including litigation filed by and against the Company and to give its recommendation to the Board of Directors. The Committee is also entrusted with the function of considering and approving investment proposals of more than ₹ 50 Crore, reviewing investments, recommending divestment, further investment or its restructuring in the interest of the Company.

Meetings of the Committee:

During the year under review, the Committee met 5 (five) times on June 24, 2015; September 09, 2015; November 05, 2015; December 02, 2015 and January 19, 2016.

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mr. Mohinder Pal Bansal – Chairman	Non-Executive Independent Director	5	5
Mr. Shashi Kiran Shetty	Executive Director	5	3
Mr. Keki Elavia	Non-Executive Independent Director	5	5

STRATEGY COMMITTEE:

Strategy Committee has been constituted by the Board of Directors to assist the Board of Directors and Management in developing and implementing the Company's strategy and monitoring competitive forces in all product and service areas. As on March 31, 2016 the Committee comprises of 2 (two) Non-Executive Independent Directors and 2 (two) Executive Directors as its members. The Company Secretary of the Company acts as Secretary to the Committee.

Terms of Reference:

The Committee provides advice and expertise to the Board of Directors so that strategic options may be explored fully, before being tabled at the meeting of the Board of Directors for deliberation and approval. The Committee meets as often as required *inter alia* to decide various matters like reviewing, assessing, advising on the business strategy before recommending to the Board of Directors, monitoring the implementation thereof after getting approval from the Board of Directors, reviewing the annual business plan & budget, off-shoring & outsourcing arrangement, corporate restructuring including merger-demerger and the annual "SWOT" analysis of the Company, advising the management on new business opportunities on the significant investment plans and operational issue, monitoring information disclosure on issues related to strategy and any other matters incidental & connected thereto.

Meetings of the Committee:

During the year under review, the Committee met 4 (four) times on November 05, 2015; February 13, 2016; March 10, 2016 and March 14, 2016

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Prof.Jayaram Ramachandran-Chairman	Non-Executive Independent Director	4	3
Mr. Hari Mundra	Non-Executive Independent Director	4	4
Mr. Shashi Kiran Shetty	Executive Director	4	4
Mr. Adarsh Hegde	Executive Director	4	3

EXECUTIVE COMMITTEE:

With the objective to expedite various administrative and operational decisions of routine nature and to facilitate day-to-day business operations of the Company, which need immediate intervention and approval to ensure smooth functioning of the Company, the Board of Directors has constituted an Executive Committee comprising of the Executive Directors of the Company. The Company Secretary of the Company acts as Secretary of the Committee.

Terms of Reference:

The Executive Committee meets at least once every month *inter alia* to decide various issues of routine nature like approving and executing various contracts, agreements and other documents pertaining to the business, reviewing with the management corporate legal action plan, overseeing performance of the operations, examining all major investment and capital expenditure proposals, opening/closing of Bank Accounts, change in banking authorization, authorization for legal, statutory compliances matters, acquiring premises on lease basis for commercial purpose and any other matter of routine nature having impact on day to day business of the Company.

Meetings of the Committee:

During the year under review, the Committee met 18 (eighteen) times on April 06, 2015; April 27, 2015; May 11, 2015; June 15, 2015; July 21, 2015; August 03, 2015; August 10, 2015; September 03, 2015; September 18, 2015; October 21, 2015; November 05, 2015; November 23, 2015; December 08, 2015; January 07, 2016; January 15, 2016; February 09, 2016; February 23, 2016 and March 15, 2016.

Details of the composition of the Committee and attendance of each of the member at the Committee meetings during the year under review are as given below:

Name of the Member	Category	No. of Meetings	
		Held	Attended
Mr. Shashi Kiran Shetty-Chairman	Executive Director	18	18
Mr. Adarsh Hegde	Executive Director	18	18

RESOURCE RAISING COMMITTEE:

With a view to augment long term resources for investing in expansion and development of the existing businesses of the Company, future acquisitions, capital expenditure, working capital requirements and general business purposes, the Board of Directors at its meeting held on February 13, 2016 approved fund raising proposal of the Company by way of issue of permitted securities, subject to obtaining necessary statutory, regulatory and shareholders approvals. In order to implement the fund raising proposal, the Board of Directors has constituted Resource Raising Committee comprising of 2 (two) Executive Directors, 2 (two) Non-Executive Independent Directors and other Senior Management Personnel of the Company.

Terms of Reference:

i. To decide on appointment or modification the terms of appointment or terminate the appointment of valuers, consultants, advisors, lawyers, solicitors, counsel lead manager(s)/merchant banker/advisor or market intermediaries, agencies or entities and to remunerate them in connection with the issue/offering of the Securities;

ii. To approve and execute various arrangements/contracts/ instruments in connection with the above;

iii. To finalise and approve the offer documents and filing the same with the authority;

iv. To decide the date for the opening of issue, form and manner of the issue, class of investors, Issue price, face value, number of securities upon conversion or redemption or cancellation of the securities, basis of allotment etc.;

v. To Issue receipts/certificates or other requisite documents representing the underlying Securities;

vi. To open one or more bank accounts in the name of the Company in connection with the above;

vii. To do all such acts, deeds, matters and things and execute all such other documents including making applications and seeking approvals that may be necessary from GOI, RBI, FIPB, SEBI, Stock Exchanges and any other regulatory authority in connection with the above.

During the year under review, the Committee met once on March 28, 2016. Details of the composition of the Committee and attendance of each of the member at the Committee meeting during the year under review are as given below:

Name of the Member	Category/ Desigantion	No. of Meetings	
		Held	Attended
Mr. Hari Mundra-Chairman	Independent - Non - Executive Director	1	1
Mr. Shashi Kiran Shetty	Executive Director	1	1
Mr. Adarsh Hegde	Executive Director	1	1
Mr. Mohinder Pal Bansal	Non-Executive Independent Director	1	-
Mr. S. Suryanarayanan	Executive Director ECU Worldwide	1	1
Mr. Prakash Tulsiani	COO and Executive Director Operations	1	1
Mr. Jatin Chokshi	Chief Financial Officer	1	1

INDEPENDENT DIRECTORS' MEETING:

During the year under review, the Independent Directors met on May 21, 2015, *inter alia* to discuss:

i. Review the performance of Non-Independent Directors and the Board as a whole;

ii. Review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;

iii. Assess the quality, quantity and timeliness of flow of information between the Company, management and the Board that is necessary for the Board of Directors to effectively and reasonably perform their duties.

All Independent Directors were present at the Meeting.

4. GENERAL BODY MEETINGS

Annual General Meetings:

Location, date and time of the Annual General Meeting (AGM) held during the preceding three years and the Special Resolutions passed thereat are as follows:

Meeting	Date and Time	Venue	Special Resolutions passed
22nd AGM	August 10, 2015 at 3:00 p.m.	Avashya House, 5th Floor, CST Road, Kalina, Santacruz (East), Mumbai 400098.	None
21st AGM	August 07, 2014 at 4:00 p.m.	Avashya House, 5th Floor, CST Road, Kalina, Santacruz (East), Mumbai 400098.	a. To authorise Board of Directors u/s 180(1)(c) of the Companies Act, 2013 to borrow money, from time to time in excess of over and above the aggregate of the paid up share capital and free reserves of the Company which shall not exceed ₹ 1000 Crore. b. To authorise Board of Directors u/s 180(1)(a) of the Companies Act, 2013 to create charge over the assets of the Company upto the limits of the borrowings made by the Company to secure the said borrowings from time to time u/s 180(1)(c) of the Companies Act, 2013. c. To approve payment of remuneration to Non-Executive Directors upto 1% of net profit of the Company for a period of five years commencing from April 1, 2014. d. To appoint Mr. Armin Kalyaniwala as CEO Project Division of the Company a relative of a director to a place of profit u/s 188(1)(f) of the Companies Act, 2013 e. To enter into related party transaction with Allcargo Belgium NV, the wholly owned subsidiary of the Company u/s 188 of the Companies Act, 2013 and revised Clause 49 of the Listing Agreement with the Stock Exchanges.
20th AGM	August 08, 2013 at 4:00 p.m.	Avashya House, 5th Floor, CST Road, Kalina, Santacruz (East), Mumbai 400098.	None

Postal Ballot:

During the year under review, the Company has taken members' approval by way of Postal Ballot for the following business:

Ordinary Resolution:

(a) Increase in Authorized Share Capital from ₹ 355,000,000 dividend into 177,475,000 Equity Shares of ₹ 2 each and 500 Cumulative Redeemable 4% Preference Shares of ₹ 100 each to ₹ 550,000,000 divided into 274,975,000 Equity Shares of ₹ 2 each and 500 Cumulative Redeemable 4% Preference Shares of ₹ 100 each and consequential alteration of Clause V of the Memorandum of Association of the Company.

Special Resolution:

(b) Issue of Bonus Shares in the ratio of one Equity Share of ₹ 2 each fully paid for every one Equity Share of ₹ 2 each fully paid held by the Member through the capitalization of Securities Premium Account of the Company.

Mrs. Dipti Mehta, partner of M/s. Mehta and Mehta, Practicing Company Secretaries, Mumbai was appointed as the Scrutiniser for overseeing the postal ballot voting process.

Details of voting pattern:

(a) Increase in Authorized Share Capital from ₹ 355,000,000 dividend into 177,475,000 Equity Shares of ₹ 2 each and 500 Cumulative Redeemable 4% Preference Shares of ₹ 100 each to ₹ 550,000,000 divided into 274,975,000 Equity Shares of ₹ 2 each and 500 Cumulative Redeemable 4% Preference Shares of ₹ 100 each and consequential alteration of Clause V of the Memorandum of Association of the Company:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	88,134,024	88,134,024	100.0000	88,134,024	0	100.0000	0.0000
Public – Institutions	9,091,293	2,454,819	27.0019	2,454,819	0	100.0000	0.0000
Public-Non Institutions	28,822,445	8,589,000	29.7997	8,588,800	200	99.9977	0.0023
Total	**126,047,762**	**99,177,843**	**78.6827**	**99,177,643**	**200**	**99.9998**	**0.0002**

(b) Issue of Bonus Shares in the ratio of one Equity Share of ₹ 2 each fully paid for every one Equity Share of ₹ 2 each fully paid held by the Member through the capitalization of Securities Premium Account of the Company:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	88,134,024	88,134,024	100.0000	88,134,024	0	100.0000	0.0000
Public – Institutions holders	9,091,293	2,454,819	27.0019	2,454,819	0	100.0000	0.0000
Public-Non Institutions	28,822,445	8,589,456	29.8013	8,588,625	831	99.9903	0.0097
Total	**126,047,762**	**99,178,299**	**78.6831**	**99,177,468**	**831**	**99.9992**	**0.0008**

During the current financial year (2016-17) the Company has taken members' approval by way of Postal Ballot on May 09, 2016 for the following business:

Special Resolution:

To approve raising of funds upto INR 300 Crore (Rupees Three Hundred Crore only) by issue of Secured Non-Convertible Redeemable Debentures on a Private Placement basis.

Promoter/ Public	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	176,268,640	176,268,640	100.0000	176,268,640	0	100.0000	0.0000
Public – Institutions holders	35,579,709	18,165,809	51.0567	18,165,809	0	100.0000	0.0000
Public-Non Institutions	40,247,175	26,177,308	65.0413	26,167,255	10,053	99.9616	0.0384
Total	**252,095,524**	**220,611,757**	**87.5112**	**220,601,704**	**10,053**	**99.9954**	**0.0046**

Mr. Anshul Jain, partner of M/s. Mehta and Mehta, Practicing Company Secretaries, Mumbai was appointed as the Scrutiniser for overseeing the postal ballot voting process.

The Company has complied with the procedures for the postal ballot conducted, in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India (Secretarial Standard-2) as amended from time to time.

There is no other immediate proposal for passing any resolution by way of postal ballot this year. The Company will comply with the requirements of postal ballot as and when such matter arise, requiring approval of the Members by such process as per Section 110 and other applicable provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, Secretarial Standard -2 and other applicable laws, as amended from time to time.

Procedure for Postal Ballot

In compliance with the Listing Agreement/Listing Regulations, as applicable, Sections 108, 110 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time and Secretarial Standard-2, the Company dispatches the postal ballot notice and form along with postage prepaid business reply envelope to its members whose names appear on the register of members/list of beneficiaries as on cut-off date. The Company also provides electronic voting facility (e-voting) to all its members, to enable them to cast their votes electronically. The Company engages the services of National Securities Depositories Limited (NSDL) for the purpose of providing e-voting facility to all its members. The members have the option to vote either by postal form or e-voting.

The postal ballot notice is sent to members in electronic form to the email addresses registered with the depository participants (in case of demat shareholding) and the Company's Registrar and Share Transfer Agent (in case of physical shareholding). The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable Rules made thereunder and Secretarial Standard 2 and upload the same on the website of the Company and the NSDL.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms are required to return the forms duly completed and signed, to the scrutiniser on or before the close of voting period. Members desiring to exercise their votes by electronic mode are required to vote on or before 5.00 p.m. on the last date of e-voting.

The scrutiniser submits his report to the Chairman, Directors or Authorised Officer of the Company, after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the Chairman/Authorised Officer. The results are also displayed on the Notice Board and website of the Company, besides being communicated to the Stock Exchanges, NSDL and Registrar and Share Transfer Agent. The date of declaration of the results by the Company is deemed to be the date of passing of the resolution.

5. DISCLOSURES

a. Subsidiary Companies:

As per the Listing Regulations a 'material Subsidiary' is a subsidiary Company, whose turnover or net worth exceeds twenty percent of the consolidated income or net worth respectively of the Company and its subsidiaries in the immediately preceding accounting year. The Company did not have any material Subsidiary during the year under review. However, as good corporate governance measure, the Company has nominated Mr. Mohinder Pal Bansal and Mr. Hari Mundra, Non-Executive Independent Directors, on the Board of Hindustan Cargo Limited and Transindia Logistic Park Private Limited, the wholly owned subsidiary companies of the Company and Prof. Ramachandran, Non-Executive Independent Director, on the Board of Ecuhold NV, a wholly owned overseas subsidiary of the Company. The Board of Directors and Audit Committee review the Financial Statements of subsidiary companies in particular the investments made by the unlisted subsidiary companies every quarter. The minutes of the meeting of the Board of Directors of unlisted subsidiary companies are placed before the Board of Directors on annual basis thereby bringing to their attention all significant transactions and arrangements entered into by the subsidiary companies.

The Board of Directors at its Meeting held on February 12, 2015 has formulated a policy for determining 'material' subsidiaries. The same is displayed on the website of the Company. www.allcargologistics.com/investors#investor-corporate-policies

b. Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large:

During the year under review, there were no transactions of material nature with the Promoters, Directors, Key Managerial Personnel, Senior Management Personnel or the subsidiaries that had potential conflict with the interest of the Company at large.

The details of the transactions with the related parties are placed before the Audit Committee on a quarterly basis in compliance with the provisions of Sections 177 and 188 of the Companies Act, 2013, Clause 49 of the Listing Agreement with the Stock Exchange and Regulation 23 of the Listing Regulations, as applicable. Details of related party transactions are disclosed in the notes to the Financial Statement as per AS (Accounting Standard) 18.

The Board of Directors at its Meeting held on February 12, 2015 has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The same is displayed on the website of the Company. www.allcargologistics.com/investors#investor-corporate-policies

c. Details of non-compliance, if any, with regard to capital market:

Equity shares of the Company are listed and traded on BSE Limited and National Stock Exchange of India Limited w.e.f. June 23, 2006. The Company has complied with all the Rules, Regulations and Guidelines prescribed by the Securities and Exchange Board of India (SEBI) as applicable to the Company from time to time.

During the last three years, there were no penalties or strictures imposed on the Company by the Stock Exchange(s), SEBI and/or any other statutory authorities on matters relating to capital market.

d. Whistle Blower Policy/Vigil Mechanism:

The Company has adopted a Whistle Blower Policy and established the necessary Vigil Mechanism, which is in line with the Regulation 22 of Listing Regulations and Section 177 of the Companies Act, 2013. Pursuant to the Policy the Whistle Blower can raise concerns relating to Reportable Matters (as defined in the policy) such as unethical behaviour, breach of Code of Conduct, actual or suspected fraud, ethics policy, any other malpractice, impropriety or wrongdoings, illegality, non-compliance of any law, and retaliation against the Directors and employees, etc. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances to Audit Committee, and provides for adequate safeguards against victimisation of Whistle Blower, who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases. The Audit Committee oversees the functioning of the same. The Whistle Blower Policy is available on the website of the Company. www.allcargologistics.com/investors#investor-corporate-policies

e. Disclosure of Accounting Treatment:

There is no deviation in following the treatment prescribed in the Accounting Standards in preparation of Financial Statements of the Company for the year ended on March 31, 2016.

f. Risk Management:

The Company is well aware of risks associated with its business operations and various projects under execution. Comprehensive risk management system involving identification and classification of risk, adoption of risk mitigation plans and strong mechanism to deal with potential risk and situation is in place, which is being reviewed and monitored periodically to meet the regulatory and other requirements. The Company has formulated and implemented a Risk Management Policy as approved by the Board of Directors with an objective to identify, evaluate, monitor, control, manage and minimize identifiable risks.

The Company has adopted ISO 31000 frame work for risk management. Under the guidance of the Board of Directors, the Chief Assurance and Risk Executive facilitate dedicated risk workshops for each business vertical and key support functions wherein risks are identified, assessed, analysed and accepted/mitigated to an acceptable level within the risk appetite of the organization. The risk registers are also maintained and reviewed from time to time for risk mitigation plans and changes in risk weightage, if any. The Audit Committee of the Company monitors and manages the risks of the Company and reviews the risk registers of each business vertical and key support functions at least once in a year. Fraud Risk Assessment is also part of overall risk assessment. In Audit Committee meeting, Chief Assurance and Risk Executive make presentation on risk assessment and minimization procedures.

The purpose of the risk management is to achieve sustainable business growth, protect the Company's assets, safeguard shareholder investment, ensure compliance with applicable laws and regulations, and avoid major surprises of risks. The policy is intended to ensure that an effective risk management framework is established and implemented within the Company.

g. Certification from CEO and CFO:

The requisite certification from the Chairman & Managing Director (CEO) and Chief Financial Officer (CFO) certifying *inter alia* that the Financial Statement do not contain any untrue/misleading statement and Financial Statements represent a true and fair view of the Company's affairs, as required under Listing Agreement/Listing Regulations, as applicable, has been placed before the Board of Directors of the Company, on quarterly and annual basis.

h. Brief profile of the Directors seeking appointment/ re-appointment:

Brief profile and other details, as required under Regulation 36(3) of the Listing Regulations of the Director retiring by rotation, eligible for re-appointment and proposed to be appointed is given in the Notice convening the 23rd Annual General Meeting of the Company.

i. Familiarisation Programme:

All Independent Directors are associated with the Company for more than 2 (two) years and they have been apprised by the Company from time to time with their role, rights and responsibilities in the Company, nature of the Industry and business model of the Company. Accordingly, the existing Independent Directors of the Company are well versed and familiar with the business and industry of the Company. During the year under review, no new Independent Director has been appointed on the Board of Directors. Accordingly, the Company has not conducted any such programme during the said year. Further, the Company will conduct familiarisation programmes for Independent Directors of the Company as when required and details of such programmes will be placed on the website of the Company in compliance with the Regulation 25 read with Regulation 46 of the Listing Regulations.

j. Transfer of unpaid/unclaimed amounts to Investor Education and Protection Fund:

During the year under review, the Company has credited ₹ 31,098 to the Investor Education and Protection Fund (IEPF) pursuant to Section 205C of the Companies Act, 1956 read with the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001.

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as

on August 10, 2015 (date of last Annual General Meeting) on the Company's website www.allcargologistics.com and on the website of the Ministry of Corporate Affairs.

k. Details of unclaimed shares:

In terms of Clause 5A(I) of the erstwhile Listing Agreement and as required under Schedule V(F) of the Listing Regulations, the Company has opened an Unclaimed Suspense Demat Account and has credited the shares allotted during the Initial Public Offer of the Company in June, 2006 and which remain unclaimed, as detailed hereunder:

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	01 shareholder entitled for 90 equity shares of ₹ 2/- each
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	Nil
Number of shareholders to whom shares were transferred from suspense account during the year	Nil
Equity shares allotted by the Company as Bonus shares on January 01, 2016	90 equity Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	01 shareholder entitled for 180 equity shares of ₹ 2/- each
Voting Rights on these Shares	The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares

l. Details of compliance with mandatory requirements and adoption of non-mandatory requirements of the Listing Regulations:

The Company has complied with all the mandatory requirements as prescribed under the erstwhile the Listing Agreement/Listing Regulations, to the extent applicable, including Corporate Governance requirements as specified under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations as applicable to the Company. A certificate from M/s. Mehta & Mehta, Practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance as specified under Schedule V (E) of the Listing Regulations is annexed to this Report. Further, the Company has also complied with all requirements about disclosures in the Corporate Governance Report, as specified in sub paras (2) to (10) of Clause C of Schedule V of the Listing Regulations.

m. Status of adoption/compliance of Non mandatory/ discretionary requirements as specified in Part E of Schedule II of the Listing Regulations:

- **The Board**

  The Chairman of the Company is an Executive Director (Managing Director). Hence, this provision is not applicable to the Company.

- **Shareholder Rights**

  The Company displays its half yearly results along with its quarterly results on its website: www.allcargologistics.com and also publishes the same in widely circulated newspapers. The financial and other information filed by the Company with the Stock Exchanges from time to time are also available on the websites of the Stock Exchanges i.e BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company did not send half yearly results to each household of the shareholders. In compliance with Regulation 46 of the Listing Regulations, the Company has maintained functional and updated website containing basic information about the Company *inter alia* details of its business, financial information, shareholding pattern, financial Results, various policies of the Company, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances.

- **Modified opinion(s) in audit report**

  The Company is in the regime of unqualified/ unmodified Financial Statements.

- **Separate posts of Chairman and Chief Executive Officer**

  The Chairman of the Company is an Executive Director (Managing Director). Hence, this provision is not applicable to the Company.

- **Reporting of Internal Auditor**

  The Internal Auditor directly reports to the Audit Committee.

n. Disclosure of commodity price risks and commodity hedging activities:

The Company is not carrying any activities relating to Commodity price risks and hedging thereof.

6. MEANS OF COMMUNICATION

The Company has promptly reported all material information including quarterly financial results, press releases etc. to all Stock Exchanges on which shares of the Company are listed. Such information are also simultaneously displayed on the Company's website:

www.allcargologistics.com. The financial results, quarterly and annual results and other statutory information were communicated to the shareholders by way of publication in English daily, 'Business Standard' and in a vernacular language newspaper 'Lakshadweep' as per the listing requirements.

Official news releases, schedule of analyst or institutional investor meet and presentation made to them are displayed on Company's website: www.allcargologistics.com.

The financial and other information filed by the Company with the Stock Exchanges from time to time are also available on the websites of the Stock Exchanges i.e BSE Limited (BSE) (www.bseindia.com) and National Stock Exchange of India Limited (NSE) (www.nseindia.com). BSE and NSE have introduced BSE Corporate Compliance and Listing Centre and NSE Electronic Application Processing System (NEAPS) respectively. Various compliances as prescribed under the Listing Agreement/ Listing Regulations are also filed through these systems in addition to dissemination of information by an email.

Green Initiative:

Ministry of Corporate Affairs ("MCA") had taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the companies through electronic mode. The Companies Act, 2013 and the Listing Regulations has also allowed the Company to serve notice/documents/ Annual Report to its shareholders through electronic mode.

Your Company whole-heartedly appreciates this initiative taken by MCA, being an ardent supporter of pro-environment causes. Not only will such a move benefit the environment but will also enhance shareholder experience by enabling the Company to deliver communications promptly and securely and avoid losses/delays in postal transit. It is a step in the right direction being efficient both, economically and ergonomically.

As a part of this, the Company will be sending notices/ documents such as Annual Reports and notices by e-mail to the members who have registered their e-mail address. To support this creditable move of the Government, the members who have not registered their e-mail address, so far, are requested to do so at the earliest, in respect of demat holding through their respective Depository Participant (DP) and in respect of physical holding through the Registrars and Share Transfer Agents, M/s. Link Intime India Private Limited.

Shareholders who have not registered their e-mail address with the Company for receiving documents electronically can now register the same by clicking on the link allcargogogreen@linkintime.co.in uploaded on the Company's website: www.allcargologistics.com under Investors Services tab under the head 'Green Initiative'.

We wish to inform you that in addition to receiving the documents through your registered e-mail, you can also access the same through Company's website: www.allcargologistics.com. While every notice/document will be sent through e-mail address registered with the Company, in case you desire to receive any notice/ document in physical form, please intimate the same by an e-mail to investor.relations@allcargologistics.com and the same shall be sent to your address registered with the Company/DP, free of cost.

We solicit your patronage and support in joining hands with the Company to implement the Green Initiative.

7. CODES AS PER THE SEBI (PREVENTION OF INSIDER TRADING) REGULATIONS, 2015 AND POLICIES A PER THE LISTING REGULATIONS, 2015

CODES:

Pursuant to the provisions of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors at its meeting held on May 21, 2015 approved the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the Code of conduct (Share Dealing Code) to regulate, monitor and report trading by its employees and other connected persons, formulated based on the principles set out in the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Share Dealing Code entitles formulation of Trading Plan by the Insider and submission to the Compliance Officer for approval as per provisions of the said Regulations. Further, it *inter alia*, provides for pre-clearance for trading in the Company's shares beyond threshold limits, requirements of initial, continuous and annual disclosure, prohibits executing contra trade during next 6 (six) months following the prior transaction and trading in shares of the Company during the period when Trading Window for trading in shares of the company is closed and when in possession of Unpublished Price Sensitive Information in relation to the Company by the designated employees as defined in the Share Dealing Code.

Mr. Jatin Chokshi, Chief Financial Officer of the Company has been designated as Chief Investor Relations Officer, for dealing with dissemination of information and disclosure of Unpublished Price Sensitive Information.

Mr. Shailesh Dholakia, Company Secretary of the Company has been designated as Compliance Officer for regulating, monitoring, trading and report on trading by Insiders as required under the said Regulations.

POLICIES:

Pursuant to Regulation 9 of the Listing Regulations and with the objective to lay down a broad framework for effective management of the documents by the Company and to ensure the preservation, protection and disposal of documents as per the statutory requirements, the Board of Directors of the Company at its meeting held on February 13, 2016 has adopted Policy on Preservation,

Maintenance and Disposal of Document. The policy has set the principles underlying the Company's approach for preservation, maintenance and disposal of its documents and defined the obligation of the department of the Company in retaining, preserving, maintaining and disposal of the documents, which are required to be maintained as per the applicable statutory and regulatory requirements.

Pursuant to Regulation 30 of the Listing Regulations and with the objective to safeguard the interest of the Company & its stakeholders by promoting timely, adequate and accurate disclosure of information(s)/event(s) to stakeholders or investors, to enable them to make well-informed investment decisions, thereby promoting greater transparency and uniformity, the Board of Directors of the Company at its meeting held on February 13, 2016 has adopted Policy for determination of material events and archival of disclosures, which is also available on the Company's website: www.allcargologistics.com/investors#investor-corporate-policies.

Further, as required under the said Regulation, the Board of Directors has authorised Mr. Shailesh Dholakia, Company Secretary & Compliance Officer of the Company to determine materiality of an event or information in consultation with Mr. Shashi Kiran Shetty, Chairman & Managing Director, Mr. Adarsh Hegde, Executive Director or Mr. Jatin Chokshi, Chief Financial Officer of the Company and accordingly make appropriate disclosures to the Stock Exchanges as required under the Listing Regulations.

8. CODE OF CONDUCT

In terms of Clause 49(II)(E) of the erstwhile Listing Agreement with the Stock Exchanges, the Company has laid down and adopted a Code of Conduct for its Directors and Senior Management Personnel, which is also available on the Company's website: www.allcargologistics.com/investors#investor-corporate-policies. The Company has received confirmation from all Directors as well as Senior Management Personnel regarding compliance with the Code of Conduct during the year under review as required under Regulation 26(3) of the Listing Regulations. Additionally, all Independent Directors of the Company are bound by duties of Independent Directors as set out in the Companies Act, 2013 read with the Schedule and Rules thereunder. Pursuant to Schedule V(D) of the Listing Regulations, a declaration signed by the Managing Director of the Company to this effect is attached at the end of this Report.

9. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report forms part of the Directors' Report.

10. GENERAL SHAREHOLDER INFORMATION

a) 23rd Annual General Meeting

Day & Date	Wednesday, August 10, 2016
Venue	Avashya House, CST Road, Kalina, Santacruz (East), Mumbai- 400 098
Time	3.00 p.m.

b) Financial Calendar

The Company's accounting year comprises of 12 months period from April 01 to March 31. Tentative calendar for financial year ending March 31, 2017.

The tentative dates of Meeting of the Board of Directors for consideration of financial results for the financial year ending March 31, 2017 are as follows:

First Quarter ended June 30, 2016	On or before August 14, 2016
Second Quarter and Half Year ended September 30, 2016	On or before November 14, 2016
Third Quarter and Nine Months ended December 31, 2016	On or before February 14, 2017
Fourth Quarter and Annual for the year ended March 31, 2017	On or before May 30, 2017

c) Dividend Payment Date: Not applicable

d) Listing on Stock Exchanges:

The Equity Shares of the Company are listed and traded on BSE Limited and National Stock Exchange of India Limited.

In terms of Regulation 14 of the Listing Regulations, the listing fees for the Financial Year 2016-17 have been paid to both the Stock Exchanges.

The Company has paid the Annual Custodian Fee for the Financial Year 2016-17 to National Securities Depository Limited and Central Depository Services (India) Limited.

e) Stock Code/Symbol/ISIN/CIN:

Name of Stock Exchange	Stock Code/ Symbol	Address
BSE Limited	532749	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001
National Stock Exchange of India Limited	ALLCARGO	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

ISIN	INE418H01029
Corporate Identity Number	L63010MH2004PLC073508

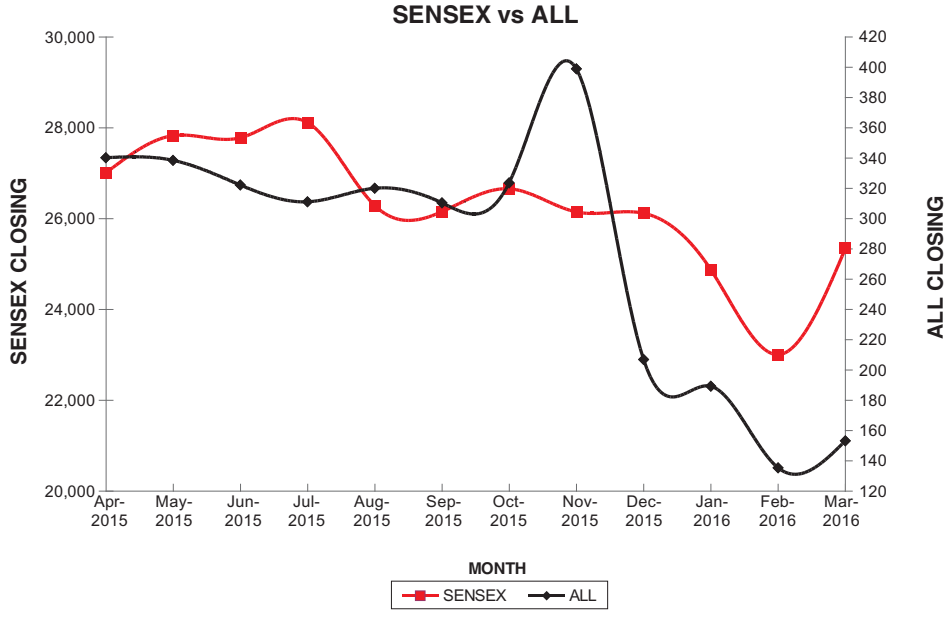
f) Market price data:

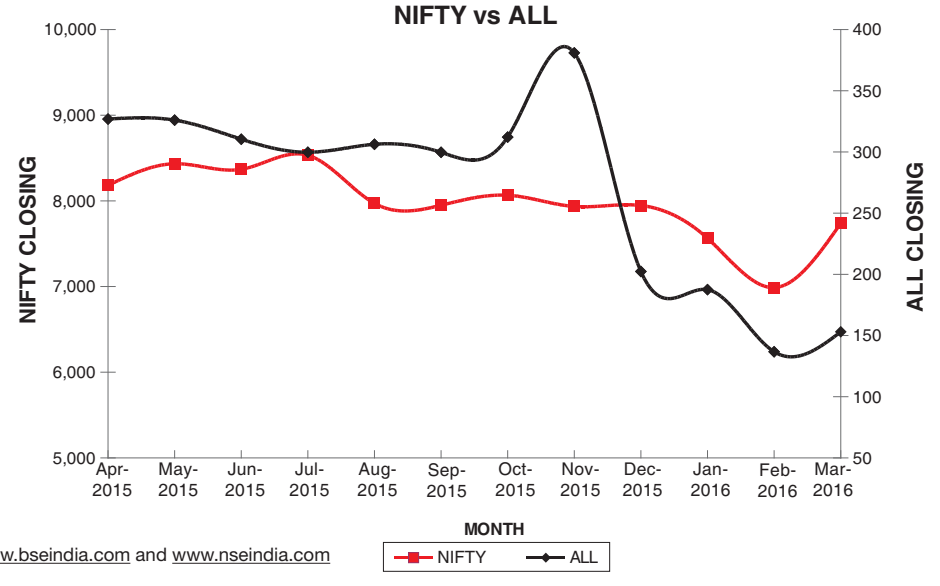
Details of high and low price and volume of shares traded during each month in the year under review on BSE and NSE, are as under:

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume	High (₹)	Low (₹)	Volume
Apr-15	378.50	310.05	3,85,106	377.40	310.55	18,83,816
May-15	353.00	303.00	5,04,459	353.00	302.55	22,83,148
Jun-15	332.40	298.60	1,87,583	332.00	299.00	9,71,275
Jul-15	324.00	284.50	2,62,235	323.75	284.00	15,70,229
Aug-15	347.40	256.15	9,02,566	347.10	256.00	30,94,943
Sep-15	318.40	282.50	2,99,138	318.00	282.60	9,34,335
Oct-15	334.65	296.35	5,72,694	334.45	294.80	44,28,293
Nov-15	396.00	313.05	8,34,355	396.00	312.50	45,34,171
Dec-15	428.00	200.00	6,97,396	428.55	199.00	35,99,328
Jan-16	203.65	166.00	6,61,225	210.00	166.00	35,01,326
Feb-16	194.00	135.25	3,73,334	194.10	135.35	18,10,396
Mar-16	165.10	135.00	4,67,977	164.00	138.00	19,19,112

Source: www.bseindia.com and www.nseindia.com

g) Performance of share price of the Company in comparison to the BSE Sensex & NSE Nifty:





Source: www.bseindia.com and www.nseindia.com

h) The Equity Shares of the Company have not been suspended from trading by the SEBI and/or Stock Exchanges

i) Share transfer system

The Company's equity shares which are in dematerialized (demat) form are transferable through the depository system. Equity Shares in physical form are processed by the Registrar and Share Transfer Agents, M/s. Link Intime India Private Limited and approved by the Stakeholders' Relationship Committee of the Board. The Company has not received any physical share transfer requests during the year under review.

j) Dematerialization of shares and liquidity

Equity shares of the Company are compulsorily traded in dematerialized form and are available for trading under National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) from June 23, 2006 onwards. The International Security Identification Number (ISIN) allotted to the Company, post sub-division of shares, under Depository System is INE418H01029. As on March 31, 2016, 251,986,544 equity shares of ₹ 2/- each, representing 99.96% of the Company's total paid up share capital, have been held in dematerialized form.

Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996, a Company Secretary in Practice carries out Reconciliation of Share Capital Audit to reconcile the total share capital admitted with National Securities Depository Limited and Central Depository Services (India) Limited and held in physical form, with the issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The audit confirms that the total listed and paid up share capital is in agreement with the aggregate of the total number of shares in dematerialized form (held by NSDL and CDSL) and in physical form.

k) E-voting facility

With a view to enable wider participation of shareholders on various important proposals, the Companies Act, 2013 and the SEBI has made mandatory for all listed companies to provide remote e-voting facility in respect of all shareholders resolutions.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the Regulation 44 of the Listing Regulations, the Company is pleased to provide its members facility to exercise their right to vote on the resolutions proposed to the passed at the 23rd Annual General Meeting scheduled to be held on Wednesday, August 10, 2016 by electronic means through remote e-voting Services provided by National Securities Depository Limited (NSDL). The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

In view of e-voting facility being provided, voting of show of hands will not be available to the members at the 23rd Annual General Meeting, pursuant to the provisions of Section 107 and other applicable provision of the Companies Act, 2013.

The facility for voting through Ballot/Polling Paper shall be made available at the 23rd Annual General Meeting and the members attending the said meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right at the meeting through Ballot/Polling Paper.

The members who have cast their vote through remote e-voting, may also attend the 23rd Annual General Meeting, but shall not be entitled to cast their vote again.

Members are requested to go through and familiarize with the e-voting process given in the notes appended to the Notice of the 23rd Annual General Meeting.

l) ADRs/GDRs/Warrants

The Company has not issued any ADRs/GDRs/ Warrants or any other convertible instruments.

m) Commodity price risk or foreign exchange risk and hedging activities

The Company is not involved into any activities relating to Commodity price risks and hedging thereof. The Company is managing the foreign currency risk to limit the risks of adverse exchange rate movement by hedging the same as per the Risk Management policy of the Company.

n) Investor helpdesk & Registrar and Share Transfer Agent

For lodgment of transfer deeds and any other documents or for any grievances/complaints the shareholders/investors may contact at the following address:

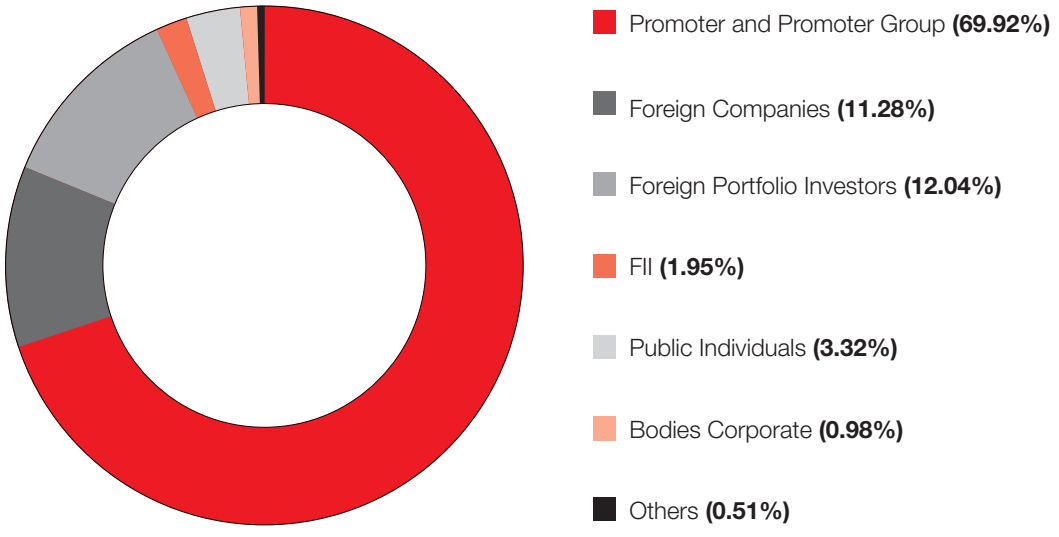
M/s. Link Intime India Private Limited	**Allcargo Logistics Limited**
CIN: U67190MH1999PTC118368	CIN:L63010MH2004PLC073508
Registrar and Share Transfer Agents-Unit: Allcargo Logistics Limited	Company Secretary & Compliance Officer
Mr. Satyan Desai/ Mr. Ishwar Suvarna	Mr. Shailesh Dholakia
C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400078	6th Floor, Avashya House, CST Road, Kalina, Santacruz (East), Mumbai - 400 098
Tel: 022 - 2596 3838 Fax: 022 - 2594 6969	Tel: 022 - 26675830 Fax : 022 - 66798195
Email: satyan.desai@linkintime.co.in; ishwar.suvarna@linkintime.co.in	Email: investor.relations@allcargologistics.com

o) Distribution of Shareholding as on March 31, 2016

Shareholding (No. of Shares) (From – To)	No. of shareholders	% to no. of shareholders	No. of shares	% to no. of shares
1 -- 500	18,245	87.64	2,131,476	0.85
501 -- 1000	1,298	6.23	985,949	0.39
1001 -- 2000	606	2.91	927,771	0.37
2001 -- 3000	158	0.76	409,945	0.16
3001 -- 4000	112	0.54	407,311	0.16
4001 -- 5000	64	0.31	296,268	0.12
5001 -- 10000	144	0.69	1,091,912	0.43
10001 and above	192	0.92	245,844,892	97.52
TOTAL	**20,819**	**100.00**	**252,095,524**	**100.00**

p) Shareholding Pattern as on March 31, 2016

Category of Shareholders	Number of shares	% of Shareholding
Promoter and Promoter Group	176,268,640	69.92
Foreign Companies	28,442,910	11.28
Foreign Institutional Investors	4,928,156	1.95
Public- Individuals	8,360,901	3.32
Bodies Corporate	2,478,555	0.98
Mutual Fund	276,233	0.11
Financial Institutions/Banks	34,244	0.01
Clearing Member	126,659	0.06
Trust	45,094	0.02
Independent Director	10,000	0.00
Non Resident Indians- Repatriation	340,680	0.14
Non Resident Indians- Non Repatriation	105,272	0.04
Foreign Portfolio Investor	30,341,076	12.04
Hindu Undivided Family	337,104	0.13
Total	**252,095,524**	**100.00**



q) Office Locations:

Branches in East region:

No.7A/1A, Gooptu Court Middleton Street, Bose Road Kolkata 700 071 West Bengal		

Branches in West region:

5th Floor and 6th Floor Avashya House,CST Road, Kalina, Mumbai - 400 098. Maharashtra, India.	104, Sakar V, Behind Natraj Cinema, Off Ashram Road Ahmedabad 380 009 Gujarat	516, Siddharth Complex, Near Express Hotel RC Dutt Road, Alkapuri Baroda 390 007, Gujarat
Lokmat Bhavan B Wing, 207, 2nd Floor Wardha Road, Nagpur 440 012 Maharashtra	Office No.128, Akshay Complex Off Dhole Patil Road, Pune 411 011 Maharashtra	Opp. Punjab Conware, Sector 2 Dronagiri Node, Shed No.4 Paghote Village, Taluka – Uran 400 705 Maharashtra
Kukreja Centre, A Wing Off. No.206, 2nd Floor Plot No.13, Sector 11 CBD Belapur Navi Mumbai 400 614	Survey No.123/12(4)/A Village Kolke, Near Old Mumbai Pune Highway Road, Dist. Raigad, Panvel 410 206 Maharashtra	Container Corporation of India Ltd.,Concor Container Yard, Near Cement Godown, Nanepada Road, Mulund (E), Mumbai 400 081, Maharashtra
Office No. 103, 1st Floor, Mani Complex, Plot – 84, Sector – 8 Gandhidham, Kutch Gujarat 370 201		

Branches in North region:

Off. No. 247, 2nd Floor, Ganpati Plaza, M.I. Road, Jaipur 302 001, Rajasthan	308, Krishna Towers, 15/63 Civil Lines, Uttar Pradesh, Kanpur 208 001	56-57, Bindra Complex, C-145A, Phase V, Focal Point Ludhiana 141 010, Punjab
Local Shopping Complex, Plot No. 8 Vardhaman Plaza, Site No.37-38 Kalkaji, New Delhi 110 065		

Branches in South region:

1st Fl, Rani Meyyammai Building K.P.K. Menon Road, Wellington Island, Cochin 682 003 Kerala	No.21, IV Floor, S.K. Vista, Rustum Baug, Main Road, Kodihalli, Off. Old Airport Road Near Manipal Hospital Bengaluru 560 017, Karnataka	2nd Floor, Leelavathi Bldg. 69, Armenian Street, Parrys Chennai 600 001 Tamil Nadu
Ashoka My Home Chambers, Flat No.201, 2nd Floor D.No.1-8-271,272 and 273 / 1-8-301 to 303, Begumpet Hyderabad 500 016	51/15A, Muniasamypuram, 2nd Street, Kamraj Salai Tuticorin 628 003 Tamil Nadu	139, Avinashi Road, Room 4, 2nd Floor, Janan Opp SAP Theatre Tirupur - 641 603 India
Shree Gurukrupa Towers,Office No.601, 6th Floor, Subhash Road, Moti tanki Chowk, Rajkot - 360001, Gujarat, India		

Internal Container Depots (ICDs) at:

ICD Dadri, Tilpata Road, Gautam Budha Nagar, Greater Noida, 201307 Uttar Pradesh	Plot No. 13-B, Kheda Industrial Growth Centre, Sector No. 3, Pithampur, District - Dhar, Madya Pradesh, India

Container Freight Stations (CFS) at:

Transindia Logistics Park, Village - Khopta, Taluka - Uran Dist - Raigad, Near. JNPT Area Pin - 410 212, Maharashtra, India	913, Thiruvottiyur High Road, Nr. Wimco Nagar Rly. Stn. Ernavur, Chennai - 600 057, Tamil Nadu, India	Bharat CFS Zone - 1, Mundra Port & SEZ Ltd, District Kutch - 370 421. Gujarat, India
Kaproli Village, Taluka - Uran, Nr. JNPT area. District - Raigad 410 212, Maharashtra, India		

Overseas Principal office:

Schomhoereweg, 15, 2030, Antwerr, Belgium	1526, Madan Bhandari Path 1V, New Baneshwor, Kathmandu - Nepal	2401 N. W. 69th Street Miami FL 33147 USA
Nieuwesluisweg 240 3197 KV Rotterdam Netherlands		

DECLARATION

To,
The Members of
Allcargo Logistics Limited

I, Shashi Kiran Shetty, Chairman & Managing Director of Allcargo Logistics Limited ("the Company"), hereby declare that all the Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct, laid down and adopted by the Company, during the year ended March 31, 2016.

For Allcargo Logistics Limited

Place: Mumbai
Date: May 20, 2016

Shashi Kiran Shetty
Chairman & Managing Director
(DIN:00012754)

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Allcargo Logistics Limited

We have examined the compliance of conditions of corporate governance by Allcargo Logistics Limited (hereinafter referred as 'the Company') for the year ended March 31, 2016, as stipulated in Clause 49 of the Listing Agreement executed by the Company with BSE Limited and National Stock Exchange of India Limited for the period from April 1, 2015 to November 30, 2015; and as prescribed in Regulations 17 to 27, 46 (2) (b) to (i) and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as " LODR ") for the period from December 1, 2015 to March 31, 2016.

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was l imited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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

This certificate is issued solely for the purposes of complying with the Listing Agreement/ LODR and may not be suitable for any other purpose.

For **Mehta & Mehta,**
Company Secretaries
(ICSI Unique Code P1996MH007500)

Dipti Mehta
Partner

FCS No	:	3667
CP No.	:	3202
Place	:	Mumbai
Date:	:	May 20, 2016

INDEPENDENT AUDITOR'S REPORT

To the Members of
Allcargo Logistics Limited

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Allcargo Logistics Limited ("the "Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

   (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

INDEPENDENT AUDITORS' REPORT (Continued)

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report; and

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 30 to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration No. 101049W/E300004

per Kalpesh Jain
Partner
Membership No. 106406

Mumbai
May 20, 2016

For Appan & Lokhandwala Associates
Chartered Accountants
ICAI Firm Registration No. 117040W

per M. Subramanian
Partner
Membership No. 111106

Mumbai
May 20, 2016

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our report of even date

Re: Allcargo Logistics Limited ("the Company")

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(i) (b) The Company has a regular programme of physical verification of its fixed assets by which heavy equipments and other vehicles are verified annually and all other fixed assets are verified over the period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(i) (c) According to the information and explanations given by the management, the title deeds of immovable properties, included in fixed assets are held in the name of the Company except for freehold land at Nagpur, aggregating ₹ 746 lakhs, for which title deeds are held in name of Director as a trustee and would be transferred to Company in due course, subsequent to completion of registration formalities.

(ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification.

(iii) (a) The Company had in the past granted loans to three companies covered in the register maintained under section 189 of the Act. In our opinion and according to the information and explanations given to us, the terms and conditions of such loans are not prejudicial to the company's interest.

(b) The Company has granted loans, to the companies covered in the register maintained under section 189 of the Act. The loans granted are re-payable on demand. Two of the companies have repaid the loan during the year and we are informed that the Company has not demanded repayment of loan from one of the other companies, and thus, there has been no default on the part of the company to whom the money has been lent. The payment of interest has been regular for all the companies.

(c) There are no amounts of loans granted to companies, listed in the register maintained under section 189 of the Act which are outstanding for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.

(v) The Company has not accepted any deposits from the public.

(vi) To the best of our knowledge and as explained, the Company is not in the business of sale of any goods. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales tax, service tax, custom duty, value added tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. The provisions relating to excise duty are not applicable to the Company.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues outstanding of income-tax, sales-tax, service tax, duty of custom, duty of excise , value added tax and cess on account of any dispute, are as follows:

Nature of Statue	Nature of Dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
The Finance Act, 1994	Service tax	2	2003-04 to 2006-07	Mumbai CESTAT
The Finance Act, 1994	Service tax	277	2007-08 to 2011-12	Ahmedabad CESTAT
The Finance Act, 1994	Service tax	3	2008-09 to 2010-11	Commissioner of Service tax, (Appeal) Bhopal
The Finance Act, 1994	Service tax	1	2008-09	Commissioner of Service tax, (Appeal) Bhopal
The Custom Act 1962	Custom duty	2	2004	CESTAT
The Custom Act 1962	Custom duty	181	2004	CESTAT
The Custom Act 1962	Custom duty	28	2009	CESTAT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our report of even date (Continued)

(viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to banks.

(ix) In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud / material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opnion, the Company is not a nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and hence not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration No. 101049W/E300004

per Kalpesh Jain
Partner
Membership No. 106406

Mumbai
May 20, 2016

For Appan & Lokhandwala Associates
Chartered Accountants
ICAI Firm Registration No. 117040W

per M. Subramanian
Partner
Membership No. 111106

Mumbai
May 20, 2016

Annexure 2 referred to in paragraph 2 under Report on Other Legal and Regulatory Requirements of our report of even date

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

We have audited the internal financial controls over financial reporting of Allcargo Logistics Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration No. 101049W/E300004

per Kalpesh Jain
Partner
Membership No. 106406

Mumbai
May 20, 2016

For Appan & Lokhandwala Associates
Chartered Accountants
ICAI Firm Registration No. 117040W

per M. Subramanian
Partner
Membership No. 111106

Mumbai
May 20, 2016

BALANCE SHEET

as at 31 March 2016

(₹ in Lakhs)

Particulars	Notes	31 March 2016	31 March 2015
Equity and Liabilities			
Shareholders' funds			
Share capital	3	5,042	2,521
Reserves and surplus	4	131,128	125,504
		136,170	128,025
Non-current liabilities			
Long-term borrowings	5	162	19,403
Deferred tax liability (net)	6	10,175	11,189
Other long-term liabilities	7	70	208
		10,407	30,800
Current liabilities			
Short-term borrowings	8	7,500	3,284
Trade payables	9	11,923	10,669
Other current liabilities	10	16,098	8,712
Short-term provisions	11	843	3,011
		36,364	25,676
TOTAL		182,941	184,501
Assets			
Non-current assets			
Fixed assets			
Tangible assets	12	80,189	86,561
Intangible assets	13	286	346
Capital work-in-progress		1,025	1,202
Non-current investments	14	37,742	37,687
Long-term loans and advances	15	24,814	26,060
Other non-current assets	16	92	172
		144,148	152,028
Current assets			
Current investments	17	6,029	302
Inventories	18	908	876
Trade receivables	19	17,522	16,826
Cash and bank balances	20	1,603	2,034
Short-term loans and advances	21	7,736	6,731
Other current assets	16	4,995	5,704
		38,793	32,473
TOTAL		182,941	184,501
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2016

(₹ in Lakhs, except EPS)

Particulars	Notes	31 March 2016	31 March 2015
Income			
Revenue from operations			
Sale of services	**22**	**118,811**	111,724
Other operating revenues	**22**	**1,717**	2,041
		120,528	113,765
Other income	**23**	**4,089**	4,156
Total revenue		**124,617**	117,921
Expenses			
Cost of services rendered	**24**	**76,353**	74,011
Employee benefits expense	**25**	**10,722**	8,319
Finance costs	**26**	**2,548**	3,800
Depreciation and amortisation	**27**	**10,031**	11,086
Other expenses	**28**	**9,986**	8,157
Total expenses		**109,640**	105,373
Profit before tax		**14,977**	12,548
Tax expense:			
Current tax (net of reversal of earlier years)		**3,833**	2,743
Deferred tax charge/(credit)		**(1,014)**	444
Less: MAT credit entitlement (net of adjustments of earlier years)		**(257)**	(388)
Total tax expense		**2,562**	2,799
Profit for the year		**12,415**	9,749
Earnings per equity share (nominal value of ₹ 2 each) (previous year: ₹ 2 each)	**29**		
Basic and diluted		**4.93**	3.87
Summary of significant accounting policies	**2**		

The accompanying notes are an integral part of the financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

CASH FLOW STATEMENT

for the year ended 31 March 2016

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
A.	**Cash flow from operating activities**		
	Profit before tax	**14,977**	12,548
	Adjustment for:		
	Depreciation and amortisation	**10,031**	11,086
	Gain on cancellation / settlement of derivatives	**-**	(2,219)
	Provision for doubtful debts (net)	**338**	375
	Provision for doubtful advances	**5**	-
	Bad debts /advances written off	**76**	35
	Liaibility written back no longer required	**(150)**	(153)
	Sundry balance written back	**(31)**	(54)
	Interest expense	**2,548**	3,800
	Interest income	**(853)**	(964)
	Dividend income	**(1,344)**	-
	Profit on sale of fixed assets	**(1,113)**	(11)
	Rental income	**(212)**	(265)
	Profit on sale of investments (net)	**(286)**	(604)
	Unrealised foreign exchange (gain) / loss (net)	**(153)**	30
	Operating profit before working capital changes	**23,833**	23,604
	Adjustment for:		
	(Increase) in trade receivables	**(1,045)**	(1,488)
	(Increase) / decrease in loans and advances(including short term and long term)	**(1,771)**	1,225
	(Increase) / decrease in inventories	**(32)**	13
	Decrease / (increase) in unbilled revenue	**429**	(2,707)
	Increase in liabilities (including current and non - current)	**1,694**	1,597
	(Decrease) / increase in provisions	**(4)**	81
	Cash generated from operating activities	**23,104**	22,325
	Direct taxes paid (net of refunds)	**(3,379)**	(2,712)
	Net cash flows generated from operating activities (A)	**19,725**	19,613
B.	**Cash flow from investing activities**		
	Purchase of fixed assets	**(4,215)**	(1,502)
	Proceeds from sale of fixed assets	**1,913**	238
	Proceeds from sale of current investments	**37,999**	44,912
	Purchase of current investments	**(43,440)**	(32,630)
	Purchase of preference shares of subsidiaries	**-**	(1,377)
	Redemption of preference shares of subsidiaries	**-**	782
	Investments in equity shares	**(5)**	(2,250)
	Rent received	**212**	265
	Bank deposit matured	**95**	198
	Bank deposits placed (having original maturity of more than three months)	**(32)**	(200)
	Dividend received	**1,344**	-
	Advances/ loans given to subsidiaries	**(1,465)**	(11,024)
	Repayment of advances/ loans from subsidiaries	**3,607**	4,394
	Interest income received	**752**	936
	Net cash flows (used in) / generated from investing activities (B)	**(3,235)**	2,742

CASH FLOW STATEMENT

for the year ended 31 March 2016

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
C.	**Cash flow from financing activities**		
	Proceeds from long term borrowings	**188**	7,224
	Repayment of long term borrowings	**(12,255)**	(25,339)
	Proceeds from short term borrowings	**17,000**	2,500
	Repayment of short term borrowings	**(11,874)**	(2,500)
	Overdraft taken (net)	**-**	1,307
	Bills of exchange (repaid) (net)	**(910)**	410
	Interest paid	**(2,613)**	(4,046)
	Realisation / settlement of derivatives	**-**	2,219
	Dividend and dividend distribution tax paid	**(6,394)**	(3,097)
	Net cash flow used in financing activities (C)	**(16,858)**	(21,322)
	Net (decrease) / increase in cash and cash equivalent (A+B+C)	**(368)**	1,033
	Opening Balance of Cash and Cash equivalents (refer note below)	**1,927**	894
	Closing balance of Cash and Cash equivalents (refer note below)	**1,559**	1,927
		(368)	1,033
Note			
	Cash and cash equivalents at year end comprises:		
	Cash on hand	**65**	44
	Balances with scheduled banks		
	- current accounts	**1,487**	1,872
	- fixed deposit accounts	**-**	9
	- dividend account *	**7**	2
		1,559	1,927

* The Company can utilise these balances only towards settlement of unclaimed dividends

As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

1. Company Overview

Allcargo Logistics Limited (the 'Company') was incorporated on 18 August 1993 and is a leading multinational Company engaged in providing integrated logistics solutions and offers specialised logistics services across Multimodal Transport Operations, Inland Container Depot, Container Freight Station Operations, Contract Logistics Operations and Project and Engineering Solutions. The Company is listed on Bombay Stock Exchange and National Stock Exchange of India.

Summary of significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards specified under section 133 of the Companies Act, 2013 (the 'Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Company and are consistent with those used in previous year.

2.2 Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

2.3 Tangible assets and depreciation on tangible assets

Tangible assets and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the asset to its working condition for its intended use. Borrowing cost relating to acquisition of tangible assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

The Company adjusts entire exchange differences arising on translation / settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. The Company identifies and determines cost of each component / part of the asset separately, if the component / part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation

The Company provides depreciation on tangible assets using the Straight Line Method, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset. The management has estimated the useful lives of all its tangible assets (other than some assets classified under "Heavy Equipment", "Office Equipment") as per the useful life specified in Part 'C' of Schedule II to the Act.

For class of assets categorised under "Heavy Equipment" and "Office Equipment", based on internal assessment, the management believes that these assets have useful life of 12 and 5 years, which are lower and different from the useful lives as prescribed under Part C of Schedule II of the Act.

The Company has used the following rates to provide depreciation on the tangible assets:

Category	Useful lives (in years)
Building	30 to 60
Plant and machinery	15
Heavy equipments	12
Furniture and fixtures	10
Vehicles	8 to 10
Computers	3 to 6
Office equipments	5

Leasehold land are depreciated on a straight line basis over the period of lease specified in agreements restricted to the expected economic useful life of asset, i.e. lease period which ranges from 30 years to 999 years.

Leasehold improvements are depreciated on a straight line basis over the shorter of the estimated useful life of the asset or the lease term, which does not exceed 10 years.

Tangible assets held for sale is valued at lower of their carrying amount and net realizable value. Any write-down is recognized in the Statement of Profit and Loss.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

2.4 Intangible assets and amortisation

Intangible assets comprises of computer software. They are recognized only when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured. Computer software are amortized on a straight-line basis over six years, which in management's estimate represents the period during which economic benefits will be derived from their use. Such estimate is reviewed at the end of each financial year.

2.5 Impairment of tangible and intangible assets

The carrying amounts of assets are reviewed at each balance sheet date, if there is any indication of impairment based on internal/external factors. An impairment loss, if any, is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is greater of asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The Company bases its impairment calculation on detailed budgets and forecast calculations. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.6 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

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

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

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

Profit/loss on sale of current investments is computed with reference to their average cost.

2.7 Inventories

Inventories of stores and spares are valued at cost or net realisable value whichever is lower. The cost is determined on first in first out basis and includes all charges incurred for bringing the inventories to their present condition and location.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make sale.

2.8 Investment property

An investment in land or building, which is not intended to be occupied substantially for use by, or in the operations of, the Company, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment loss, if any.

The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life estimated by the management which is 60 years.

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

2.9 Borrowing costs

Borrowing costs includes interest, amortisation of ancillary cost over the period of loans which are incurred in connection with arrangements of borrowings.

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are treated as direct cost and are considered as part of cost of such assets. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. Capitalisation of borrowing costs is suspended in the period during which the active development is

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

delayed beyond reasonable time due to other than temporary interruption. All other borrowing costs are charged to the Statement of Profit and Loss as incurred.

2.10 Retirement and other employee benefits

(a) Short- term employee benefits

Employee benefits payable wholly within twelve months of availing employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short term employee benefits such as salaries and wages, bonus and ex-gratia to be paid in exchange of employee services are recognized in the period in which the employee renders the related service.

(b) Post employment benefits

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards Provident Fund and Employees State Insurance Corporation ('ESIC'). The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which employee renders the related service. There are no other obligations other than the contribution payable to the Provident Fund and Employee State Insurance Scheme.

Defined benefit plan:

The Company's gratuity benefit scheme is a defined benefit plan. Gratuity liability is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year.

The Company makes contributions to a trust administered and managed by an Insurance Company to fund the gratuity liability. Under this scheme, the obligation to pay gratuity remains with the Company, although the Insurance Company administers the scheme.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the leave as a short-term provision in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as long-term provision.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

2.11 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The amount recognised as revenue is exclusive of service tax / sales tax / VAT.

Multimodal transport income:

Export revenue is recognised on sailing of vessel and import revenue is recognised upon rendering of related services.

Container freight station income:

Income from Container Handling is recognised as related services are performed.

Income from Ground Rent is recognised for the period the container is lying in the Container Freight Station. However, in case of long standing containers, the income is accounted on accrual basis to the extent of its recoverability.

Contract logistic income:

Contract logistic service charges and management fees are recognised as and when the service is performed as per the contractual terms.

Project and equipment income:

Revenue for project division includes rendering of end to end logistics services comprising of activities related to consolidation of cargo, transportation, freight forwarding and customs clearance services. Income and fees are recognized on percentage of completion method. Percentage of completion is arrived at on the basis of proportionate costs incurred to date of total estimated costs, milestones agreed or any other suitable basis, provided there is

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

a reasonable completion of activity and provision of services.

Equipment division earns revenue from hiring of cranes, trailers and other fleets. Income from hiring of fleets is recognised on the basis of actual usage of the Company's fleets, as per the contractual terms.

Others:

Reimbursement of cost is netted off with the relevant expenses incurred, since the same are incurred on behalf of the customers.

Interest income is recognised on time proportion basis.

Dividend income is recognised when the right to receive dividend is established by the date of the balance sheet.

2.12 Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each balance sheet date, unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write down is reversed to the extent that it becomes reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the *Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961,* the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

2.13 Foreign currency transactions

Initial recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The Company accounts for exchange differences arising on translation / settlement of foreign currency monetary items as below:

- Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalised and depreciated over the remaining useful life of the asset.
- Exchange differences arising on other long-term foreign currency monetary items are accumulated in the 'Foreign Currency Monetary Item Translation Difference Account' and amortised over the remaining life of the concerned monetary item.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

- All other exchange differences are recognised as income or as expenses in the period in which they arise.

The Company treats a foreign currency monetary item as 'long-term foreign currency monetary item', if it has a term of 12 months or more at the date of its origination. In accordance with Ministry of Corporate Affairs' circular dated August 09, 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items for the period. In other words, the Company does not differentiate between exchange differences arising from long-term foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

Forward exchange contracts entered into hedge foreign currency risk of an existing asset / liability

The premium or discount arising at the inception of forward exchange contract is amortised and recognised as an expense / income over the life of the contract. Exchange differences on such contracts are recognised in the Statement of Profit and Loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognised as income or as expense for the period.

2.14 Operating lease

Where the Company is the lessee

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

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation, are recognised as expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Statement of Profit and Loss.

2.15 Earnings per share (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes, if any) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year are adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares) (if any).

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.16 Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

2.17 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

2.18 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated in the Cash flow Statement.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

3 Share capital

(₹ in Lakhs, except share data)

	31 March 2016	31 March 2015
Authorised capital:		
274,975,000 (previous year: 177,475,000) equity shares of ₹ 2 each	**5,499**	3,550
500 (previous year: 500) 4% cumulative redeemable preference shares of ₹ 100 each	**1**	1
	5,500	3,551
Issued, subscribed and fully paid-up:		
252,095,524 (previous year: 126,047,762) equity shares of ₹ 2 each, fully paid-up	**5,042**	2,521
Total issued, subscribed and fully paid-up share capital	**5,042**	2,521

i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Equity shares	31 March 2016 Number of shares	31 March 2016 Amount	31 March 2015 Number of shares	31 March 2015 Amount
At the beginning of the year	**126,047,762**	**2,521**	126,047,762	2,521
Issued during the period - Bonus shares	**126,047,762**	**2,521**	-	-
Outstanding at the end of the year	**252,095,524**	**5,042**	126,047,762	2,521

ii) Terms and rights attached to equity shares

The Company has only one class of equity share having par value of ₹ 2 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in indian rupees.

During the year ended 31 March 2016, the amount of per share dividend recognised as distribution to equity shareholders is ₹ 2 per share (previous year : ₹ 2 per share).

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

iii) Details of shareholders holding more than 5% Shares of the Company

Name of equity shareholder	31 March 2016 Number of shares	31 March 2016 % of total shares in the class	31 March 2015 Number of shares	31 March 2015 % of total shares in the class
Equity shares of ₹ 2 each fully paid-up:				
- Mr. Shashi Kiran Shetty	**155,093,528**	**61.52**	78,623,390	62.38

iv) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :

Equity shares Transactions during the five-year period ended 31 March 2016 (no. of shares)	2016	Year ended 31 March 2015	2014	2013	Period ended 31 March 2012
(i) Equity shares of ₹ 2 each, fully paid up, allotted as bonus shares by capitalisation of general reserve and securities premium account	**126,047,762**	-	1,080	-	3,604
(ii) Equity shares of ₹ 2 each issued under Employee Stock Option Plans for which only exercise price has been recovered in cash	**-**	-	9,300	-	26,750

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

4 Reserves and surplus

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
Securities premium account			
Balance as per last financial statements		**47,837**	47,837
Less: Amount utilised towards the issue of fully paid bonus shares		**(2,521)**	-
	(A)	**45,316**	47,837
General Reserve			
Balance as per current & last financial statements	**(B)**	**14,033**	14,033
Capital Redemption Reserve			
Balance as per current & last financial statements	**(C)**	**83**	83
Surplus in Statement of Profit and Loss			
Balance as per last financial statements		**63,551**	57,113
Add : Profit for the year		**12,415**	9,749
Less: Adjustment for depreciation (net of deferred tax ₹ 144) (refer note 12)		**-**	(302)
		75,966	66,560
Less : Appropriations			
Interim equity dividend [amount per share ₹ 2 (previous year: Re 0.60)]		**3,781**	756
Tax on interim equity dividend declared		**489**	129
Proposed final equity dividend [amount per share ₹ Nil (previous year: ₹ 1.40)]		**-**	1,765
Tax on proposed equity dividend		**-**	359
Total appropriations		**4,270**	3,009
Net surplus in Statement of Profit and Loss	**(D)**	**71,696**	63,551
Total reserves and surplus	**(A+B+C+D)**	**131,128**	125,504

5 Long-term borrowings

(₹ in Lakhs)

Particulars	Non-current portion		Current Maturities *	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Term loans (secured)				
From banks	**-**	18,150	**10,650**	3,450
Buyers' credit	**-**	869	**921**	-
Vehicle finance loans	**162**	384	**386**	1,281
	162	19,403	**11,957**	4,731

* Amount disclosed under 'other current liabilities' - refer note 10.

(A) Nature of the security

(i) Rupee term loans from banks are secured against heavy equipment's and carry interest ranging from 10.25% - 10.60% p.a. (previous year, 10.25% - 10.60% p.a.) and were repayable within a period ranging from 2-3 years. One of the loan is repayable in 5 equal installments and the other loan is payable on bullet repayment basis.

(ii) Buyers' credit is secured against heavy equipment's financed by the Bank and carry interest ranging from 5%-10% p.a. (previous year 5%-10% p.a.) and were repayable within a period ranging from 2-3 years.

(iii) Vehicle finance loans are secured against vehicle financed by the Bank and carry interest ranging from 8%-12% p.a. (previous year, 8%-12% p.a.) and were repayable within a periods ranging from 3 to 5 years.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

6 Deferred tax liability (net)

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Deferred tax liability		
Depreciation and amortisation	**11,832**	12,581
Deferred tax assets		
Provision for doubtful trade receivables	**1,298**	1,201
Provision for employee benefits	**234**	190
Others	**125**	1
	1,657	1,392
Deferred tax liability (net)	**10,175**	11,189

7 Other long-term liabilities

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Others		
Security deposit received	**70**	203
Advance received from customers	**-**	5
	70	208

8 Short-term borrowings

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Loans repayable on demand (secured)		
Cash credit from banks	**-**	2,374
Other loans and advances (unsecured)		
Trade Bills discounting from banks	**-**	910
Commercial Paper	**7,500**	-
	7,500	3,284

Notes

(a) Cash credit facilities from banks carried interest ranging from 9.65%-10.35% p.a. (previous year 10.20%-10.40% p.a.) computed on a monthly basis on the actual amount utilised, and are repayable on demand. These are secured against immovable property situated in Mumbai, pari pasu charge on present and future movable assets, inventories and book debts.

(b) Bills discounting facilities from banks carried interest ranging from 10%-11% p.a. (previous year 10%-13% p.a.) and are repayable over a period of 45 to 90 days.

(c) Commercial Paper facilities carry interest ranging from 8%-9% p.a.(previous year Nil) and are repayable over a period of 60 to 91 days.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

9 Trade payables

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Total outstanding dues of micro enterprises and small enterprises (refer note 31)	**5**	6
Total outstanding dues of creditors other than micro enterprises and small enterprises	**11,841**	10,213
Acceptances	**77**	450
	11,923	10,669

10 Other current liabilities

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Current maturities of long-term borrowings (refer note 5)	**11,957**	4,731
Advance received from customers	**1,275**	1,339
Employee benefits payable	**631**	328
Director commission payable	**612**	433
Statutory dues payable	**429**	249
Provision for expenses	**421**	594
Purchase consideration payable	**296**	448
Capital creditors	**143**	162
Security deposits	**138**	96
Income billed in advance	**94**	103
Others	**102**	229
	16,098	8,712

11 Provisions

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Provision for employee benefits		
Gratuity (refer note 34)	**(12)**	118
Compensated absences (refer note 34)	**676**	550
	664	668
Other provisions		
Proposed equity dividend	**-**	1,765
Tax on proposed equity dividend	**-**	359
Provision for current tax {net of advance tax paid)	**179**	219
	179	2,343
	843	3,011

12 Tangible assets

(₹ in Lakhs)

Description	Freehold land (refer note 3 below)	Leasehold land	Building	Leasehold improvements	Plant and machinery	Heavy equipments	vehicles	Computers	Office equipment	Furniture and fixtures	Total
Gross Block											
Balance as at 01 April 2014	5,662	5,507	16,930	978	3,774	102,770	458	1,206	387	2,190	139,862
Additions	-	-	83	-	340	173	-	105	37	99	837
Deduction	-	-	-	-	(46)	(771)	(2)	(32)	(34)	(42)	(927)
Other adjustments - exchange differences	-	-	-	-	-	352	-	-	-	-	352
Balance as at 31 March 2015	5,662	5,507	17,013	978	4,068	102,524	456	1,279	390	2,247	140,124
Additions	1,059	-	982	11	817	104	232	191	18	829	4,243
Deduction	-	(28)	(5)	-	(14)	(3,020)	(85)	(47)	(1)	-	(3,200)
Other adjustments - exchange differences	-	-	-	-	-	52	-	-	-	-	52
Balance as at 31 March 2016	**6,721**	**5,479**	**17,990**	**989**	**4,871**	**99,660**	**603**	**1,423**	**407**	**3,076**	**141,219**
Depreciation											
Balance as at 01 April 2014	-	993	2,006	177	900	37,003	200	831	73	700	42,883
Other adjustments	-	-	10	-	142	46	6	82	59	101	446
Depreciation for the year	-	173	509	84	528	9,090	66	203	36	245	10,934
Deduction	-	-	-	-	(19)	(576)	(1)	(32)	(32)	(40)	(700)
Balance as at 31 March 2015	-	1,166	2,525	261	1,551	45,563	271	1,084	136	1,006	53,563
Depreciation for the year	-	172	616	86	517	8,001	64	139	35	239	9,869
Deduction	-	(9)	(2)	-	(14)	(2,272)	(59)	(46)	-	-	(2,402)
Balance as at 31 March 2016	**-**	**1,329**	**3,139**	**347**	**2,054**	**51,292**	**276**	**1,177**	**171**	**1,245**	**61,030**
Net block											
As at 31 March 2015	5,662	4,341	14,488	717	2,517	56,961	185	195	254	1,241	86,561
As at 31 March 2016	**6,721**	**4,150**	**14,851**	**642**	**2,817**	**48,368**	**327**	**246**	**236**	**1,831**	**80,189**

1) During the previous year, pursuant to notification of Schedule II of the Companies Act, 2013 with effect from 01 April 2014, the depreciation for the year ended 31 March 2015 has been provided on the basis of estimated economic lives or useful lives of fixed assets as prescribed in Schedule II, whichever is lower. Accordingly, an amount of ₹ 302 lakhs (net of deferred tax) has been adjusted against Retained Earnings for the assets which had no residual life as at 01 April 2014, and depreciation for the year ended 31 March 2015 is higher by ₹1191 lakhs.

2) The Company has leased out Cranes and Equipments for a period ranging 6-9 months. The Lease rental income recognised in the Statement of Profit and Loss is ₹ 1,391 lakhs (previous year ₹ 19,895 lakhs). The gross value of the assets leased out is ₹ 58,198 lakhs (previous year : ₹ 92,943 lakhs). Accumulated depreciation of the asset leased out is ₹ 26,664 lakhs (previous year : ₹ 40,141 lakhs). The depreciation recognised in the statement of profit and loss for the assets leased out during the year is ₹ 4,731 lakhs (previous year ₹ 7,864 lakhs).

3) Freehold land capitalised during the year includes land of ₹ 746 lakhs where the benefical interest is with the company, however,the legal title is in name of one of the directors of the Company.the said land is held by the directors in trust,on behalf of the Company.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

13 Intangible assets

(₹ in Lakhs)

Description	Computer software	Total
Gross Block		
Balance as at 01 April 2014	702	702
Additions	66	66
Balance as at 31 March 2015	768	768
Additions	71	71
Balance as at 31 March 2016	**839**	**839**
Amortisation		
Balance as at 01 April 2014	299	299
Amortisation for the year	123	123
Balance as at 31 March 2015	422	422
Amortisation for the year	131	131
Balance as at 31 March 2016	**553**	**553**
Net block		
As at 31 March 2015	346	346
As at 31 March 2016	**286**	**286**

14 Non-current investments

(valued at cost unless stated otherwise) (₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
(A) Trade investments (valued at cost unless stated otherwise)		
Quoted equity instruments (fully paid-up)		
1,908 (previous year: 1,908) equity shares of ₹ 10 each in Reliance Industries Limited	**2**	2
1,800 (previous year: 1,800) equity shares of ₹ 2 each in Tata Motors Limited	**1**	1
250 (previous year: 250) equity shares of ₹ 10 each in Sree Rayalaseema Alkalies and Allied chemicals Limited (* 2016: ₹ 12,878; * previous year: ₹ 12,878)	*	*
Unquoted equity instruments (fully paid-up)		
100 (previous year:100) equity shares of ₹ 10 each in Alltrans Port Management Private Limited - (@2016: ₹ 1,000; @previous year: ₹ 1,000)	@	@
4,000 (previous year: 4,000) equity Shares of ₹ 25 each in Zorastrian Co-op. Bank Limited	**1**	1
Investment in Preference shares (fully paid-up)		
250 (previous year: 250) 0.01% Cumulative Redeemable Preference shares of ₹ 10 each in Sree Rayalaseema Alkalies and Allied chemicals Limited ** 2016: ₹ 12,877; **previous year: ₹ 12,877)	**	**
	4	4
Unquoted equity instruments (fully paid-up)		
Investment in wholly owned subsidiaries		
10,000 (previous year: 10,000) equity shares of ₹ 100 each in Contech Transport Services Private Limited	**22**	22
12,000 (previous year: 12,000) equity shares of ₹ 10 each in Transindia Logistic Park Private Limited	**7,775**	7,775
11,500 (previous year: 11,500) equity shares of Euro 1,000 each in Allcargo Belgium N.V	**6,848**	6,848
20,131 (previous year: 20,131) Ordinary shares of Euro 100 each in Asia Line Limited	**1,321**	1,321
250,000 (previous year: 250,000) equity shares of ₹ 10 each in Hindustan Cargo Limited	**891**	891
10,000 (previous year: 10,000) equity shares of ₹ 10 each in Ecu Line (India) Private Limited	**1**	1
10,000 (previous year:10,000) equity shares of ₹ 10 each in Allcargo Shipping Co. Private Limited	**1**	1
10,000 (previous year: 10,000) equity shares of ₹ 10 each in Southern Terminal and Trading Private Limited	**1**	1
10,000 (previous year: 10,000) equity shares of ₹ 10 each in AGL Warehousing Private Limited	**1**	1
50,000 (previous year: Nil) equity shares of ₹ 10 each in Acex Logistics Ltd	**5**	-
	16,865	16,860

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

14 Non-current investments (continued)

(valued at cost unless stated otherwise) (₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Investment in subsidiaries		
3,327,750 (previous year: 3,327,750) equity shares of ₹ 10 each in South Asia Terminals Private Limited	**333**	333
3,867,840 (previous year: 3,867,840) equity shares of ₹ 10 each in Allcargo Logistics Park Private Limited	**387**	387
147 (previous year: 147) Ordinary shares of AED 1000 each in Allcargo Logistics LLC	**24**	24
3,019 (previous year: 3,019) equity shares of ₹ 10 each in Combiline Indian Agencies Private Limited	**3**	3
	747	747
Investment in associates		
4 (previous year: Nil) Equity shares of ₹ 10 each in Allcargo Logistics Lanka (Private) Limited (@2016: ₹ 400; previous year: ₹ Nil)	**@**	-
	@	-
Investment in joint ventures		
43,600 (previous year: 43,600) equity shares of ₹ 100 (Nepal Rupees) each in Transnepal Freight Services Private Limited	**14**	14
	14	14
Investment in preference shares of wholly owned subsidiaries (fully paid-up)		
95,855 (previous year: 95,855) 1% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Hindustan Cargo Limited	**1,438**	1,438
2,500 (previous year: 2,500) 10% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Hindustan Cargo Limited	**100**	100
73,930 (previous year: 73,930) 1% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Allcargo Shipping Co. Private Limited	**3,697**	3,697
33,700 (previous year: 33,700) 10% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Allcargo Shipping Co. Private Limited	**3,370**	3,370
149,420 (previous year: 149,420) 1% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in AGL Warehousing Private Limited	**3,736**	3,736
15,939 (previous year: 15,130) 10% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Contech Transport Services Private Limited	**1,594**	1,513
6,955 (previous year: 6,955) 10% redeemable, non cumulative, non convertible preference shares of ₹ 100 each in Transindia Logistic Park Private Limited	**4,597**	4,597
	18,531	18,450
	36,159	36,073
Quoted non-current investments		
Aggregate book value	**3**	3
Aggregate market value	**27**	22
Aggregate book value of unquoted non-current investments (other than investment property)	**36,159**	36,073
(B) Other non-current investments		
Investment property (at cost less accumulated depreciation)		
Cost of Buildings	**1,743**	1,743
Less: Accumulated depreciation	**164**	133
Net book value	**1,579**	1,610
	37,742	37,687

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

15 Long-term loans and advances

(₹ in Lakhs)

Particulars	Non-current portion		Current portion	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
To parties other than related parties				
Capital advances				
Unsecured, considered good	**4,115**	4,123	**-**	-
(A)	**4,115**	4,123	**-**	-
Security deposit				
Unsecured, considered good	**1,367**	516	**29**	18
Doubtful	**1**	1	**39**	34
	1,368	517	**68**	52
Less: Provision for doubtful deposits	**(1)**	(1)	**(39)**	(34)
(B)	**1,367**	516	**29**	18
Other loans and advances				
Unsecured, considered good:				
Prepaid expenses	**13**	20	**78**	119
Advance tax recoverable (net of provision for tax)	**1,512**	1,254	**-**	-
MAT credit entitlement	**12,443**	14,067	**1,313**	106
Other advances	**284**	25	**29**	8
(C)	**14,252**	15,366	**1,420**	233
(D)=(A+B+C)	**19,734**	20,005	**1,449**	251
To related parties (refer note 35)				
Unsecured, considered good:				
Security deposits (refer note below)	**594**	594	**-**	-
Loans to subsidiaries	**4,486**	5,461	**2,400**	2,441
(E)	**5,080**	6,055	**2,400**	2,441
(F)=(D+E)	**24,814**	26,060	**3,849**	2,692

Security deposits (unsecured, considered good) of ₹ 594 lakhs (previous year : ₹ 594 lakhs) are placed with firms and private companies in which any director is a partner, director or member.

16 Other assets

Unsecured considered good, unless stated otherwise

(₹ in Lakhs)

Particulars	Non-current		Current	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Non- current bank balances (refer note 20)	**6**	5	**-**	-
Other				
Contractually reimbursement expenses	**-**	-	**-**	313
Unbilled revenue	**-**	-	**4,897**	5,326
Advance towards share application money	**-**	81	**-**	-
Interest accrued on fixed deposits	**-**	-	**1**	1
Interest receivable on loans & advances	**-**	-	**95**	64
Insurance claim receivable	**86**	86	**2**	-
	92	172	**4,995**	5,704

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

17 Current investments

(valued at lower of cost and fair value, unless stated otherwise) (₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Unquoted mutual funds		
28,898.85 (previous year Nil) units of Baroda Pioneer Treasury Advantage Fund - Growth	**500**	-
45,89,766.66 (previous year Nil) units of DSP Blackrock Ultra Short Term Fund - Growth	**500**	-
2,89,560.07 (previous year Nil) units of Birla Sun Life Saving Fund - Growth	**845**	-
3,61,862.89 (previous year Nil) units of ICICI Prudential Money Market Fund - Growth	**750**	-
4,46,446.11 (previous year Nil) units of ICICI Prudential Saving Fund - Growth	**1,000**	-
15,02,874.65 (previous year Nil) units of Reliance Medium Term Fund - Growth	**470**	-
16,897.95 (previous year Nil) units of Reliance Liquid Fund - TP Plan - Growth	**619**	-
12,04,434.71 (previous year Nil) units of DHFL Pramerica Ultra Short Term Fund - Growth	**202**	-
41,029.36 (previous year Nil) units of UTI Floating Rate Fund - Growth	**1,000**	-
8,588.18 (previous year Nil) units of UTI Money Market Mutual Fund - Growth	**143**	-
Nil (previous year 6,626.69) units of Taurus Liquid fund Growth	**-**	100
Nil (previous year: 1,204,434.71) units of DWS Ultra Short Term Fund - Growth	**-**	202
	6,029	302
Unquoted current investments		
Aggregate book value of investments	**6,029**	302

18 Inventories

(valued at lower of cost and net realisable value) (₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Stores and spares	**908**	876
	908	876

19 Trade receivables

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
Receivables outstanding for a period exceeding six months from the date they became due for payment			
(a) Unsecured, considered good		**50**	100
(b) Doubtful		**3,347**	3,377
		3,397	3,477
Less: Provision for doubtful receivables		**(3,347)**	(3,377)
	(A)	**50**	100
Other receivables			
(a) Unsecured, considered good		**17,472**	16,726
(b) Doubtful		**404**	37
		17,876	16,763
Less: Provision for doubtful receivables		**(404)**	(37)
	(B)	**17,472**	16,726
	(A+B)	**17,522**	16,826

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

20 Cash and bank balances

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Cash and cash equivalents		
Balances with banks		
- On current accounts	**1,487**	1,872
- Deposit with original maturity of less than three months	**-**	9
- On unpaid dividend account	**7**	2
Cash on hand	**65**	44
	1,559	1,927
Other bank balances		
- Deposit with original maturity of more than 3 months but less than 12 months	**32**	42
- Deposit with original maturity of more than 12 months	**6**	5
- Margin money deposit under lien	**12**	65
	50	112
Amount disclosed under non-current assets (refer note 16)	**(6)**	(5)
	1,603	2,034
Details of bank balances / deposits:		
Bank balances available on demand / deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	**-**	9
Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'	**12**	65
Bank deposits due to mature after 12 months of the reporting date included under 'Other bank balances' (refer note 16)	**6**	5
	18	79

21 Short-term loans and advances

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Current portion of long-term loans and advances (refer note 15)		
To parties other than related parties	**1,449**	251
To related parties (refer note 35)	**2,400**	2,441
To parties other than related parties		
Security Deposits		
Unsecured, considered good	**111**	97
Doubtful	**3**	3
	114	100
Less: Provision for doubtful deposits	**(3)**	(3)
	111	97
Other short-term loans and advances		
Advances for supply of services	**1,037**	1,007
Advances to employees	**381**	377
Other advances	**101**	94
Prepaid expenses	**973**	581
CENVAT credit receivable	**362**	159
Loan to employees	**21**	20
Balance with customs and ports	**77**	77
To related parties		
Short-term loans to subsidiaries	**197**	1,522
Short-term advances to subsidiaries	**627**	105
	7,736	6,731
- To related parties	**3,224**	4,068
- To parties other than related parties	**4,512**	2,663

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

22 Revenue from operations

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Sale of services		
Mulitmodal transport operations	**40,505**	35,829
Container freight stations	**33,043**	31,121
Project and engineering solutions	**42,796**	43,336
Contract logistic income	**2,467**	1,438
	118,811	111,724
Other operating revenue		
Business support charges	**973**	835
Corporate guarantee fees	**287**	742
Liability no longer required written back	**150**	144
Bad debts recovered	**117**	50
Maintenance income	**21**	19
Miscellaneous income	**169**	162
Management fees	**-**	89
	1,717	2,041

23 Other income

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Dividend income from Investment in Subsidiary	**1,344**	-
Interest income on		
- loans given to related parties	**827**	958
- fixed deposits with banks	**26**	4
- Others	**1**	2
Other non-operating income		
-profit on sale of fixed assets (net)	**1,113**	11
-profit on sale of current investments (net)	**286**	604
-net gain on account of foreign exchange fluctuations	**218**	-
-rental income	**212**	265
-others	**31**	39
-sundry balances written/back	**31**	54
-gain on cancellation/settlement of derivatives	**-**	2,219
	4,089	4,156

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

24 Cost of services rendered

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
Multimodal and transport related operational expenses			
Freight and other ancillary cost		**32,748**	30,241
Delivery order/ documentation charges		**1,057**	813
	(A)	**33,805**	31,054
Container freight stations related operational expense			
Handling and transportation charges		**14,595**	13,716
Power and fuel costs		**630**	1,123
Repairs and maintainance-Others		**55**	71
	(B)	**15,280**	14,910
Project and engineering solutions related operational expense			
Project operating and hiring expenses		**18,835**	19,523
Power and fuel costs		**2,257**	2,707
Repairs and maintenance - machinery		**2,796**	3,050
Stores and spares consumed		**1,662**	1,759
Insurance		**254**	275
	(C)	**25,804**	27,314
Other operational cost			
Contract Logistic expenses		**1,464**	733
	(D)	**1,464**	733
Total	**(A)+(B)+(C)+(D)**	**76,353**	74,011

25 Employee benefits expense

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Salaries, wages and bonus	**9,338**	7,159
Staff welfare expenses	**740**	606
Contributions to provident fund	**440**	374
Compensated absences	**178**	41
Gratuity	**26**	139
	10,722	8,319

26 Finance costs

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Interest expense		
- rupee term loan	**1,875**	2,334
- others	**426**	198
- vehicle finance loan	**106**	255
- buyers' credit	**79**	801
- cash credit	**62**	198
	2,548	3,786
Other borrowing costs		
Processing fees	**-**	14
	2,548	3,800

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

27 Depreciation and amortisation

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Depreciation of tangible assets	**9,869**	10,934
Amortisation of intangible assets	**131**	123
Depreciation on investment property	**31**	29
	10,031	11,086

28 Other expenses*

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Other administrative expenses		
Travelling expenses	**1,935**	1,897
Legal and professional fees	**1,625**	927
Rent	**1,094**	963
Business promotion	**711**	668
Office expenses	**592**	504
CSR activities (refer note 41)	**660**	337
Repairs to building and others	**553**	433
Electricity charges	**341**	366
Provision for doubtful debts	**338**	375
Security expenses	**314**	309
Communication charges	**264**	254
Rates and taxes	**227**	263
Printing and stationery	**152**	115
Directors fees and commission	**131**	101
Insurance	**99**	75
Donations	**19**	36
Audit fees (refer note below)	**84**	70
Bad debts/advances written off	**76**	35
Bank charges	**44**	30
Provision for doubtful loans and advances	**5**	-
Foreign exchange gain/loss (net)	**-**	17
Miscellaneous expenses	**722**	382
	9,986	8,157

* Net of reimbursement of expenses recovered from subsidiaries ₹ 554 lakhs (previous year : ₹ 455 lakhs).

Note: Audit fees		
As auditors'		
Statutory audit	**47**	38
Tax audit	**15**	5
Limited review of quarterly results	**21**	25
In other capacity - Certification matters	**1**	2
	84	70

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

29. Earnings per share

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
a. Net profit after tax attributable to equity shareholders	**12,415**	9,749
b. Weighted average number of equity shares in calculating basic EPS*	**252,095,524**	252,095,524
c. Weighted average number of equity shares in calculating diluted EPS	**252,095,524**	252,095,524
d. Nominal value of share	**2**	2
e. Basic and diluted EPS	**4.93**	3.87

*Figures after considering bonus shares issued vide approval from shareholders dated 1 January, 2016.

30. Contingent liabilities and commitments

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Contingent liabilities: (refer note below)		
a. Disputed liabilities		
- Income Tax	**-**	1,520
- Customs	**211**	211
- Service Tax	**283**	374
- Entry Tax	**67**	67
- Stamp duty	**422**	422
- Electricity dues	**-**	33
b. Corporate Guarantees given by the Company on behalf of its subsidiaries	**34,099**	24,223
c. Bank guarantees	**6,581**	19,758
Commitments:		
d. Estimated amount of contracts remaining to be executed on capital accounts (net of advances) and not provided for	**621**	558
e. During the year, the Company has issued letters of undertakings to provide need based unconditional financial support to its following subsidiaries:		
1. South Asia Terminals Private Limited		
2. Combiline Indian Agencies Private Limited		
3. Ecu Line (India) Private Limited		
f. **Litigations:**		
Claims against the Company, not acknowledged as debts	**383**	232

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liability, where applicable in its financial statements. The Company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect of the Company's results of operations or financial condition.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

31. Dues to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 02 October 2006, certain disclosures are required to be made relating to MSME. On the basis of the information and records available with the Company, the following disclosures are made for the amounts due to the Micro and Small Enterprises.

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Principal amount remaining unpaid to any supplier as at the period end.	5	6
Interest due thereon (@ 2016:₹ 15,251; previous year: ₹ 27,249)	@	@
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting period.	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED.	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting period (#2016:₹ 15,251; previous year: ₹ 27,249)	#	#
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowances as a deductible expenditure under the MSMED Act, 2006	-	-

32. Segment reporting

Disclosure of segment reporting as per the requirements of Account Standard (AS) 17 "Segment Reporting" is reported in the consolidated financial statements of the Company. Therefore, the same has not been separately disclosed in the standalone financial statements in line with the requirements of AS - 17.

33. Leases

Operating leases as lessee

a. The Company has taken commercial properties on non-cancellable operating lease. The lease agreement provides for an option to the Company to renew the lease period at the end of non-cancellable period.

b. Lease payments recognised for the year are ₹ 1,366 (previous year: ₹ 1,091).

c. There are no exceptional/restrictive covenants in the lease agreements.

d. The future minimum lease payments in respect of lease property as at 31 March 2016 are as follows:

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Lease Payments		
Not later than one year	160	150
Later than one year but not later than 5 years	147	64

Operating leases as lessor

a. The Company has given warehouse and commercial properties on non-cancellable operating lease. The lease agreement provides for an option to the Company to renew the lease period at the end of non-cancellable period.

b. Lease income recognised for the year are ₹ 764 (previous year: ₹ 425).

c. There are no exceptional/restrictive covenants in the lease agreements.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

d. The future minimum lease receipts in respect of lease property as at 31 March 2016 are as follows:

(₹ **in Lakhs)**

Particulars	**31 March 2016**	31 March 2015
Lease Receipts		
Not later than one year	**112**	338
Later than one year but not later than 5 years	**-**	99

34. Employee Benefits

i) Defined Contribution Plans

Amount of ₹ 440 lakhs (previous year : ₹ 374 lakhs) contributed to Provident Fund, ESIC and other funds (refer note 25) is recognised as an expense and included in 'Contribution to provident funds' under "Employee benefits expense" in the Statement of Profit and Loss.

ii) Defined Benefit Plans

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service subject to a maximum payment of ₹ 10 lakhs.

Statement of Profit and Loss – Net employee benefit expense recognised in employee cost

(₹ **in Lakhs)**

Particulars – Gratuity	**31 March 2016**	31 March 2015
Current service cost	**96**	69
Interest cost	**52**	43
Expected return on plan assets	**(48)**	(35)
Net actuarial losses(gains)	**73**	62
Total Expense included in "Statement of Profit & Loss"	**26**	139

Balance sheet– Details of provision and fair value of plan assets

(₹ **in Lakhs)**

Particulars – Gratuity	**31 March 2016**	31 March 2015
Liability at the end of the year	**(702)**	(664)
Fair value of plan assets at the end of the year	**714**	546
Net Assets / (liabilities) recognized in the balance sheet	**12**	(118)

Changes in the present value of the defined benefit obligation are as follows:

(₹ **in Lakhs)**

Particulars – Gratuity	**31 March 2016**	31 March 2015
Opening Defined Benefit Obligation	**664**	462
Current service cost	**96**	69
Interest cost	**52**	43
Benefits paid	**(38)**	(21)
Actuarial (Gains)/Losses	**(72)**	111
Closing Defined Benefit Obligation	**702**	664

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

Changes in the fair value of plan assets are as follows:

(₹ in Lakhs)

Particulars – Gratuity	31 March 2016	31 March 2015
Opening fair value of plan assets	**546**	407
Expected return on plan assets	**48**	35
Actual Company contributions	**118**	76
Benefit payments	**-**	(21)
Actuarial Gains/(Losses)	**1**	48
Closing fair value of plan assets	**713**	546

Expected contribution to the plan in the coming year is estimated at ₹ 38 lakhs.

Investment details of plan assets

(₹ in Lakhs)

Particulars – Gratuity	31 March 2016	31 March 2015
Government of India assets	**-**	41
Corporate bonds	**-**	7
Insurer managed funds	**713**	498
Other	**-**	-
Total plan assets	**713**	546

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

(₹ in Lakhs)

Particulars – Gratuity	31 March 2016	31 March 2015
Discount rate	**7.81%**	7.99%
Expected rate of return on assets	**7.81%**	7.99%
Employee turnover rate:		
Service < = 4 years	**13.00%**	13.00%
Service > 4 years	**2.00%**	2.00%
Salary escalation	**8.00%**	8.50%

Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Amounts of experience adjustments for the current and previous four years are as follows:

(₹ in Lakhs)

	Year ended 31 March				15 months Period ended 31 March
	2016	2015	2014	2013	2012
Present value of Defined Benefit Obligations	**702**	664	462	368	329
Fair value of the plan assets	**713**	546	408	378	216
(Deficit)/Surplus in the plan	**12**	(118)	(54)	10	(113)
Experience adjustments on:					
Plan liabilities (gain)/loss	**(54)**	11	1	(59)	57
Plan assets (loss)/gain	**1**	48	(6)	12	3

Other long term employee benefits: Leave encashment

In accordance with leave policy, the Company has provided for leave entitlement on the basis of an actuarial valuation carried out at the end of the year.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

35. Related party disclosures

A Name of related parties:

i) Related parties where control exists - Subsidiaries (direct and indirect)

Direct Subsidiaries

1 Hindustan Cargo Limited
2 Acex Logistics Limited
3 Asia Line Ltd
4 Contech Transport Services Private Limited
5 Allcargo Logistics LLC
6 Allcargo Belgium N.V
7 Ecu Line (India) Private Limited
8 Allcargo Shipping Co.Private Limited
9 South Asia Terminals Private Limited
10 Southern Terminal & Trading Private Limited
11 AGL Warehousing Private Limited
12 Allcargo Logistic Park Private Limited
13 Combiline Indian Agencies Private Limited
14 Transindia Logistic Park Private Limited

Indirect Subsidiaries

15 Credo Shipping Agencies (I) Private Limited (ceased w.e.f.24 January 2016)
16 Amfin Consulting Private Limited
17 Comptech Solutions Private Limited
18 ECU International (Asia) Private Limited
19 Ecu-Line Algerie sarl
20 Ecu Logistics SA
21 Ecu-Line N.V.
22 Ecu-Logistics N.V.
23 FMA-Line Holding N. V.
24 Ecu-Tech BVBA
25 Ecuhold N.V.
26 Ecu International N.V.
27 Ecu Global Services n.v.
28 HCL Logistics N.V.
29 AGL N.V.
30 Ecu Logistics do Brasil Ltda.
31 Ecu-Line Bulgaria EOOD
32 Ecu-Line Polska SP. Z.o.o.
33 Ecu-Line Doha W.L.L.
34 Ecu-Line Romania SRL
35 Ecu-Line Singapore Pte. Ltd.
36 Ecu-Line South Africa (Pty.) Ltd.
37 Ecu-Line Spain S.L.
38 Mediterranean Cargo Center S.L. (MCC)
39 Ecu Line Lanka (Pvt) Ltd.
40 Société Ecu-Line Tunisie Sarl
41 Ecu Uluslarasi Tas. Ve Ticaret Ltd. Sti.
42 Star Express Company Ltd.
43 China Consolidated Company Ltd.
44 Ecu-Line UK Ltd.
45 DEOLIX S.A.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

A Name of related parties (Continued):

i) Related parties where control exists - Subsidiaries (direct and indirect) (Continued)

46 CLD Compania Logistica de Distribucion SA.
47 Guldary S.A.
48 Administradora House Line C.A.
49 Ecu-Line Mauritius Ltd.
50 FMA-LINE Nigeria Ltd.(Incorporated on 27 July 2015)
51 Consolidadora Ecu- Line C.A
52 Ecu Shipping Logistics (K) Ltd.
53 Ecu-Line Middle East LLC
54 Ecu-Line Malaysia Sdn. Bhd.
55 Eurocentre FZCO
56 Ecu-Line Hungary Kft.
57 Ecu-Line Kenya Ltd.
58 Ecu-Line Abu Dhabi LLC
59 CCS Shipping Ltd.
60 Flamingo Line Del Peru SA
61 Ecu-Line Chile S.A.
62 Flamingo Line Chile S.A.
63 Ecu-Line Guangzhou Ltd
64 China Consolidation Services Shipping Ltd
65 Ecu-Line (CZ) s.r.o.
66 Ecu-Line del Ecuador S.A.
67 Flamingo Line del Ecuador SA
68 Ecu Line Egypt Ltd.
69 Flamingo Line El Salvador SA de CV
70 Ecu-Line Germany GmbH
71 ELWA Ghana Limited
72 Flamingo Line de Guatemala S.A.
73 Ecu-Line Hong Kong Ltd.
74 Ecu International Far East Ltd.
75 Contech Transport Services (Pvt) Limited
76 PT EKA Consol Utama Line
77 Ecu-Line Italia srl.
78 Eurocentre Milan srl.
79 Ecu-Line Côte d'Ivoire Sarl
80 Jordan Gulf for Freight Services Agencies Co.LLC
81 Ecu-Line Malta Ltd.
82 CELM Logistics SA de CV
83 Ecu Logistics de Mexico SA de CV
84 Ecu-Line Maroc S.A.
85 Ecu-Line Rotterdam BV
86 Rotterdam Freight Station BV
87 Ecu-Line de Panama SA
88 Ecu-Line Paraguay SA
89 Ecu-Line Philippines Inc.
90 Eculine Worldwide Logistics Co. Ltd. (Incorporated on 28 January 2016)
91 Ecu Worldwide (Uganda) (Incorporated on 15 December 2015)
92 Ecu-Line Zimbabwe (Pvt) Ltd.
93 Ecu-Line Peru SA
94 Ecu-Line Saudi Arabia LLC
95 Ecu-Line Japan Ltd.

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

A Name of related parties (Continued):

i) Related parties where control exists - Subsidiaries (direct and indirect) (Continued)

96 S.H.E. Maritime Services Ltd.
97 Ecu-Line Australia Pty Ltd.
98 Ecu-Line NZ Ltd.
99 Ecu-Line (Thailand) Co. Ltd.
100 Ecu-Line Mediterranean Ltd.
101 China Consolidation Services Ltd.
102 Ecu-Line Switzerland GmbH
103 Ecu-Line Canada Inc
104 Cargo Freight Stations, SA
105 Ocean House Ltd.
106 Ecu-Line de Colombia S.A.S
107 Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)
108 European Customs Broker N.V.
109 Ecu-Line Vietnam Co.Ltd
110 Econocaribe Consolidators, Inc
111 OTI cargo Inc
112 Port International Inc
113 Econoline Storage Corp
114 ECI Customs Brokerage, Inc
115 Integrity Enterprises Pty Ltd
116 PRISM Global, LLC
117 FCL Marine Agencies B.V.
118 PRISM Global Ltd.
119 FMA-LINE France S.A.S.
120 Conecli International S.A

ii) Other related parties

I. Associates (direct and indirect)

Direct Associate –

Allcargo Logistics Lanka (Private) Limited (w.e.f 02 March 2015)

Indirect Associate -

Gantoni General Enterprises Ltd.
FCL Marine Agencies Gmbh (Hamburg) (w.e.f 03 September 2014)
FCL Marine Agencies Gmbh (Bermen) (w.e.f 03 September 2014)
INEGA N.V.
FCL Marine Agencies Belgium bvba (w.e.f 19 March 2014)
OVCL Vietnam

II. Joint Ventures (direct and indirect)

Direct Joint Venture -

Transnepal Freight Services Private Limited

Indirect Joint Venture -

Fasder S.A.(w.e.f 05 August 2014)
Ecu Logistics Peru SAC (w.e.f 29 December 2014)

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

III. Entities over which key managerial personnel or their relative's exercises significant influence:

Allcargo Movers (Bombay) Private Limited (upto 14 December 2015)
Allcargo Movers (Bombay) LLP (w.e.f 15 December 2015)
Allcargo Shipping Services Private Limited
Allnet Infotech Private Limited
Avadh Marketing LLP
Avash Builders And Infrastructure Private Limited
Contech Estate LLP
N.R. Holdings Private Limited
Sealand Crane Private Limited
Talentos (India) Private Limited
Transindia Freight Private Limited
Transindia Freight Services Private Limited
Poorn Buildcon Pvt. Ltd (upto 15 November 2015)
Poorn Buildcon LLP (w.e.f 16 November 2015)
Panna Estates LLP
Avvashya Foundation Trust

IV. Key Managerial Personnel

Shashi Kiran Shetty
Umesh Shetty (till 6 November 2014)
Adarsh Hegde

V. Relatives of Key Management Personnel

Arathi Shetty
Umesh Shetty (from 7 November 2014)

35. Related party disclosures (Continued)

B. Transactions with Related Party during the period 01 April 2015 to 31 March 2016

(₹ in Lakhs)

Sr. No.	Nature of Transaction	Subsidiaries		Associates		Joint Venture		Entities over which key managerial personnel or their relatives exercises significant Influence		Key Managerial Personnel and their Relative		Total	
		31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15
1	Multimodal Transport Income	**7,243**	6,672	**5**	-	**50**	-	**-**	-	**-**	-	**7,298**	6,672
2	Project & Engineering Solutions Income	**1,349**	1,274	**-**	-	**-**	-	**-**	-	**-**	-	**1,349**	1,274
3	Container Freight Station income	**667**	663	**-**	-	**-**	-	**-**	-	**-**	-	**667**	663
4	Contract Logistics income	**177**	156	**-**	-	**-**	-	**-**	-	**-**	-	**177**	156
5	Management fees received	**-**	89	**-**	-	**-**	-	**-**	-	**-**	-	**-**	89
6	Business Support charges received	**973**	835	**-**	-	**-**	-	**-**	-	**-**	-	**973**	835
7	Corporate Guarantee Fees	**287**	742	**-**	-	**-**	-	**-**	-	**-**	-	**287**	742
8	a.Interest received or accrued on loan	**821**	949	**-**	-	**-**	-	**-**	-	**-**	-	**821**	949
	b.Interest received or accrued on advances	**5**	9	**-**	-	**-**	-	**-**	-	**-**	-	**5**	9
9	Multimodal Transport Operation expenses	**8,195**	7,803	**5**	-	**1**	-	**-**	-	**-**	-	**8,201**	7,803
10	Project & Engineering Solutions Expense	**3,658**	3,488	**-**	-	**-**	-	**-**	-	**-**	-	**3,658**	3,488
11	Container Freight Station expenses	**1,811**	1,603	**-**	-	**-**	-	**-**	-	**-**	-	**1,811**	1,603
12	Contract Logistics Expenses	**3**	3	**-**	-	**-**	-	**-**	-	**-**	-	**3**	3
13	Remuneration to Directors	**-**	-	**-**	-	**-**	-	**-**	-	**531**	652	**531**	652
14	Remuneration to relatives of Key managerial personnel	**-**	-	**-**	-	**-**	-	**-**	-	**219**	87	**219**	87
15	Commission to Directors	**-**	-	**-**	-	**-**	-	**-**	-	**525**	362	**525**	362
16	Sitting fees to Directors	**-**	-	**-**	-	**-**	-	**-**	-	**1**	1	**1**	1
17	Rent Paid	**39**	39	**-**	-	**-**	-	**585**	585	**9**	9	**633**	633
18	Dividend paid	**-**	-	**-**	-	**-**	-	**-**	-	**3,709**	1,833	**3,709**	1,833
19	Dividend Income	**1,344**	-	**-**	-	**-**	-	**-**	-	**-**	-	**1,344**	-

35. Related party disclosures (Continued)

B. Transactions with Related Party during the period 01 April 2015 to 31 March 2016 (Continued):

(₹ in Lakhs)

Sr. No.	Nature of Transaction	Subsidiaries		Associates		Joint Venture		Entities over which key managerial personnel or their relatives exercises significant Influence		Key Managerial Personnel and their Relative		Total	
		31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15	31 March 16	31 March 15
20(a)	Loans given	**911**	10,630	**-**	-	**-**	-	**-**	-	**-**	-	**911**	10,630
20(b)	Closing Balance of Loans	**7,083**	9,425	**-**	-	**-**	-	**-**	-	**-**	-	**7,083**	9,425
21(a)	Advances given	**555**	455	**-**	-	**-**	-	**-**	-	**-**	-	**555**	455
21(b)	Closing Balance of Advances	**627**	105	**-**	-	**-**	-	**-**	-	**-**	-	**627**	105
22	Closing Balance of Interest receivable on Loan	**88**	56	**-**	-	**-**	-	**-**	-	**-**	-	**88**	56
23	Closing Balance of Interest Receivable on Advances	**-**	8	**-**	-	**-**	-	**-**	-	**-**	-	**-**	8
24	**Deposits**												
	Deposits given	**-**	-	**-**	-	**-**	-	**-**	5	**-**	4	**-**	9
	Deposits closing balance	**-**	-	**-**	-	**-**	-	**585**	585	**9**	9	**594**	594
25	Additional Investments in Equity shares	**5**	2,247	**-**	-	**-**	-	**-**	-	**-**	-	**5**	2,247
26	Redemption of Preference shares	**-**	782	**-**	-	**-**	-	**-**	-	**-**		**-**	782
27	Additional Investments in Preference shares	**81**	1,377	**-**	-	**-**	-	**-**	-	**-**	-	**81**	1,377
28	Corporate guarantee outstanding	**33,099**	24,223	**-**	-	**-**	-	**-**	-	**-**	-	**33,099**	24,223
29	**Outstanding Receivable**												
	Trade receivables	**2,166**	1,704	**(1)**	-	**5**	-	**-**	-	**-**	-	**2,170**	1,704
30	**Outstanding Payable**												
	a.Trade payables	**1,328**	972	**-**	-	**-**	-	**-**	-	**-**	-	**1,328**	972
	b.Directors commission payable	**-**	-	**-**	-	**-**	-	**-**	-	**525**	362	**525**	362
31	Purchase of Fixed assets	**128**	-	**-**	-	**-**	-	**-**	-	**-**	-	**128**	-
32	Expenditure towards CSR/Donation	**-**	-	**-**	-	**-**	-	**236**	162	**-**	-	**236**	162
33	Letters of undertaking to provide need based unconditional financial support to its subsidiaries												

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

35. Related party disclosures (Continued)

C. Details of material related party transactions which are more than 10% of the total transactions of the same nature during the year ended 31 March 2016:-

(₹ in Lakhs)

	Related Party Transactions Summary	31 March 2016	31 March 2015
1	**Multimodal Transport Income**		
	Econocaribe Consolidators, Inc.	**1,091**	885
	Ecu line Germany GMBH	**548**	810
2	**Project and Engineering Solution Income**		
	South Asia Terminals Private Limited	**841**	850
	Transindia Logistic Park Private Limited	**235**	140
3	**Container Freight Station income**		
	Hindustan Cargo Limited	**575**	442
	Transindia Logistic Park Private Limited	**89**	220
4	**Contract Logistics income**		
	Hindustan Cargo Limited	**177**	156
5	**Management fees received**		
	Ecu International N.V.	**-**	89
6	**Dividend Income**		
	Allcargo Belgium N.V.	**1,344**	-
7	**Business Support charges received**		
	Prism Global Limited	**864**	835
8	**Corporate Guarantee Fees**		
	Allcargo Belgium N.V.	**269**	660
	ECU hold N.V.	**18**	82
9(a)	**Interest received on Loan**		
	Transindia Logistic Park Private Limited	**676**	756
9(b)	**Interest received on Advances**		
	AGL Warehousing Private Limited	**4**	4
	Allcargo Shipping Co.Private Limited	**1**	1
	Allcargo Logistics Park Private Limited	**-**	2
10	**Multimodal Transport Operation expenses**		
	Econocaribe Consolidators, Inc.	**1,160**	1,148
	Ecu line Singapore Pte, ltd	**753**	939
	Ecu line Germany GMBH	**694**	835
11	**Project & Engineering Solutions Expense**		
	Hindustan Cargo Limited	**2,397**	3,117
	Allcargo Shipping Co. Private Limited	**640**	96
12	**Container Freight Station expenses**		
	South Asia Terminals Private Limited	**1,729**	1,478
13	**Contract Logistics Expenses**		
	Hindustan Cargo Limited	**3**	3
14(a)	**Remuneration to Directors**		
	Mr. Shashi Kiran Shetty	**331**	326
	Mr. Umesh Shetty	**-**	120
	Mr. Adarsh Hegde	**200**	207
14(b)	**Remuneration to relatives of Key Managerial Personnel**		
	Mr. Umesh Shetty	**219**	87
14(c)	**Commission to Directors**		
	Mr. Shashi Kiran Shetty	**300**	179
	Mr. Umesh Shetty	**-**	51
	Mr. Adarsh Hegde	**200**	132
14(d)	**Sitting fees to Directors**		
	Mrs Aarthi Shetty	**1**	1

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

35. Related party disclosures (Continued)

Details of material related party transactions which are more than 10% of the total transactions of the same nature during the year ended 31 March 2016:-

(₹ in Lakhs)

	Related Party Transactions Summary	31 March 2016	31 March 2015
15	**Rent paid**		
	Avash Builders And Infrastructure Private Limited	175	175
	Sealand Crane Private Limited	91	91
	Allnet Infotech Private Limited	84	84
	Talentos (India) Private Limited	170	170
16	**Dividend paid**		
	Mr. Shashi Kiran Shetty	3,427	1,714
17 (a)	**Loans given**		
	Transindia Logistic Park Private Limited	100	6,991
	Hindustan Cargo Limited	515	390
	Contech Transport Services Private Limited	-	1,500
	Asia Line Limited	117	1,405
	Allcargo Shipping Co.Private Limited	100	52
17 (b)	**Closing balance of Loans**		
	Transindia Logistic Park Private Limited	6,040	7,015
	South Asia Terminals Private Limited	846	846
	Asia Line Limited	-	1,405
18(a)	**Advances given**		
	Prism Global Limited	300	196
	Allcargo Shipping Co.Private Limited	102	111
	Transindia Logistic Park Private Limited	27	62
18(b)	**Closing balance of Advances**		
	Prism Global Limited	210	65
	Allcargo Belgium N.V.	32	-
	AGL Warehousing Private Limited	20	35
19	**Interest receivable on Loan closing balance**		
	South Asia Terminals Private Limited	67	22
	Asia Line Limited	-	23
	AGL Warehousing Private Limited	15	8
20	**Interest receivable on Advances closing balance**		
	AGL Warehousing Private Limited	-	8
21(a)	**Deposit given**		
	Mr. Adarsh Hegde	-	4
	Panna Estates LLP	-	5
21(b)	**Deposits receivable Closing balance**		
	Avash Builders And Infrastructure Private Limited	175	175
	Talentos (India) Private Limited	170	170
	Sealand Crane Private Limited	91	91
	Allnet Infotech Private Limited	84	84

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

35. Related party disclosures (Continued)

Details of material related party transactions which are more than 10% of the total transactions of the same nature during the year ended 31 March 2016:-

(₹ in Lakhs)

	Related Party Transactions Summary	31 March 2016	31 March 2015
22	**Additional Investment in Equity shares**		
	Transindia Logistic Park Private Limited	**-**	2,222
	Acex Logistics Limited	**5**	-
23(a)	**Redemption-preference shares**		
	Hindustan Cargo Limited	**-**	782
23(b)	**Additional Investments in Preference shares**		
	Transindia Logistic Park Private Limited	**-**	1,328
	Contech Transport Services Private Limited	**81**	-
24	**Corporate guarantee given**		
	Allcargo Belgium NV	**24,131**	18,323
	Allcargo Logistic Park Private Limited	**1,411**	3,200
	Allcargo Shipping Co. Private Limited	**5,200**	-
25	**Trade receivable**		
	Prism Global Limited	**589**	238
	Contech Transport Services Private Limited	**152**	183
	Allcargo Belgium N.V.	**81**	296
	Ecu International N.V.	**184**	211
	South Asia Terminals Private Limited	**171**	178
26(a)	**Trade payables**		
	Ecu International Far East Limited	**162**	141
	Econocaribe Consolidators Inc.	**156**	140
	South Asia Terminals Private Limited	**303**	170
26(b)	**Directors commission payable**		
	Mr. Shashi Kiran Shetty	**300**	179
	Mr. Umesh Shetty	**-**	51
	Mr. Adarsh Hegde	**200**	132
27	**Purchase of fixed assets**		
	Hindustan Cargo Limited	**128**	-
28	**Expenditure towards CSR/Donation**		
	Avvashya foundation	**236**	162
29	**Letters of undertaking to provide need based unconditional financial support to its following subsidiaries**		
	South Asia Terminals Private Limited		
	Combiline Indian Agencies Private Limited		
	Ecu Line (India) Private Limited		

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

35 D. Loans and advances in the nature of loans given to subsidiaries etc as per clause 32 of the listing agreement.

Loans and Advances in the nature of loans to subsidiary Companies: (₹ in Lakhs)

	Name of the Company	Balance as at		Maximum outstanding during the year	
		31 March 2016	31 March 2015	31 March 2016	31 March 2015
1	Allcargo Logistics Park Private Limited*	-	49	49	280
2	Transindia Logistic Park Private Limited*	6,040	7,015	7,015	8,523
3	South Asia Terminals Private Limited.*	846	846	846	846
4	AGL Warehousing Pvt Ltd*	67	57	67	62
5	Comptech Solutions Pvt Ltd*	-	41	41	78
6	Combiline India Agencies Pvt Ltd*	12	12	12	12
7	Allcargo Shipping Co.Private Limited	-	-	-	52
8	Asia Line Limited	-	1,405	1,489	1,406
9	Contech Transport Services Private Limited	-	-	-	1,500
10	Hindustan Cargo Limited	50	-	390	200
11	Allcargo Logistics LLC	68	-	68	-

Note: * indicates that in these companies, one or more director is a director or member and there is no repayment schedule.

36 (a). Earnings in foreign currency

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Revenue from export operations		
- Multi-modal transport operations	10,192	8,725
- Project and engineering solutions	1,130	1,047
Other income		
- Business support charges	973	835
- Management Fees	-	89
-Corporate guarantee fees	287	742
-Dividend income	1,344	-
	13,926	11,438

36 (b). Expenditure in foreign currency

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Professional and consultation fees	-	35
Others:		
a) Operating expenses		
Multi-modal transport operations	13,420	12,547
Project & Engineering Solutions	3,376	4,235
b) Business promotion expenses	13	45
c) Membership and subscription	3	25
d) Travel expenses	246	159
e) Other expenses	73	17
	17,131	17,063

36 (c). Value of Imports on CIF basis

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Capital goods	454	-
Stores and spare parts	204	161
	658	161

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

36 (d). Details of imported and indigenous stores and spare parts consumed during the financial year

(₹ in Lakhs)

Particulars	31 March 2016		31 March 2015	
	Value	% of total consumption	Value	% of total consumption
Imported	**160**	**9**	142	8
Indigenous	**1,622**	**91**	1,689	92
	1,782	**100**	1,831	100

36 (e). Dividend remittances in foreign currency:

The Company has not remitted any amount in foreign currencies on account of dividends during the year and does not have information as to the extent to which remittances, if any, in foreign currencies on account of dividends have been made by / on behalf of non-resident shareholders. The particulars of dividends paid to non-resident shareholders which were declared during the year, are as under:

(₹ in Lakhs)

Particulars	31 March 2016	31 March 2015
Final Dividend:		
Year ended to which the dividend related	**31 March 2015**	31 March 2014
Number of non-resident shareholders	**438**	164
Number of Equity shares held by them	**32,107,552**	33,435,936
Gross amount of dividend (₹)	**450**	502
Interim Dividend -1:		
Year ended to which the dividend related	**31 March 2016**	31 March 2015
Number of non-resident shareholders	**446**	160
Number of Equity shares held by them	**31,931,368**	33,304,012
Gross amount of dividend (₹)	**319**	200
Interim Dividend -2:		
Year ended to which the dividend related	**31 March 2016**	31 March 2015
Number of non-resident shareholders	**607**	-
Number of Equity shares held by them	**641,76,746**	-
Gross amount of dividend (₹)	**642**	-

37. Investment in joint ventures

The Company's interest in joint ventures is accounted, in accordance with the principles and procedures set out in AS – 27, 'Financial Reporting of Interests in Joint Ventures' specified in the Companies (Accounting Standards) Rules, 2006, which continue to apply under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

Sr. No.	Joint Venture	Location	Principal Activities	Ownership Interest
1	Transnepal Freight Services Private Limited	Nepal	Container Freight Stations	50%
2	Fasder S.A.	Uruguay	Multimodal transport operations	50%
3	Ecu Logistics Peru SAC	Peru	Multimodal transport operations	50%

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

The interest in the joint ventures are reported as long-term investments (refer note 14) and stated at cost. However, the Company's share of each of the assets, liabilities, income and expenses etc. related to its interest in the joint ventures, based on unaudited financial statement is:

(₹ in Lakhs)

Particulars		31 March 2016	31 March 2015
I.	**ASSETS**		
	Fixed assets	**113**	107
	Investments	**-**	4
	Current assets, loans and advances		
	a) Current investments	**13**	3
	b) Inventories	**-**	2
	c) Cash and bank balances	**235**	71
	d) loans and advances	**488**	4
	e) Trade receivables	**-**	247
II.	**LIABILITIES**		
	Share capital (including bonus issue)	**55**	55
	Reserves & surplus	**392**	147
	Current liabilities		
	a) Short-term borrowings	**-**	9
	b) Trade payables	**3**	7
	c) Provisions	**-**	43
	d) Other Current liabilities	**399**	177
III.	**INCOME**		
	Operating revenue	**3,780**	633
	Other income	**1**	-
IV.	**EXPENSES**		
	Operating expenses	**2,433**	315
	Employee benefit expenses	**591**	129
	Admin and other expenses	**374**	77
	Depreciation	**8**	8
	Provision for taxation (including deferred taxation and Provision for tax for earlier years written back, net)	**104**	37

38. Transfer pricing

International and Specified domestic transactions with related parties

The Company's international and specified domestic transactions with related parties are at arm's length as per the independent accountants report for the year ended 31 March 2015. Management believes that the Company's international and specified domestic transactions with related parties post 31 March 2015 continue to be at arm's length and that the transfer pricing legislation will not have any impact on these financial statements, particularly on amount of tax expense and that of provision for taxation.

39. Derivative instruments

The Company uses derivative and forward contracts to hedge its risks associated with foreign currency fluctuations. Such transactions are governed by the strategy approved by the Board of Directors which provides principles on the use of these instruments consistent with the Company's Risk Management Policy. The Company does not use these contracts for trading or speculative purposes. The Company has marked to market the derivative contracts outstanding as at 31 March 2016 which has resulted in a net gain to the Company. The Company has not recognised the resulted gain of ₹ Nil (previous year: ₹ 94 lakhs), on prudent basis which is notional in nature.

The Company uses derivative financial instruments such as forward exchange contracts, swaps and options to hedge its risks associated with foreign currency and interest rate fluctuations on buyer's credit. Accounting policy for the same is based on AS 1 Disclosure of Accounting Policies read with AS 11 The Effects of Changes in Foreign Exchange Rates.

(₹ in Lakhs)

Nature of derivative contract	Nature of underlying exposures	31 March 2016 Amount in USD	31 March 2016 Amount in Indian ₹	31 March 2015 Amount in USD	31 March 2015 Amount in Indian ₹
Foreign exchange forward contracts	Principle and Interest Rate Currency Swaps (to hedge buyers credit)	**13.88**	**777**	13.88	777

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

Unhedged foreign currency exposures

The foreign currency exposure not covered by forward contracts / other derivative contracts as on 31 March 2016 and 31 March 2015 is given below:

(₹ in lakhs)

31 March 2016			31 March 2015		
Currency	**Foreign currency in lakhs**	**₹ in lakhs**	Currency	Foreign currency in lakhs	₹ in lakhs
Trade and other creditors					
USD	**37.68**	**2,499**	USD	28.17	1,763
EUR	**0.93**	**70**	EUR	0.48	32
GBP	**0.03**	**2**	GBP	0.02	1
SEK	**0.17**	**1**	SEK	0.13	1
DKK	**-**	**-**	DKK	0.09	1
SGD	**-**	**-**	SGD	0.02	1
CAD	**-**	**-**	CAD	-	-
		2,572			1,799
Trade Receivables					
USD	**19.91**	**1,321**	USD	14.60	914
EUR	**9.67**	**726**	EUR	7.37	498
		2,047			1,412
Advance to suppliers					
USD	**-**	**-**	USD	0.09	6
EUR	**0.25**	**19**	EUR	-	-
Advance from customers					
USD	**-**	**-**	USD	0.32	20

40. Disclosure under section 186 of the Companies Act 2013

The operations of the Company are classified as 'infrastructure facilities' as defined under Schedule VI to the Act. Accordingly, the disclosure requirements specified in sub-section 4 of Section 186 of the Act in respect of loans given, investment made or guarantee given or security provided and the related disclosures on purposes/ utilization by recipient companies, are not applicable to the Company.

41. Corporate social responsibility

As per Section 135 of the Act, a CSR committee has been formed by the Company. The funds are utilised throughout the year on the activities which are specified in Schedule VII of the Act. The utilisation is done either by way of direct contribution towards various activities or by way of contribution to a trust – Avvashya Foundation.

(a) Gross amount required to be spent by the Company during the year: ₹ 238 Lakhs (previous year: ₹ 310 lakhs)

(b) The areas of CSR activities and contributions made thereto are as follows:

Amount spent during the year on ;		**In cash**	**Yet to be paid in cash**	**Total**
1)	Construction / Acquisition of any assets	-	-	-
2)	For purposes other than (1) above:			
	- Promoting and preventive health care	152	-	152
		(138)	(6)	(144)
	- Promoting education including special education and employment enhancing vocational fees	390	-	390
		(99)	(12)	(111)
	- Others	118	-	118
		(72)	(10)	(82)
Total		660	-	660
		(309)	(28)	(337)

NOTES TO FINANCIAL STATEMENTS

for the year ended 31 March 2016

(c) Includes a sum of ₹ 236 Lakhs (Previous year ₹ 162 Lakhs) as contribution to a trust Avvashya Foundation, (where Key managerial personnel and relatives are able to exercise significant influence) (refer note 35).

(d) Movement in provision during the year 2015-2016:

(₹ **in Lakhs)**

Particulars	**31 March 2016**	31 March 2015
Opening provision	**28**	-
Additions during the year	**-**	28
Utilised during the year	**28**	-
Closing provisions	**-**	28

42. Proposed slump sale

The Board of Directors has given its in-principal approval for acquisition of Container Freight Station (CFS) business of Transindia Logistic Park Pvt. Ltd., a wholly owned subsidiary of the Company, through slump sale subject to determination of valuation by an independent valuer and receipt of requisite statutory and regulatory approvals.

43.

The Board at its meeting held on 20 May, 2016 granted its approval to sale and transfer its Contract Logistics Business to Avvashya CCI Logistics Private Limited (ACCI) (formerly known as CCI Integrated Logistics Private Limited) as a going concern on a slump sale basis for a total consideration of ₹ 1,962 Lakhs. The sales consideration shall be discharged by ACCI by issue of further equity shares resulting to 6.63% of the expanded capital. In order to gain controlling stake of ACCI, the Board of Directors further approved acquisition of additional 43.93% stake from the Promoter Shareholders of ACCI for an aggregate consideration of ₹ 130 Crore.

44. Prior year comparatives

Previous year's figure has been regrouped where necessary to this year's classification.

As per our report of even date attached.

As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of
Allcargo Logistics Limited

Report on the Consolidated Financial Statements

We S.R. Batliboi and Associates LLP ('SRB') and Appan & Lokhandwala Associates ('ALA') have audited the accompanying consolidated financial statements of Allcargo Logistics Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associates and joint controlled entities, comprising of the consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms with the requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph (a) of the Other Matters below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

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

INDEPENDENT AUDITORS' REPORT (Continued)

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, we report, to the extent applicable, that:

(a) We / the other auditors whose reports we have relied upon 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 aforesaid consolidated financial statements;

(b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The consolidated Balance Sheet, consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the auditors who are appointed under Section 139 of the Act, of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group's companies, its associates and jointly controlled companies incorporated in India are disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting of the Holding Company and its subsidiary companies, associate companies and jointly controlled companies incorporated in India, refer to our separate report in "Annexure 1" to this report; and

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

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associates and jointly controlled entities – Refer Note 32 to the consolidated financial statements;

ii. The Group, its associates and jointly controlled entities did not have any material foreseeable losses in long-term contracts including derivative contracts; and

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and jointly controlled companies incorporated in India.

Other Matters

(a) The accompanying consolidated financial statements include total assets of ₹ 190,120 lakhs as at March 31, 2016, and income from operations and net cash outflows of ₹ 439,556 lakhs and ₹ 189 lakhs, respectively for the year ended on that date, in respect of one hundred and nine subsidiaries and two joint ventures, which have been audited by other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated financial statements also include the Company's share of net profit of ₹ 288 lakhs for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of four associates, whose financial statements and other financial information have been audited by other auditors and whose reports have been furnished to us.Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associates, is based solely on the reports of such other auditors.

(b) The accompanying consolidated financial statements include total assets of ₹ 40,903 lakhs as at March 31, 2016, and income from operations and net cash inflows of ₹ 18,981 lakhs and ₹ 1,393 lakhs, respectively for the year ended on that date, in respect of ten subsidiaries, whose have been audited by ALA, one of the joint auditors, whose financial statements, other financial information and auditor's report has been furnished to SRB.

INDEPENDENT AUDITORS' REPORT (Continued)

(c) The accompanying consolidated financial statements include total assets of ₹ 507 lakhs as at March 31, 2016, and income from operations and net cash inflows of ₹ 447 lakhs and ₹ 58 lakhs for the year ended on that date, in respect of one subsidiary and one jointly controlled entity, which have not been audited, whose unaudited financial statements and other unaudited financial information have been furnished to us. The consolidated financial statements also include the Company's share of net profit of ₹ 100 lakhs for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of three associates, whose financial statements, other financial information have not been audited and whose unaudited financial statements, other unaudited financial information have been furnished to us by the Management. Our opinion, in so far as it relates amounts and disclosures included in respect of these subsidiary, jointly controlled entity and associates, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary and jointly controlled entity, is based solely on such unaudited financial statement and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.

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

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration No. 101049W/E300004

per Kalpesh Jain
Partner
Membership No. 106406

Mumbai
May 20, 2016

For Appan & Lokhandwala Associates
Chartered Accountants
ICAI Firm Registration No. 117040W

per M. Subramanian
Partner
Membership No. 111106

Mumbai
May 20, 2016

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF ALLCARGO LOGISTICS LIMTED

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

In conjunction with our audit of the consolidated financial statements of Allcargo Logistics Limited as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of Allcargo Logistics Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF ALLCARGO LOGISTICS LIMTED (Continued)

subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company, insofar as it relates to the four subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary, associate and jointly controlled companies incorporated in India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration No. 101049W/E300004

per Kalpesh Jain
Partner
Membership No. 106406

Mumbai
May 20, 2016

For Appan & Lokhandwala Associates
Chartered Accountants
ICAI Firm Registration No. 117040W

per M. Subramanian
Partner
Membership No. 111106

Mumbai
May 20, 2016

CONSOLIDATED BALANCE SHEET

as at 31 March, 2016

(₹ in lakhs)

Particulars	Notes	31 March 2016	31 March 2015
Equity and Liabilities			
Shareholders' funds			
Share capital	5	**5,045**	2,524
Reserves and surplus	6	**215,589**	188,255
		220,634	190,779
Minority interest		**2,277**	2,206
Non-current liabilities			
Long-term borrowings	7	**26,167**	35,814
Deferred tax liability (net)	8	**11,649**	11,320
Other long-term liabilities	9	**76**	2,408
Long-term provisions	10	**51**	47
		37,943	49,589
Current liabilities			
Short-term borrowings	11	**9,636**	11,676
Trade payables	12	**59,904**	57,127
Other current liabilities	13	**31,856**	24,935
Short-term provisions	10	**6,083**	8,673
		107,479	102,411
TOTAL		**368,333**	344,985
Assets			
Non-current assets			
Fixed assets			
Tangible assets	14	**118,861**	119,658
Intangible assets	15	**3,100**	3,367
Capital work-in-progress		**1,576**	1,363
Intangible fixed assets under development		**3,629**	1,660
Goodwill on consolidation		**90,489**	83,138
Non-current investments	16	**7,896**	7,030
Deferred tax assets (net)	8	**711**	315
Long-term loans and advances	17	**26,553**	24,831
Other non-current assets	18	**503**	189
		253,318	241,550
Current assets			
Current investments	19	**6,761**	1,907
Inventories	20	**1,121**	1,167
Trade receivables	21	**66,693**	64,756
Cash and bank balances	22	**20,688**	17,374
Short-term loans and advances	23	**12,119**	10,998
Other current assets	18	**7,633**	7,233
		115,015	103,435
TOTAL		**368,333**	344,985
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

CONSOLIDATED STATEMENT OF PROFIT & LOSS

for the year ended 31 March 2016

(₹ in Lakhs, except EPS)

Particulars	Notes	31 March 2016	31 March 2015
Income			
Revenue from operations			
Sale of services	24	**567,561**	561,801
Other operating revenues	24	**1,233**	1,079
		568,794	562,880
Other income	25	**2,630**	5,261
Total revenue		**571,424**	568,141
Expenses			
Cost of services rendered	26	**381,236**	393,805
Employee benefits expense	27	**92,560**	85,656
Finance costs	28	**4,249**	5,347
Depreciation and amortisation	29	**15,286**	15,737
Other expenses	30	**42,796**	35,882
Total expenses		**536,127**	536,427
Profit before tax		**35,297**	31,714
Tax expenses:			
Current tax (net of reversal of earlier years)		**7,970**	6,681
Deferred tax (credit) / charge		**(67)**	705
Less: MAT credit entitlement (net of adjustments of earlier years)		**(905)**	(390)
Total tax expense		**6,998**	6,996
Profit after tax but before profit from associates		**28,299**	24,718
Add : Profit from associates		**389**	194
Profit for the year		**28,688**	24,912
Allocation for the year			
Equity Holders of the parent		**27,826**	23,989
Minority Interest		**862**	923
Earnings per equity share (nominal value of ₹ 2 each) (previous year: ₹ 2 each)			
Basic and diluted	31	**11.04**	9.52
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 March 2016

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
A.	**Cash flow from operating activities**		
	Profits before taxation, share of profit / loss of associates and minority interest	**35,297**	31,714
	Adjustment for:		
	Depreciation and amortisation	**15,286**	15,737
	Gain on cancellation / settlement of derivatives	**-**	(2,219)
	Provision for doubtful debts (net)	**840**	1,163
	Provision for doubtful advances	**5**	-
	Bad debts / advances written off	**281**	357
	Liability no longer required written back	**(162)**	(228)
	Sundry balances written back	**(96)**	(57)
	Finance costs	**4,249**	5,347
	Interest income	**(158)**	(424)
	Dividend income	**-**	(57)
	Profit on sale of fixed assets	**(1,114)**	(2)
	Rental income	**(352)**	(471)
	Profit on sale of investments (net)	**(366)**	(619)
	Profit on sale of trade investments (net)	**-**	(3)
	Unrealised foreign exchange (gain) (net)	**(790)**	(3,638)
	Operating profit before working capital changes	**52,920**	46,600
	Adjustment for:		
	Decrease / (increase) in trade receivables	**2,122**	(15,985)
	Decrease / (increase) in loans and advances (including short-term and long-term)	**181**	(330)
	Decrease / (increase) in inventories	**45**	(26)
	(Increase) in unbilled revenue	**(366)**	(2,607)
	(Decrease) / increase in liabilities (including current and non - current)	**(732)**	19,006
	(Decrease) in provisions	**(386)**	(258)
	Cash generated from operating activities	**53,784**	46,400
	Direct taxes paid (net of refunds)	**(8,941)**	(4,777)
	Net cash flow generated from operating activities (A)	**44,843**	41,623
B.	**Cash flow from investing activities**		
	Purchase of fixed assets	**(16,478)**	(4,737)
	Proceeds from sale of fixed assets	**2,338**	320
	Proceeds from sale of current investments	**39,304**	45,204
	Purchase of current investments	**(43,790)**	(33,030)
	Proceeds from sale of trade investments	**-**	3
	Purchase of additional stake in subsidiaries from Minority	**(92)**	(5,234)
	Investment in equity shares of associates	**(516)**	(1,318)
	Dividend received from associates	**137**	-
	Rent received	**352**	471
	Bank deposits (placed) / matured (having original maturity of more than three months) (net)	**(764)**	(388)
	Dividend received	**-**	57
	Purchase consideration paid	**(2,700)**	(806)
	Interest income received	**80**	424
	Net cash flows (used in) / generated from investing activities (B)	**(22,129)**	966

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 March 2016

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
C.	**Cash flow from financing activities**		
	Proceeds from long-term borrowings	**26,726**	18,990
	Repayment of long-term borrowings	**(33,635)**	(54,796)
	Proceeds from short-term borrowings	**22,188**	4,767
	Repayment of short-term borrowings	**(23,266)**	(2,500)
	Bank Overdraft (repaid) / taken (net)	**(1,034)**	1,310
	Payment of dividends to Minority	**(743)**	(1,234)
	Bills of exchange (repaid) (net)	**(910)**	410
	Finance costs	**(4,751)**	(5,498)
	Dividend and dividend distribution tax paid	**(6,394)**	(3,097)
	Gains on realisation / settlement of derivatives	**-**	2,219
	Net cash flow (used in) financing activities (C)	**(21,819)**	(39,429)
	Net increase in cash and cash equivalent (A+B+C)	**895**	3,160
	Opening Balance of Cash and Cash equivalents (refer note below)	**16,594**	15,964
	Add / (Less): Exchange Difference on Translation of Foreign Currency Cash and cash Equivalents	**1,655**	(2,552)
	Add: Cash balance of acquired on acquisition of Subsidiary / Joint ventures	**-**	41
	Less: Cash balance of subsidiaries disposed off	**-**	(20)
	Closing balance of Cash and Cash equivalents (refer note below)	**19,144**	16,594
		895	3,160
Note:			
	Cash and cash equivalents at year end comprises:		
	Cash on hand	**315**	261
	Balances with banks		
	- On current accounts	**18,822**	16,307
	- Deposits with original maturity of less than three months	**-**	9
	- On exchange earners foreign currency	**-**	15
	- On unpaid dividend account*	**7**	2
		19,144	16,594
	*The Group can utilise these balances only towards settlement of unclaimed dividends.		

The accompanying notes are an integral part of the financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

1 GROUP OVERVIEW

Allcargo Logistics Limited (the 'holding Company'), and its subsidiaries, associates, jointly controlled entities (collectively referred to as 'Group'), is a leading multinational group engaged in providing integrated logistics solutions and offers specialised logistics services across Multimodal Transport Operations, Inland Container Depot, Container Freight Station Operations, Contract Logistics Operations and Project and Engineering Solutions. The holding Company is listed on Bombay Stock Exchange and National Stock Exchange of India.

2 PRINCIPLES OF CONSOLIDATION

The Consolidated Financial Statements ('CFS') is prepared on the following basis:

a. The financial statements of the holding Company together with audited / unaudited financials statements of its subsidiaries, associates and jointly controlled entities are combined on a line-by-line basis by adding together the like items of assets, liabilities, income and expenses. The subsidiaries are consolidated from acquisition date till the date they cease to become a subsidiary. The intra group balances and intra group transactions and unrealised profits or losses have been fully eliminated unless cost cannot be recovered. The financial statements are presented in Indian rupees rounded off to the nearest lakhs.

b. In translating the financial statements of non-integral operation for incorporation in the CFS, the assets and liabilities, both monetary and non-monetary, are translated at the closing exchange rate; income and expense items are translated using the average exchange rates prevailing during the reporting period. All resulting exchange differences are accumulated in foreign currency translation reserve until the disposal of the net investment.

c. On the disposal / closure of a non-integral operation, the cumulative amount of the exchange differences which has been deferred and relates to that operation are recognised as income or expense in the same period in which gain / loss on disposal of the operation is recognised.

d. Investments in subsidiaries are eliminated and differences between the costs of investment over the net assets on the date of investments are recognised as goodwill or capital reserve, as the case may be.

e. Minority interest's share of net profit of consolidated subsidiaries for the period is identified and adjusted against the income of the Group in order to arrive at the net income attributable to the equity shareholders of the holding Company.

f. Minority's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet as a separate item from liabilities and the shareholders' equity.

g. The financial statements of the Company and its Joint venture entities have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expense after eliminating intra-group balances and transactions, by applying "Proportionate consolidation" method, as per Accounting Standard (AS) - 27 "Financial Reporting of Interest in Joint Venture".

h. The financial statement of the Group includes the share of profit / loss of associate companies in which the Group has significant influence and which is neither a subsidiary nor a joint venture, which are accounted under "Equity Method" in accordance with Accounting standard (AS) - 23 on "Accounting for Investment in Associates", as per which the share of profit/(loss) of associate companies has been added and restricted to the cost of investment. Additional losses are provided to the extent that the Group has incurred obligations or made payments on behalf of the associate to satisfy obligations of the associate that the Group has guaranteed or which the Group has otherwise committed.

i. The excess of cost to the Parent Company of its investments in the subsidiaries over its portion of equity in the subsidiaries, as at the date on which investment was made, is recognized as goodwill in the consolidated financial statements. The Parent Company's portion of equity in the subsidiaries is determined on the basis of the book value of assets and liabilities as per the financial statement of the subsidiary companies as on the date of investment. Impact of currency translation on such "Goodwill" and "Capital Reserve" is adjusted in the respective carrying amounts.

j. Goodwill on consolidation is not amortised but is tested for impairment at each balance sheet date and impairment losses are recognised, where applicable.

k. The CFS are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the holding Company's standalone financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

I. Investments other than in subsidiaries, associates and joint ventures are accounted as per the Accounting Standard (AS) - 13 "Accounting for Investments".

3 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation of CFS

The CFS have been prepared in accordance with Accounting Standard (AS) - 21 'Consolidated Financial Statements' specified under section 133 of the Companies Act 2013 (the 'Act'), read with Rule 7 of the Companies (Accounts) Rules 2014. The CFS has been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The accounting policies have been consistently applied by the Group and are consistent with those used in previous year.

(b) Use of Estimates

The preparation of the CFS in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the CFS and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

(c) Tangible assets and depreciation on tangible assets

Tangible assets and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the asset to its working condition for its intended use. Borrowing cost relating to acquisition of tangible assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

The Group adjusts entire exchange differences arising on translation / settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. The Group identifies and determines cost of each component / part of the asset separately, if the component / part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Depreciation

Depreciation on tangible assets are provided using the Straight Line Method, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset. The management has estimated the useful lives of all its tangible assets (other than some assets classified under "Heavy Equipment", "Office Equipment") as per the useful life specified in Part 'C' of Schedule II to the Act.

For class of assets categorised under "Heavy Equipment" and "Office Equipment", based on internal assessment, the management believes that these assets have useful lifes of 12 and 5 years, which are lower and different from the useful lives as prescribed under Part C of Schedule II of the Act.

In case of foreign subsidiaries, the tangible assets are depreciated on a straight line basis, based on expected economic life of the assets estimated on the basis of internal assessment by the management which are lower in some cases than the lives prescribed under Part C of Schedule II of the Act.

The Group has used the following rates to provide depreciation on the tangible assets:

Category	Useful lives (in years)
Building	30 to 60
Plant and machinery	5 to 15
Vessels	8 to 10
Heavy equipments	12
Furniture and fixtures	5 to 10
Vehicles	8 to 10
Computers	3 to 6
Office equipments	5 to 7
Other tangible assets	3 to 7

Leasehold buildings are depreciated on a straight line basis over the period of lease specified in agreements restricted to the expected economic useful life of asset, i.e. lease period which ranges from 30 years to 999 years.

Leasehold improvements are depreciated on a straight line basis over the shorter of the estimated useful life of the asset or the lease term.

(d) Intangible assets and amortisation

Intangible assets are recognised only when the asset is identifiable, is within the control of the Group, it is probable that the future economic benefits that are attributable to the asset will flow to the Group and cost of the asset can be reliably measured. Acquired

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

intangible assets are recorded at the consideration paid for acquisition. Intangible assets are amortised on a straight line basis method basis the life estimated by the management:

Asset class	Useful Life
Marketing and business right	10% to 20%
Non compete agreement (on account of acquisition)	20%
Computer Software	20%
Leasing and similar rights	20%

(e) Impairment of assets

The carrying amounts of assets are reviewed by the Group at each balance sheet date, if there is any indication of impairment based on internal/external factors. An impairment loss, if any, is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is greater of asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The Group bases its impairment calculation on detailed budgets and forecast calculations. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(f) Investments

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

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

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

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

Profit / loss on sale of current investments is computed with reference to their average cost.

(g) Investment property

An investment in land or building, which is not intended to be occupied substantially for use by, or in the operations of the Group, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment loss, if any.

The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life estimated by the management which is 60 years.

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

(h) Inventories

Inventories include spares and consumables for heavy equipment assets, bunker and lube oil. The same is valued at cost or net realisable value whichever is lower. The cost is determined on first in first out basis and includes all charges incurred for bringing inventories to their present condition and location.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make sale.

(i) Borrowing costs

Borrowing costs includes interest, amortisation of ancillary cost over the period of loans which are incurred in connection with arrangements of borrowings.

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are treated as direct cost and are considered

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

as part of cost of such assets. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed beyond reasonable time due to other than temporary interruption. All other borrowing costs are charged to the Consolidated Statement of Profit and Loss.

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The amount recognised as revenue is exclusive of service tax / sales tax / VAT and is net of trade discounts.

i) Multimodal Transport Income:

Export revenue is recognised on sailing of vessel and import revenue is recognised upon rendering of related services.

ii) Container freight station Income:

Income from Container Handling is recognised as related services are performed.

Income from Ground Rent is recognised for the period the container is lying in the Container Freight Station. However, in case of long standing containers, the income is accounted on accrual basis to the extent of its recoverability.

iii) Project and equipment income:

Revenue for project division includes rendering of end to end logistics services comprising of activities related to consolidation of cargo, transportation, freight forwarding and customs clearance services. Income and fees are recognised on percentage of completion menthod. Percentage of completion method is arrived at on the basis of proportionate costs incurred to date of total estimated costs, milestones agreed or any other suitable basis, provided there is reasonable completion of activity and provision of services.

Equipment division earns revenue from hiring of cranes, trailers and other fleets. Income from hiring of fleets is recognised on the basis of actual usage of the fleets basis the contractual terms.

iv) Vessel Operating Business:

In case of Vessel Operating Business, Freight and Demurrage earnings are recognised on completed voyage basis. Charter Hire Earnings are accrued on time basis.

v) Contract Logistics Income:

Contract Logistics service charges and management fees are recognised as and when the service is performed as per the contractual terms.

vi) Others:

Reimbursement of cost is netted off with the relevant expenses incurred, since the same are incurred on behalf of the customers.

Interest income is recognised on time proportion basis.

Dividend income is recognised when the right to receive dividend is established by the balance sheet date.

(k) Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the applicable tax laws. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the respective companies has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each balance sheet date, unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised. The carrying amount of deferred tax assets

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

are reviewed at each balance sheet date. The Group writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write down is reversed to the extent that it becomes reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum alternate tax (MAT) paid in a year is charged to the Consolidated Statement of Profit and Loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the *Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961,* the said asset is created by way of credit to the Consolidated Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

(I) Employee benefits

(1) Short-term employee benefits

Employee benefits payable wholly within twelve months of availing employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange of employee services are recognised in the period in which the employee renders the related service.

(2) Post employment benefits

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Indian subsidiaries make specified monthly contributions towards Provident Fund and Employees State Insurance Corporation ('ESIC'). The contribution of these Indian subsidiaries is recognized as an expense in the Consolidated Statement of Profit and Loss. during the period in which employee renders the related service. There are no other obligations other than the contribution payable to the Provident Fund and Employee State Insurance Scheme.

Some of the foreign subsidiaries of the Holding Company make specified contributions towards social security and pension schemes. These contributions are recognised as an expense in the Consolidated Statement of Profit and Loss. during the period in which the employee renders the related service.

Defined benefit plan:

Gratuity liability, wherever applicable, is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year. The Groups'gratuity benefit scheme is a defined benefit plan.

Such subsidiaries of the Group makes contributions to a trust administered and managed by an Insurance Company to fund the gratuity liability. Under this scheme, the obligation to pay gratuity remains with such subsidiaries, although the Insurance Company administers the scheme.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. The Group presents the leave as a short-term provision in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as long-term provision.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

Actuarial gains and losses are recognised immediately in the Consolidated Statement of Profit and Loss.

(m) Foreign currency transactions

Initial recognition

Foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Exchange differences

The Group accounts for exchange differences arising on translation / settlement of foreign currency monetary items as below:

- Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalised and depreciated over the remaining useful life of the asset.
- Exchange differences arising on other long-term foreign currency monetary items are accumulated in the 'Foreign Currency Monetary Item Translation Difference Account' and amortised over the remaining life of the concerned monetary item.
- All other exchange differences are recognised as income or as expenses in the period in which they arise.

The Group treats a foreign currency monetary item as 'long-term foreign currency monetary item', if it has a term of 12 months or more at the date of its origination. In accordance with Ministry of Corporate Affairs' circular dated August 09, 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items for the period. In other words, the Group does not differentiate between exchange differences arising from long-term foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange difference.

Forward exchange contracts entered into to hedge foreign currency risk of an existing asset / liability

The premium or discount arising at the inception of forward exchange contract is amortised and recognised as an expense / income over the life of the contract. Exchange differences on such contracts are recognised in the Consolidated Statement of Profit and Loss. in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognised as income or as expense for the period.

(n) Operating lease

Where the Group is the lessee

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

Where the Group is the lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognised in the Consolidated Statement of Profit and Loss. on a straight-line basis over the lease term. Costs, including depreciation, are recognised as expenses in the Consolidated Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the Consolidated Statement of Profit and Loss.

Leases in which the Group transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the Group apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the Consolidated Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Consolidated Statement of Profit and Loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

(o) Earnings per share (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes, if any) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year are adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares) (if any).

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(p) Provision and contingent liabilities

A provision is recognised when the Group has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the financial statements.

(r) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

(s) Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated in the Cash flow Statement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

4. LIST OF ENTITIES CONSOLIDATED

(a) The list of subsidiary Companies, controlled by the group, which are included in the CFS are as under:

Indian subsidiaries (Companies incorporated / registered in India):-

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
1	Hindustan Cargo Limited	100	100
2	Acex Logistics Limited	100	100
3	Credo Shipping Agencies (I) Private Limited (ceased w.e.f. 24.01.16)	100	100
4	Contech Transport Services Private Limited	100	100
5	Comptech Solutions Private Limited	48.28	48.28
6	Amfin Consulting Private Limited	100	100
7	Ecu Line (India) Private Limited	99.99	99.99
8	Allcargo Shipping Co.Private Limited	100	100
9	South Asia Terminals Private Limited	51	51
10	Southern Terminal & Trading Private Limited	100	100
11	AGL Warehousing Private Limited	100	100
12	Allcargo Logistic Park Private Limited	100	100
13	Transindia Logistic Park Private Limited	100	100
14	ECU International (Asia) Private Limited	100	100
15	Combiline Indian Agencies Private Limited	98.95	98.95

Foreign subsidiaries:-

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
16	Ecu-Line Algerie sarl	100	100
17	Ecu Logistics SA	100	100
18	Ecu-Line N.V.	100	100
19	Ecu-Logistics N.V.	100	100
20	FMA-Line Holding N. V.	100	100
21	Ecu-Tech BVBA	100	100
22	Ecuhold N.V.	100	100
23	Ecu International N.V.	100	100
24	Ecu Global Services n.v.	100	100
25	HCL Logistics N.V.	100	100
26	AGL N.V.	100	100
27	Allcargo Belgium N.V.	100	100
28	Ecu Logistics do Brasil Ltda.	100	100
29	Ecu-Line Bulgaria EOOD	100	100
30	Ecu-Line Polska SP. Z.o.o.	100	100
31	Ecu-Line Doha W.L.L.	100	100
32	Ecu-Line Romania SRL	100	100
33	Ecu-Line Singapore Pte. Ltd.	100	100
34	Ecu-Line South Africa (Pty.) Ltd.	100	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
35	Ecu-Line Spain S.L.	100	100
36	Mediterranean Cargo Center S.L. (MCC)	100	100
37	Ecu Line Lanka (Pvt) Ltd.	100	100
38	Société Ecu-Line Tunisie Sarl	100	100
39	Ecu Uluslarasi Tas. Ve Ticaret Ltd. Sti.	100	100
40	China Consolidated Company Ltd.	100	100
41	Star Express Company Ltd.	100	100
42	Ecu-Line UK Ltd.	100	100
43	DEOLIX S.A.	100	100
44	CLD Compania Logistica de Distribucion SA.	100	100
45	Guldary S.A.	100	100
46	Administradora House Line C.A.	100	100
47	Ecu-Line Mauritius Ltd.	100	100
48	Asia Line Ltd	100	100
49	Consolidadora Ecu- Line C.A	100	100
50	Ecu Shipping Logistics (K) Ltd.	99.99	99.99
51	Ecu-Line Middle East LLC	86	86
52	Ecu-Line Malaysia Sdn. Bhd.	100	100
53	Eurocentre FZCO	84.62	84.62
54	Ecu-Line Hungary Kft.	51	51
55	Ecu-Line Kenya Ltd.	82	82
56	Ecu-Line Abu Dhabi LLC	75.5	75.5
57	CCS Shipping Ltd.	75	75
58	Flamingo Line Del Peru SA	100	100
59	Ecu-Line Chile S.A.	100	100
60	Flamingo Line Chile S.A.	100	100
61	Ecu-Line Guangzhou Ltd	100	100
62	China Consolidation Services Shipping Ltd	75	75
63	Ecu-Line (CZ) s.r.o.	100	100
64	Ecu-Line del Ecuador S.A.	100	100
65	Flamingo Line del Ecuador SA	100	100
66	Ecu Line Egypt Ltd.	100	100
67	Flamingo Line El Salvador SA de CV	100	100
68	Ecu-Line Germany GmbH	100	100
69	ELWA Ghana Limited	100	100
70	Flamingo Line de Guatemala S.A.	100	100
71	Ecu-Line Hong Kong Ltd.	100	100
72	Ecu International Far East Ltd.	100	100
73	Contech Transport Services (Pvt) Limited	100	100
74	PT EKA Consol Utama Line	100	100
75	Ecu-Line Italia srl.	100	100
76	Eurocentre Milan srl.	100	100
77	Ecu-Line Côte d'Ivoire Sarl	100	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
78	Jordan Gulf for Freight Services Agencies Co.LLC	100	100
79	Ecu-Line Malta Ltd.	100	100
80	CELM Logistics SA de CV	100	100
81	Ecu Logistics de Mexico SA de CV	100	100
82	Ecu-Line Maroc S.A.	100	100
83	Ecu-Line Rotterdam BV	100	100
84	Rotterdam Freight Station BV	100	100
85	Ecu-Line de Panama SA	100	100
86	Ecu-Line Paraguay SA	100	100
87	Ecu-Line Philippines Inc.	100	100
88	Eculine Worldwide Logistics Co. Ltd. (Incorporated on 28.01.2016)	100	100
89	Ecu Worldwide (Uganda) (incorporated on 15.12.2015)	100	100
90	Ecu-Line Zimbabwe (Pvt) Ltd.	70	70
91	Ecu-Line Peru SA	100	100
92	Ecu-Line Saudi Arabia LLC	100	100
93	Ecu-Line Japan Ltd.	65	65
94	S.H.E. Maritime Services Ltd.	100	100
95	Ecu-Line Australia Pty Ltd.	100	100
96	Ecu-Line NZ Ltd.	100	100
97	Ecu-Line (Thailand) Co. Ltd.	57	57
98	Ecu-Line Mediterranean Ltd.	55	55
99	China Consolidation Services Ltd.	75	75
100	Ecu-Line Switzerland GmbH	100	100
101	Ecu-Line Canada Inc	70	50
102	Cargo Freight Stations, SA	50	50
103	Ocean House Ltd.	51	51
104	Ecu-Line de Colombia S.A.S	100	100
105	Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)	50	50
106	European Customs Broker N.V.	70	70
107	Ecu-Line Vietnam Co.Ltd	51	51
108	Econocaribe Consolidators, Inc	100	100
109	OTI cargo Inc	100	100
110	Port International Inc	100	100
111	Econoline Storage Corp	100	100
112	ECI Customs Brokerage, Inc	100	100
113	Integrity Enterprises Pty Ltd	100	100
114	PRISM Global, LLC	100	100
115	FCL Marine Agencies B.V.	100	100
116	PRISM Global Ltd.	100	100
117	FMA-LINE France S.A.S.	100	100
118	Conecli International S.A	100	100
119	Allcargo Logistics LLC	100	100
120	FMA-LINE Nigeria Ltd. (incorporated on 27.07.2015)	100	NA

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

b) The list of Associate Companies, significantly influenced by the Group, considered in the CFS is as under :

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
1	Gantoni General Enterprises Ltd	**45**	45
2	FCL Marine Agencies Gmhb (Hamburg) (w.e.f. 03 September 2014)	**50**	33
3	FCL Marine Agencies Gmbh (Bermen) (w.e.f. 03 September 2014)	**50**	33
4	FCL Marine Agencies Belgium bvba (w.e.f. 19 March 2014)	**50**	50
5	INEGA N.V.	**25**	25
6	OVCL Vietnam	**30.60**	30.60
7	Allcargo Logistics Lanka (Private) Limited (w.e.f. 02 March 2015)	**40**	40

c) The list of Joint ventures (directly or indirect) considered in the CFS is as under :

Sr. No.	Name	% Holding	
		31 March 2016	31 March 2015
1	Transnepal Freight Services Private Limited	**50**	50
2	Fasder S.A. (w.e.f. 05 August 2014)	**50**	50
3	Ecu Logistics Peru SAC (w.e.f. 29 December 2014)	**50**	50

(d) During the current year, the holding Company through its wholly owned subsidiary, Ecuhold N.V, has acquired additional stake of 17% each in associates FCL Marine Agencies Gmhb (Hamburg) and FCL Marine Agencies Gmbh (Bermen). The same is engaged in Multimodal Transport operations.

(e) During the current year, the holding Company through its wholly owned subsidiary, Ecuhold N.V, has acquired additional 20% shares of Ecu-Line Canada Inc. Accordingly, the Group's holding in Ecu-Line Canada Inc has increased from 50% to 70%. The same is engaged in Multimodal Transport operations.

(f) During the previous year, the holding Company, through its step down wholly owned subsidiary company Ecuhold N.V., acquired balance 25% stake in FCL Marine Agencies B.V. The same is engaged in Multimodal Transport operations.

(g) During the previous year, the holding Company has acquired the balance 30% shares of Transindia Logistics Park Private Limited (TLPPL), from the erstwhile promoters and shareholders on the terms and conditions contained in Share Purchase Cum Shareholders Agreement. Pursuant to the acquisition, TLPPL has become wholly owned subsidiary of the holding Company with effect from 22 April 2014.

(h) In the earlier years, Asia Line Limited, a wholly owned subsidiary of the holding Company, had invested ₹ 3 lakhs and was holding 33.33% holding in the share capital of Love all sports Holdings FZE (acquired on 19 October 2014). Management has acquired this investment on a temporary basis and since the the intention of the management is to dispose this investment in the near future, the said investment is accounted at cost and classified as "Current Investments" in accordance with the requirements of Accounting Standard (AS) -13 "Accounting for Investments" (refer note 19). During the current year, Asia line Limited has sold the stake in Love all sports Holdings FZE at book value.

(i) During the previous year, Allcargo Belgium N.V.(wholly owned subsidiary of the holding Company), had disposed off its entire holding in Translogistik Internationale Spedition GmbH, Flamingo line Brasil Itda. Resulting this disposal, the holding Company has written off goodwill of ₹ 150 lakhs and necessary adjustment to reserves has been reflected.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

5 Share capital

(₹ in Lakhs, except share data)

Particulars	31 March 2016	31 March 2015
Authorised capital:		
274,975,000 (previous year: 177,475,000) equity shares of ₹ 2 each	**5,499**	3,550
5,000 (previous year: 5,000) 13% non cumulative redeemable preference shares of ₹ 100 each	**5**	5
500 (previous year: 500) 4% cumulative redeemable preference shares of ₹ 100 each	**1**	1
	5,504	3,556
Issued, subscribed and fully paid-up:		
252,095,524 (previous year: 126,047,762) equity shares of ₹ 2 each, fully paid-up	**5,042**	2,521
3,000 (previous year: 3,000) 13% non cumulative redeemable preference shares of ₹ 100 each, fully paid up	**3**	3
Total issued, subscribed and fully paid-up share capital	**5,045**	2,524

Sub-notes :

i) Reconciliation of number of the equity shares preference shares outstanding at the beginning and at the end of the year:-

Equity shares	31 March 2016		31 March 2015	
	Number of shares	Amount	Number of shares	Amount
At the beginning of the year	**126,047,762**	**2,521**	126,047,762	2,521
Issued during the period - Bonus shares	**126,047,762**	**2,521**	-	-
Outstanding at the end of the year	**252,095,524**	**5,042**	126,047,762	2,521

13% Non cumulative redeemable preference shares	31 March 2016		31 March 2015	
	Number of shares	Amount	Number of shares	Amount
Add: At the beginning of the year	**3,000**	**3**	3,000	3
Shares issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**3,000**	**3**	3,000	3

ii) Terms and rights attached to equity shares

The Holding Company has only one class of equity share having par value of ₹ 2 per share. Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees.

During the year ended 31 March 2016, the amount of per share dividend recognised as distribution to equity shareholders is ₹ 2 per share (previous year : ₹ 2 per share).

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

iii) Terms and rights attached to preference shares

13% Non cumulative redeemable preference shares of ₹ 100 each shall be redeemed at the end of the 10th year from the date of allotment of preference shares at par or at a premium, either wholly or partly in one or more tranche at the option of that Company as may be determined by the Board of Directors of that Company from time to time. The preference share-holder shall be entitled to the dividend on the said preference shares @ 13% per annum as and when declared by that Company in accordance with the provisions of the Companies Act, 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

5 Share capital (Continued)

iv) Details of shareholders holding more than 5% of a class of shares

Name of equity shareholder	31 March 2016		31 March 2015	
	Number of shares	% of total shares in the class	Number of shares	% of total shares in the class
Equity shares of ₹ 2 each fully paid-up:				
- Mr. Shashi Kiran Shetty	**155,093,528**	**61.52**	78,623,390	62.38

Name of preference shareholder	31 March 2016		31 March 2015	
	Number of shares	% of total shares in the class	Number of shares	% of total shares in the class
13% Non cumulative Redeemable Preference shares of ₹ 100 each fully paid-up:				
- Sealand Holdings Private Limited	**3,000**	**100**	3,000	100

v) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :

Equity shares

Transactions during the five-year period ended 31 March 2016 (no. of shares)	Year ended 31 March				Period ended 31 March
	2016	2015	2014	2013	2012
(i) Equity shares of ₹ 2 each, fully paid up, allotted as bonus shares by capitalisation of general reserve and securities premium account	**126,047,762**	-	1,080	-	3,604
(ii) Equity shares of ₹ 2 each issued under Employee Stock Option Plans for which only exercise price has been recovered in cash	**-**	-	9,300	-	26,750

6. Reserves and surplus

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
Capital reserves			
Balance as per last financial statement		**7,657**	9,344
Less : Exchange gain/(loss) movement during the year		**850**	(1,687)
	(A)	**8,507**	7,657
Securities premium account			
Balance as per last financial statement		**47,836**	47,440
Less: Amount utilised towards the issue of fully paid bonus shares		**(2,521)**	-
Add: Consequent to changes in Groups' Interest [refer note 4(g)]		**-**	396
	(B)	**45,315**	47,836
General reserve			
Balance as per last financial statement		**16,943**	17,828
Add : Exchange gain/(loss) movement during the year		**449**	(885)
	(C)	**17,392**	16,943
Capital redemption reserve			
Balance as per current & last financial statement	**(D)**	**104**	104

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
Tonnage Tax reserve			
Balance as per last financial statement		**60**	18
Add : Amount transferred from Surplus in the Consolidated Statement of Profit and Loss.		**-**	42
	(E)	**60**	60
Tonnage Tax reserve (utilised)			
Balance as per current & last financial statement	**(F)**	**152**	152
Exchange Translation reserve			
Balance as per last financial statement		**1,786**	8,287
Add : Exchange gain/(loss) movement during the year		**4,571**	(6,501)
	(G)	**6,357**	1,786
Foreign currency monetary item translation difference account			
Balance as per last financial statement		**(429)**	-
Add : Amount amortised during the year to consolidated statement of profit and loss		**429**	191
Less : Exchange loss arising on reinstatement of foreign currency term loan		**-**	(620)
	(H)	**-**	(429)
Surplus in Consolidated Statement of Profit and Loss			
Balance as per last financial statement		**114,146**	93,615
Add : Profit for the year		**27,826**	23,989
Less : Adjustment for depreciation (net of deferred tax ₹ Nil: previous year: ₹ 153 lakhs) (refer note 14)		**-**	(321)
Less : Consequent to changes in Groups' Interest [refer note 4(i)]		**-**	(86)
		141,972	117,197
Less : Appropriations			
Interim equity dividend [amount per share ₹ 2 (previous year: Re 0.60)]		**3,781**	756
Tax on interim equity dividend declared		**489**	129
Proposed final equity dividend [Nil (previous year: ₹ 1.40)] per equity share of ₹ 2 each		**-**	1,765
Tax on proposed equity dividend		**-**	359
Transfer to tonnage tax reserve		**-**	42
Total appropriations		**4,272**	3,051
Net Surplus in the Consolidated Statement of Profit and Loss	**(I)**	**137,702**	114,146
Total reserves and surplus	**(A+B+C+D+E+F+G+H+I)**	**215,589**	188,255

7 Long-term borrowings

(₹ in lakhs)

Particulars	Non-current portion		Current Maturities *	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Borrowings (secured)				
Term loan from banks	**20,464**	32,754	**15,765**	12,174
Buyers' credit	**4,032**	869	**1,929**	-
Finance lease obligations [refer note 34 (c)]	**728**	1,026	**427**	388
Vehicle finance loans	**162**	384	**386**	1,281
Other borrowings (unsecured)				
Loan from minority shareholder of subsidiary company	**781**	781	**-**	-
	26,167	35,814	**18,507**	13,843

* Amount disclosed under 'other current liabilities' - refer note 13.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

(A) Nature of the security

(i) Term Loan from banks include term loans taken by the holding company and term loans taken by some of the foreign subsidiaries. The holding Company loans are secured against heavy equipment's and carry interest ranging from 10.25% - 10.60% p.a. (previous year 10.25% - 10.60% p.a.) and were repayable within a period ranging from 2-3 years. One of the loan is repayable in 5 equal instalments and the other loan is payable on bullet repayment basis.

Term loans taken by some of the foreign subsidiaries include loans at fixed as well as floating interest rate denominated in Euro and Singapore Dollars. These loans are secured against Pledge of Shares, mortgage of current and future warehouse, floating charge on assets of some of the overseas subsidiaries of the Group and in case of building loan, mortgage on the building against which the loan is taken. The loans have been guaranteed by the holding Company. During the current and previous year the Group has paid interest @ 1.15% to 4% p.a. on these loans. These loans are repayable in half yearly / monthly instalments over a period of 5 to 20 years..

(ii) Buyers' credit is secured against heavy equipment's financed by the Bank and carry interest ranging from 5%-10% p.a. (previous year: 5%-10% p.a.) and are repayable within a period ranging from 2-3 years.

(iii) The Company has taken warehouse and office premises on financial lease. The loan is repayable in monthly/ quarterly instalments over a period of 5 to 15 years. The lease is secured against the assets taken on lease. The rate of interest implicit in the above is in the range of 2% to 4%.

(iv) Vehicle finance loans are secured against vehicle financed by the Bank and carry interest ranging from 8%-12% p.a. (previous year: 8%-12% p.a.) and are repayable in periods ranging from 3 to 5 years.

8 Deferred tax liability (net)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Deferred tax liability		
Depreciation and amortisation	**13,728**	12,837
Deferred tax assets		
Provision for employee benefits	**249**	193
Provision for doubtful debts	**1,304**	1,207
Carry forward losses	**400**	113
Others	**126**	4
	2,079	1,516
Deferred tax liability (net)	**11,649**	11,320

8 Deferred tax assets (net)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Deferred tax assets		
Carry forward losses	**542**	822
Provision for doubtful debts	**129**	157
Provision for employee benefits	**33**	36
Others	**6**	1
	710	1,016
Deferred tax liability		
Depreciation and amortisation	**(1)**	701
Deferred tax assets (net)	**711**	315

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

9 Other long-term liabilities

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Others		
Security deposit received	**76**	204
Advance received from customers	**-**	5
Purchase consideration payable	**-**	2,199
	76	2,408

10 Provisions

(₹ in lakhs)

Particulars	Long-term		Short-term	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Provision for employee benefits				
Gratuity (refer note 35)	**51**	47	**366**	361
Pension Fund payable	**-**	-	**598**	646
Compensated absences (refer note 35)	**-**	-	**2,883**	2,312
	51	47	**3,847**	3,319
Other provisions				
Provision for mark to market loss on derivative contracts	**-**	-	**903**	1,379
Proposed equity dividend	**-**	-	**-**	1,765
Tax on proposed equity dividend	**-**	-	**-**	359
Provision for current tax (net of advance tax paid)	**-**	-	**1,333**	1,851
	-	-	**2,236**	5,354
	51	47	**6,083**	8,673

11 Short-term borrowings

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Loans repayable on demand (secured)		
Cash credit from banks	**441**	2,801
Working capital term loan from banks	**-**	7,560
Compensated balance	**1,252**	-
Other loans and advances (unsecured)		
Other loans from bank	**443**	405
Bills discounting from banks	**-**	910
Commercial paper	**7,500**	-
	9,636	11,676

Notes

(a) Cash credit facilities from banks carry interest ranging from 9.65%-10.35% p.a. (previous year: 10.20%-10.40% p.a.) computed on a monthly basis on the actual amount utilised, and are repayable on demand. These are secured against immovable property situated in Mumbai, pari pasu charge on present and future movable assets, inventories and book debts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

(b) Working capital loan is secured with pari-pasu charge on present and future movable assets, inventories and book debts and carry interest ranging from 2.50% to 3.00% p.a. (previous year: 2.50% - 3.00% p.a.)

(c) Compensated balances and cash pooling facilities are interest free loans, secured against the available bank balance with the same bank.

(d) Other loans from banks are unsecured loans repayable on demand carrying interest ranging from 0.25 % p.a. to 2% p.a. (previous year: 0.25% - 2% p.a.)

(e) Bills discounting facilities from banks carry interest ranging from 10-11% p.a. (previous year: 10%-13% p.a.) and are repayable over a period of 45 to 90 days.

(f) Commercial Paper facilities carry interest ranging from 8%-9% p.a.(previous year: Nil) and are repayable over a period of 60 to 91 days.

12 Trade payables

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Trade payables	**59,827**	56,677
Acceptances	**77**	450
	59,904	57,127

13 Other current liabilities

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Current maturities of long-term borrowings (refer note 7)	**18,080**	13,455
Current maturities of finance lease obligations (refer note 7)	**427**	388
Employee benefits payable	**3,539**	2,583
Statutory dues payable	**2,863**	1,812
Purchase consideration payable	**2,305**	1,943
Advance received from customers	**1,437**	1,413
Income billed in advance	**1,323**	1,349
Director commission payable	**612**	433
Provision for expenses	**421**	594
Capital creditors	**240**	239
Security deposit	**151**	114
Book overdraft	**17**	122
Others	**441**	490
	31,856	24,935

14 Tangible assets

(₹ in lakhs)

Description	Freehold Land (refer note 5 below)	Leasehold Land	Building	Leasehold improvements	Plant and machinery	Vessels	Heavy equipments	Vehicles	Office Equipment	Computer	Furniture & fixtures	Other Tangible Assets	Total
Gross Block													
Balance as at 01 April 2014	6,587	5,506	46,742	2,104	9,896	7,997	103,020	483	1,022	1,606	12,490	1,110	198,563
Additions	53	-	1,344	-	451	25	173	-	56	115	947	221	3,385
Deduction	-	-	-	-	(60)	-	(771)	(4)	(35)	(32)	(155)	(102)	(1,159)
Other adjustments:													
Exchange differences	-	-	(2,697)	(413)	(59)	-	-	-	5	15	(1,388)	(232)	(4,769)
Others	-	-	-	-	-	-	353	-	-	-	-	-	353
Balance as at 31 March 2015	6,640	5,506	45,389	1,691	10,228	8,022	102,775	479	1,048	1,704	11,894	997	196,373
Additions	1,059	-	1,665	60	1,341	6,534	32	233	48	231	1,893	324	13,420
Acquisitions during the year													-
Deduction	-	(28)	(64)	(3)	(146)	-	(3,020)	(85)	(25)	(66)	(527)	(217)	(4,181)
Other adjustments:													
Exchange differences	2	-	1,828	137	303	-	-	-	-	1	436	81	2,788
Others							254						254
Balance as at 31 March 2016	**7,701**	**5,478**	**48,818**	**1,885**	**11,726**	**14,556**	**100,041**	**627**	**1,071**	**1,870**	**13,696**	**1,185**	**208,654**
Depreciation													
Balance as at 01 April 2014	-	994	10,343	811	3,498	2,631	37,098	208	159	1,094	7,894	490	65,220
Depreciation for the year	-	173	1,374	156	1,033	874	9,112	68	193	284	1,280	141	14,687
Depreciation Transition impact													
[refer note 3 below]	-	-	5	-	135	-	47	6	59	89	101	-	442
Deduction	-	-	(5)	(3)	(33)	-	(576)	(3)	(39)	(44)	(128)	(2)	(833)
Exchange differences	-	-	(1,102)	(405)	37	-	-	-	14	6	(1,138)	(213)	(2,801)
Balance as at 31 March 2015	-	1,167	10,615	559	4,670	3,505	45,681	279	386	1,429	8,009	415	76,715
Depreciation for the year	-	172	1,646	137	1,010	1,672	8,024	66	173	186	1,152	130	14,368
Accumulated depreciation on disposals	-	(9)	9	(3)	(97)	-	(2,272)	(59)	(16)	(64)	(436)	(34)	(2,981)
Exchange differences	-	-	991	88	243	-	-	-	-	-	340	29	1,691
Balance as at 31 March 2016	**-**	**1,330**	**13,261**	**781**	**5,826**	**5,177**	**51,433**	**286**	**543**	**1,551**	**9,065**	**540**	**89,793**
Net Block													
As at 31 March 2015	6,640	4,339	34,774	1,132	5,558	4,517	57,094	200	662	275	3,885	582	119,658
As at 31 March 2016	**7,701**	**4,148**	**35,556**	**1,104**	**5,900**	**9,379**	**48,608**	**341**	**528**	**319**	**4,631**	**645**	**118,861**

1) The Holding Company has leased out Cranes and Equipment's for a period ranging 6-9 months. The Lease rental income recognised in the Consolidated Statement of Profit and Loss is ₹ 20,400 lakhs (previous year: ₹ 19,895 lakhs). The gross value of the assets leased out is ₹ 58,198 lakhs (previous year: ₹ 92,943 lakhs). Accumulated depreciation of the asset leased out is ₹ 26,664 lakhs (previous year: ₹ 40,141 lakhs). The depreciation recognised in the Consolidated Statement of Profit and Loss for the assets leased out during the year is ₹ 4,731 lakhs (previous year: ₹ 7,864 lakhs).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

14 Tangible assets (Continued)

2) The gross and net carrying amount of assets acquired under finance leases and included in above is as follows:-

Particulars	31 March 2016			31 March 2015		
	Gross Block	Accumulated Depreciation	Net block	Gross Block	Accumulated Depreciation	Net block
Building	**5,079**	**3,115**	**1,964**	4,566	2,564	2,002

3) During the previous year, pursuant to notification of Schedule II of the Companies Act 2013 with effect from 01 April 2014, the depreciation for the previous year ended 31 March 2015 has been provided by the Group (except in case of foreign subsidiaries where useful life as per local laws is lower than useful life mentioned in Schedule II of the Companies Act 2013) on the basis of estimated economic lives or useful lives of fixed assets as prescribed in Schedule II, whichever is lower. Accordingly, an amount of ₹ 321 lakhs (net of deferred tax of ₹ 153 lakhs) has been adjusted against Retained Earnings for the assets which had no residual life as at 01 April 2014, and depreciation for the year ended 31 March 2015 is higher by ₹ 1,485 lakhs.

4) Component accounting has become mandatory with effect from 1 April, 2015 as required under Schedule II of the Companies Act, 2013. The Group has assessed significant components and its useful life of each principle assets. In one of the Groups' Subsidiaries financials, the useful life of significant components except dry docking of vessel are not materially different from that of principle asset. Hence there is no impact due to component accounting other than dry docking of vessels. The Group has identified and determined dry docking as component and depreciated it over the estimated period of subsequent dry docking. Had the Group continued to use the earlier policy of dry docking, its financial statements for the period would have been impacted as below:

Depreciation for the current period would have been lower by ₹ 138 lakhs, repairs and maintenance expenses for the current period would have been higher by ₹ 444 lakhs. The group level profits for the year would have been lower by ₹ 306 lakhs. Tangible assets would correspondingly have been higher by ₹ 444 lakhs.

5) Freehold land capitalised during the year includes land of ₹ 746 lakhs where the beneficial interest is with the Group, however legal title is in name of one of the director of the Holding Company. The said land is held by the director in trust, on behalf of the Group.

15 Intangible assets

Description	Marketing and business rights	Non-compete Agreement	Computer software	Leasing & similar rights	Total
Gross Block					
Balance as at 01 April 2014	4,671	1,179	837	28	6,715
Additions	44	-	97	-	141
Disposals	(3)	-	-	-	(3)
Other adjustments:					
Exchange differences	(574)	(215)	1	-	(788)
Balance as at 31 March 2015	4,138	964	935	28	6,065
Additions	213	-	110	-	323
Disposals	(143)	-	-	-	(143)
Other adjustments					
Exchange differences	468	108	-	-	576
Balance as at 31 March 2016	**4,676**	**1,072**	**1,045**	**28**	**6,821**
Amortisation					
Balance as at 01 April 2014	1,710	236	355	3	2,304
Amortisation for the year	432	221	145	1	799
Accumulated amortisation on disposals	3	-	-	-	3
Other adjustments					
Exchange differences	(336)	(72)	-	-	(408)
Balance as at 31 March 2015	1,809	385	500	4	2,698
Amortisation for the year	456	207	157	1	821
Accumulated amortisation on disposals	(52)	-	-	-	(52)
Other adjustments					
Exchange differences	198	51	-	-	249
Balance as at 31 March 2016	**2,416**	**643**	**657**	**5**	**3,721**
Net block as at 31 March 2015	2,329	579	435	24	3,367
Net block as at 31 March 2016	**2,260**	**429**	**388**	**23**	**3,100**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

16 Non-current investments

(valued at cost unless stated otherwise)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
A) Trade investments (valued at cost unless stated otherwise)		
Quoted equity instruments (fully paid-up)		
1,800 (previous year: 1,800) Equity Shares of Tata Motors Limited of ₹ 2 each	**1**	1
250 (previous year: 250) Equity shares of Sree Rayalaseema Alkalies and Allied chemicals Limited of ₹ 10 each (** 2016:₹ 12,878; ** previous year: ₹ 12,878)	**	**
1,908 (previous year: 1,908) Equity Shares of Reliance Industries Ltd of ₹ 10 each	**2**	2
Investment in preference shares		
250 (previous year: 250) 0.01% Cumulative Redeemable Preference shares of Sree Rayalaseema Alkalies and Allied chemicals Limited of ₹ 10 each (*** 2016:₹ 12,877; ***previous year: ₹ 12,877)	***	***
Unquoted equity instruments (fully paid-up)		
Investment in equity instruments of companies		
100 (previous year: 100) Equity shares of Alltrans Port Management Private Limited of ₹ 10 each (# 2016: ₹ 1,000 ; # previous year: ₹ 1,000	#	#
4,000 (previous year: 4,000) Equity Shares of Zorastrian Co-op. Bank Limited of ₹ 25 each	**1**	1
30 (previous year: 30) Equity Shares of Mandvi Co-op. Bank Limited of ₹ 10 each (@ 2016: ₹ 300; @ previous year: ₹ 300)	@	@
	4	4
Investment in associates		
Cost of Investments:		
4 (previous year: Nil) Equity shares of ₹ 10 each in Allcargo Logistics Lanka (Pvt) Ltd (** ₹ 21)	**	-
Add: Share of current year profit	**100**	-
	100	-
Cost of Investments:		
25 (previous year: 25) Equity Shares of International Negotiation Associates of Euro 620 each	**10**	10
Less: Share of current year loss (₹ nil ;** previous year: ₹ 33,049)	**-**	**
Add: Impact of exchange fluctuation (# previous year ₹ 28,759)	**1**	#
	11	10

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Cost of Investments:		
1 (previous year: 1) Equity Shares of FCL Marine Agencies Gmbh (Hamburg) of Euro 8,500 each	**469**	447
Add: Further stake purchase	**165**	-
Add: Share of current year profit	**58**	25
Add / (Less) : Impact of exchange fluctuation	**60**	(3)
	752	469
Cost of Investments:		
93 (previous year: 93) Equity Shares of FCL Marine Agencies Belgium Bvba of Euro 100 each	**256**	245
Add: Share of current year profit	**56**	13
Add / (Less) : Impact of exchange fluctuation	**32**	(2)
	344	256
Cost of Investments:		
1 (previous year: 1) Equity Shares of FCL Marine Agencies Gmbh (Bremen) of Euro 8,350 each	**765**	629
Add: Further stake purchase	**351**	-
Add: Share of current year profit	**174**	156
Less: Dividend received	**(137)**	-
Add / (Less) : Impact of exchange fluctuation	**102**	(20)
	1,255	765
	2,462	1,500
Quoted non-current investments		
Aggregate book value	**4**	4
Aggregate market value	**27**	22
Aggregate book value of unquoted non-current investments	**2,462**	1,500
Amount of Goodwill included in investments in associates above	**1,422**	1,025
B) Other non-current investments		
Investment property (at cost less accumulated depreciation)		
Cost of Freehold Land	**89**	89
Cost of Building	**5,899**	5,896
Less: Accumulated depreciation	**(558)**	(459)
Net book value	**5,430**	5,526
	7,896	7,030

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

17 Long-term loans and advances

(₹ in lakhs)

Particulars	Non-current portion		Current portion	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
To parties other than related parties				
Capital advances				
Unsecured, considered good	**5,328**	4,722	**204**	-
(A)	**5,328**	4,722	**204**	-
Security deposits				
Unsecured, considered good	**3,600**	2,473	**33**	22
Doubtful	**1**	1	**39**	34
	3,602	2,474	**72**	56
Less: Provision for doubtful deposits	**(1)**	(1)	**(39)**	(34)
(B)	**3,600**	2,473	**33**	22
Other loans and advances				
Unsecured, considered good:				
Loans to employees	**64**	5	**29**	6
Inter corporate deposits	**663**	627	**-**	-
Prepaid expenses	**22**	34	**80**	126
Advance tax recoverable (net of provision for tax)	**2,958**	2,177	**-**	-
MAT credit entitlement	**13,092**	14,068	**1,313**	106
Other advances	**130**	131	**4**	5
(C)	**16,930**	17,042	**1,426**	244
(D) = (A + B + C)	**25,858**	24,237	**1,663**	266
To related parties				
Unsecured, considered good:				
Loan to Associate	**102**	-		
Security deposits (refer note below)	**594**	594	**-**	-
(E)	**695**	594	**-**	-
(F) = (D + E)	**26,553**	24,831	**1,663**	266

Note : Security deposits (unsecured, considered good) of ₹ 594 lakhs (previous year: ₹ 594 lakhs) are placed with firms and private companies in which any director is a partner, director or member.

18 Other assets

Unsecured considered good, unless stated otherwise

(₹ in lakhs)

Particulars	Non-current		Current	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Non-current bank balance (refer note 22)	**20**	22	**-**	-
Others				
Contractually reimbursement expenses	**-**	-	**-**	313
Ancillary borrowing cost	**395**	-	**99**	-
Unbilled revenue	**-**	-	**7,178**	6,681
Advance towards share application money	**-**	81	**265**	170
Interest accrued on fixed deposits	**-**	-	**84**	7
Insurance claim receivable	**88**	86	**1**	-
Other	**-**	-	**6**	63
	503	189	**7,633**	7,233

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

19 Current investments

(valued at lower of cost and fair value, unless stated otherwise)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Unquoted equity instruments (fully paid-up)		
16 (previous year: 16) Equity Shares of Gateway Distriparks Ltd (# ₹ 1,800; # previous year ₹1,800)	#	#
379 (previous year: 100) Equity Shares of Life Insurance Corporation (Nepal) Limited of ₹ 100 each	3	2
295 (previous year: 100) Equity Shares of Nabil Bank Limited of ₹ 100 each	1	1
633 (previous year: Nil) Equity Shares of Century Commercial Bank Ltd of ₹ 100 each (# ₹ 39,365)	#	-
372 (previous year: Nil) Equity Shares of Nepal Life Insurance Company Ltd of ₹ 100 each	2	-
204 (previous year: Nil) Equity Shares of Megha Bank Nepal Ltd of ₹ 100 each (# ₹ 5,797)	#	-
117 (previous year: Nil) Equity Shares of Everest Bank Limited of ₹ 100 each	1	-
310 (previous year: Nil) Equity Shares of Nepal SBI Bank Ltd. of ₹ 100 each	1	-
50 (previous year: Nil) Equity Shares of Unilever Nepal Ltd. of 100 each	5	-
Investment in associates		
Nil (previous year: 30) equity shares of Love All Sport Holdings FZE [refer note 4(f)]	-	3
Unquoted mutual funds		
Nil (previous year: 14,298.86) Units of DWS Insta Cash Plus Fund - Super Institutional Plan - Growth	-	25
2,848.01 (previous year: 19,330.94) of Baroda Pioneer Liquid Fund-Plan A Growth	44	295
8,212.61 (previous year: 31,468.83) of Kotak Liquid Scheme Plan A Growth	245	858
12,647.67 (previous year: 12,720.39) units of Religare Invesco Fund- Growth plan	233	234
Nil (previous year: 1,050,989.74) units of JP Morgan India Treasury Fund-Super Inst. Plan-Growth Option	-	187
28,898.85 (previous year: Nil) units of Baroda Pioneer Treasury Advantage Fund - Growth	500	-
45,89,766.66 (previous year: Nil) units of DSP Blackrock Ultra Short Term Fund - Growth	500	-
2,89,560.07 (previous year: Nil) units of Birla Sun Life Saving Fund - Growth	845	-
3,61,862.89 (previous year: Nil) units of ICICI Prudential Money Market Fund - Growth	750	-
4,46,446.11 (previous year: Nil) units of ICICI Prudential Saving Fund - Growth	1,000	-
15,02,874.65 (previous year: Nil) units of Reliance Medium Term Fund - Growth	470	-
16,897.95 (previous year: Nil) units of Reliance Liquid Fund - TP Plan - Growth	619	-
12,04,434.71 (previous year: Nil) units of DHFL Pramerica Ultra Short Term Fund - Growth	202	-
41,029.36 (previous year: Nil) units of UTI Floating Rate Fund - Growth	1,000	-
8,588.18 (previous year: Nil) units of UTI Money Market Mutual Fund - Growth	143	-
8,981.74 (previous year: Nil) units of Reliance Liquidity Fund Growth plan - Growth Option	197	-
2,287.00 (previous year: Nil) units of Nabil Balance Fund - I - Growth (# ₹ 5,797)	#	-
Nil (previous year: 1,204,434.71) units of DWS Ultra Short Term Fund - Growth	-	202
Nil (previous year: 6,626.69) units of Taurus Liquid fund Growth	-	100
	6,761	1,907
Unquoted current investments		
Aggregate book value of investments	6,761	1,907

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

20 Inventories

(valued at the lower of cost and net realisable value)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Stores and spares	**1,011**	979
Bunker and lube oil	**110**	188
	1,121	1,167

21 Trade receivables

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
Receivables outstanding for a period exceeding six months from the date they became due for payment			
(a) Unsecured, considered good		**2,451**	103
(b) Doubtful		**6,054**	5,374
		8,505	5,477
Less: Provision for doubtful receivables		**(6,054)**	(5,374)
	(A)	**2,451**	103
Other receivables			
(a) Unsecured, considered good		**64,242**	64,653
(b) Doubtful		**418**	95
		64,660	64,748
Less: Provision for doubtful receivables		**(418)**	(95)
	(B)	**64,242**	64,653
	(A+B)	**66,693**	64,756

22 Cash and bank balances

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Cash and cash equivalents		
Balances with banks		
- On current accounts	**18,822**	16,307
- Deposits with original maturity of less than three months	**-**	9
- On unpaid dividend account	**7**	2
- On exchange earners foreign currency	**-**	15
Cash on hand	**315**	261
	19,144	16,594
Other bank balances		
-Deposit with original maturity of more than 3 months but less than 12 months	**1,502**	688
-Deposit with original maturity of more than 12 months	**28**	22
-Margin money deposit under lien	**34**	92
	1,564	802
Amount disclosed under non-current assets (refer note 18)	**(20)**	(22)
	20,688	17,374
Details of bank balances / deposits:		
Bank balances available on demand / deposits with original maturity of 3 months or less included under 'Cash and cash equivalents'	**-**	9
Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'	**1,502**	688
Bank deposits due to mature after 12 months of the reporting date included under 'Other bank balances' (refer note 18)	**20**	22
Margin money deposit under lien	**8**	92
	1,530	811

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

23 Short-term loans and advances

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Current portion of long-term loans and advances (refer note 17)		
To parties other than related parties	**1,663**	266
To parties other than related parties		
Security Deposits		
Unsecured, considered good	**389**	340
Doubtful	**3**	3
	392	343
Less: Provision for doubtful deposits	**(3)**	(3)
	389	**340**
Other short term loans and advances		
Prepaid expenses	**3,809**	2,526
Advances for supply of services	**1,792**	4,492
Other advances	**1,593**	779
Loans to employees	**30**	29
Advance tax (net of provision for tax)	**510**	425
VAT receivable	**800**	775
Cenvat Credit receivable	**453**	426
Balance with custom and ports authorities	**251**	242
Advance to employees	**829**	698
	12,119	10,998

24 Revenue from operations

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Sale of services		
Multimodal transport operations	**471,733**	472,882
Container freight stations	**42,553**	38,211
Project and engineering solutions	**40,804**	41,966
Vessel operating income	**10,181**	7,460
Contract logistics income	**2,290**	1,282
	567,561	561,801
Other operating revenue		
Management fees	**367**	-
Business support charges	**359**	448
Miscellaneous income	**197**	172
Liability no longer required written back	**162**	228
Bad debts recovered	**117**	50
Maintenance income	**21**	19
Exchange fluctuation	**-**	162
Provision for doubtful debts written back	**10**	-
	1,233	1,079

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

25 Other income

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Interest income on		
- fixed deposits with banks	**142**	256
- loan given to other parties	**2**	-
- inter corporate deposits	**-**	83
Dividend income from		
- current investments	**-**	49
- long term investments	**-**	8
Other non-operating income		
- profit on sale of fixed assets (net)	**1,114**	2
- net gain on account of foreign exchange fluctuations	**465**	1,368
- profit on sale of investment (net)	**366**	622
- rental income	**352**	471
- sundry balances written back	**96**	57
- interest on income tax refund	**14**	84
- others	**79**	42
- gain on cancellation/ settlement of derivatives	**-**	2,219
	2,630	5,261

26 Cost of services rendered

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
Multimodal and transport expenses			
Freight and other ancillary cost		**329,141**	344,212
Delivery order/ documentation charges		**1,084**	850
Insurance		**578**	567
	(A)	**330,803**	345,629
Container freight stations expenses			
Handling and Transportation charges		**16,964**	15,765
Power and fuel costs		**1,009**	1,552
Repairs and maintenance-Others		**282**	404
	(B)	**18,255**	17,721
Project and engineering solutions expenses			
Project operating and hiring expenses		**16,214**	16,096
Repairs and maintainance - machinery		**2,796**	3,050
Power and fuel costs		**2,257**	2,707
Stores and spares consumed		**1,662**	1,759
Insurance		**254**	275
	(C)	**23,183**	23,887
Vessel operating expenses			
Fuel and oil		**2,270**	2,289
Wages, bonus and other allowances of floating staff		**822**	811
Spares consumed		**303**	190
Insurance		**122**	87
Repairs - others		**76**	61
Other vessel operating expenses		**3,937**	2,397
	(D)	**7,530**	5,835
Other operational cost			
Contract logistics expenses		**1,465**	733
	(E)	**1,465**	733
	(A+B+C+D+E)	**381,236**	393,805

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

27 Employee benefits expense

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Salaries, wages and bonus	**78,195**	71,558
Contributions to provident and other funds	**9,026**	8,849
Staff welfare expenses	**3,885**	4,059
Compensated absences	**1,306**	1,027
Gratuity	**148**	163
	92,560	85,656

28 Finance costs

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Interest expense		
- rupee term loan	**1,875**	2,334
- bank term loan	**1,295**	895
- buyers' credit	**149**	801
- foreign currency term loan	**88**	278
- cash credit	**89**	247
- vehicle finance loan	**106**	255
- working capital term loan	**162**	104
- finance lease obligations	**105**	127
- others	**380**	287
	4,249	5,328
Other borrowing costs		
Processing fees	**-**	19
	4,249	5,347

29 Depreciation and amortisation

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Depreciation of tangible assets	**14,368**	14,687
Amortisation of intangible assets	**821**	799
Goodwill written off on disposal of subsidiary	**-**	150
Depreciation on investment property	**97**	101
	15,286	15,737

30 Other expenses

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Rent	**8,713**	8,174
Legal and professional fees	**7,030**	4,204
Travelling expenses	**5,905**	5,682
Repairs to building and others	**2,304**	1,975
Business promotion	**2,519**	2,557
Printing and stationery	**2,019**	1,800
Communication charges	**1,816**	1,897
Rates and taxes	**1,613**	1,351
Office expenses	**1,562**	1,277
Electricity charges	**1,238**	1,254
Business support charges	**1,437**	-
Provision for doubtful debts	**840**	1,163
Insurance	**814**	795
CSR expense (refer note 40)	**665**	337
Bank charges	**531**	667

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

30 Other expenses (Continued)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Security expenses	**521**	483
Bad debts/advances written off	**281**	357
Forex exchange gain/loss (net)	**248**	239
Contract staff expenses	**151**	133
Directors fees and commission	**131**	101
Donations	**24**	36
Provision for doubtful loans and advances	**5**	-
Miscellaneous expenses	**2,429**	1,400
	42,796	35,882

31. Earnings per share (EPS)

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
a. Consolidated net profit after tax attributable to equity shareholders	**27,826**	23,989
b. Weighted average number of equity shares in calculating basic EPS*	**252,095,524**	252,095,524
c. Weighted average number of equity shares in calculating ddiluted EPS	**252,095,524**	252,095,524
d. Nominal value of shares	**2**	2
e. Basic and diluted EPS	**11.04**	9.52

* Figures after considering bonus shares issued vide approval from shareholders dated 01 January, 2016

32. Contingencies and commitments

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Contingent liabilities (refer note below):		
a. Disputed liabilities		
- Income tax	**5**	1,565
- Customs related	**370**	298
- VAT Tax	**383**	345
- Service Tax	**283**	374
- Stamp duty	**422**	422
- Others	**67**	100
b. Bank guarantees	**8,581**	21,759
c. **Commitments:**		
Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	**2,695**	4,028
d. **Litigations:**		
Claims against the Group, not acknowledged as debts	**383**	232

The Group has reviewed all its pending litigations and proceedings and has adequately made provisions for all such cases where provisions are required and disclosed amounts as contingent liabilities in its consolidated financial statements, wherever the exposure is considered possible. The Group's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect of the Group's consolidated results of operations or financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

33. Segment reporting

Business Segments:

The Group has identified three reportable segments viz. Multimodal Transport Operations, Container Freight Station and Project and Engineering Solutions as primary segment. Others mainly include revenue and results from contract logistics business. The segments have been identified and reported taking into account the nature of services provided, the differing risks and returns and the internal business reporting systems, in terms to the information required by the Accounting Standard 17 ('AS 17') on 'Segment Reporting'. The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting:

a) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses, which relate to the Group as a whole and are not allocable to a segment on reasonable basis, have been disclosed as "Unallocable".

b) Segment assets and liabilities represent the assets and liabilities in respective segments. Tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Geographical segments:

Although the Group's major operating divisions are managed on world wide basis, they operate in various geographical areas of the world. Segment revenues and assets are allocated based on the location of service facilities and other assets of an enterprise within the Group. Unallocable corporate assets have not been included in the segment assets for the various geographies.

Primary Segment Information

(₹ in lakhs)

Particulars	Multimodal Transport Operations	Container Freight Stations	Project and Engineering Solutions	Others	Unallocable	Total
Revenue						
External Revenue	**471,898**	**43,029**	**51,576**	**2,290**	**-**	**568,794**
	473,083	*38,753*	*49,762*	*1,282*	*-*	*562,880*
Add : Inter Segment Revenue	**4,349**	**1,285**	**3,322**	**196**	**1,652**	**10,805**
	4,295	*1,500*	*3,275*	*166*	*1,665*	*10,901*
Total Revenue	**476,247**	**44,315**	**54,898**	**2,486**	**1,652**	**579,598**
	477,378	*40,253*	*53,000*	*1,448*	*1,665*	*573,781*
Segment Results before Interest and Tax	**23,933**	**13,708**	**6,444**	**109**	**-**	**44,194**
	18,955	**10,903*	**7,259*	*151*	*-*	*37,268*
Finance costs						**(4,249)**
						(5,347)
Other unallocable income						**2,630**
						3,045
Other unallocable expenditure						**(7,278)**
						(3,252)

*Segment results for the year ended 31 March 2015 includes realised gain on cancellation of derivatives taken to hedge liabilities arising on acquisition of segment assets.

Previous year figures have been given in italics and have been regrouped / reclassified to confirm to the current year's classification.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

33. Segment reporting (Continued)

Primary Segment Information (Continued)

(₹ in lakhs)

Particulars	Multimodal Transport Operations	Container Freight Stations	Project and Engineering Solutions	Others	Unallocable	Total
Profit before tax						**35,297**
						31,714
Tax expense						**(6,998)**
						(6,996)
Profit after tax but before profit from associates						**28,299**
						24,718
Segment Assets	**192,948**	**46,536**	**76,261**	**4,371**	**48,218**	**368,333**
	172,953	*45,216*	*83,325*	*3,511*	*39,980*	*344,985*
Segment Liabilities	**65,323**	**2,951**	**5,918**	**366**	**5,617**	**80,175**
	62,027	*3,511*	*7,678*	*242*	*6,202*	*79,660*
Capital expenditure	**2,505**	**639**	**6,779**	**530**	**3,290**	**13,743**
	1,882	*1,201*	*320*	*15*	*110*	*3,528*
Depreciation	**2,812**	**2,068**	**9,562**	**177**	**667**	**15,286**
	3,030	*2,357*	*9,660*	*116*	*574*	*15,737*

The secondary segment relates to geographical segments viz. Operations within India and outside India based on location of the assets.

(₹ in lakhs)

Country / Region	31 March 2016			31 March 2015		
	Segment Revenue	Segment Assets	Total Cost incurred to acquire Segment Assets	Segment Revenue	Segment Assets	Total Cost incurred to acquire Segment Assets
India	**169,434**	**134,742**	**11,371**	161,140	137,905	1,650
America	**135,783**	**25,344**	**621**	141,766	27,035	390
Far East	**99,726**	**20,698**	**318**	93,814	17,220	332
Europe	**131,100**	**123,218**	**1,101**	137,468	106,935	927
Others	**57,943**	**12,580**	**331**	51,770	10,760	228
Less: Inter Segment	**(25,193)**	**3,532**	**-**	(23,442)	5,150	-
Total	**568,794**	**320,115**	**13,743**	**562,880**	**305,005**	**3,527**

34. Leases

Operating leases as lessee

a) The Group has taken commercial properties and equipment on non-cancellable operating lease. The lease agreements provides for an option to the Group to renew the lease period at the end of non-cancellable period.

b) Lease payments recognised for the year are ₹ 8,129 lakhs (previous year: ₹ 8,174 lakhs) (including rental paid in relation to cancellable lease).

c) There are no exceptional/restrictive covenants in the lease agreements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

34. Leases (Continued)

d) The future minimum lease payments in respect of non-cancellable lease property as at 31 March 2016 is as follows:

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Lease Payments		
Not later than one year	**3,428**	2,362
Later than one year but not later than 5 years	**7,145**	1,881
Later than 5 years	**990**	1,179

Operating leases as lessor

a) The Group has given warehouse and commercial properties on non-cancellable operating lease. The lease agreement provides for an option to the Group to renew the lease period at the end of non-cancellable period.

b) Lease income recognised for the year are ₹ 857 lakhs (previous year: ₹ 431 lakhs).There are no exceptional/restrictive covenants in the lease agreements. The future minimum lease receipts in respect of lease property as at 31 March 2016 is as follows:

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
Lease Receipts		
Not later than one year	**193**	418
Later than one year but not later than 5 years	**24**	145

Finance lease as a lessee

The Group has taken warehouses and office premises on finance lease. As per Accounting Standard (AS) - 19 "Accounting for Leases". Disclosure as required by the Accounting Standard 19 are set out as below.

(₹ in lakhs)

Particulars	Non-Current		Current	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
a. Total future minimum lease payments	**802**	1,126	**500**	460
b. Future interest	**74**	101	**72**	71
c. Future minimum lease payments (a-b)	**728**	1,026	**427**	388
d. Present value of future minimum lease payments	**669**	943	**415**	377

ii) Minimum lease paments

(₹ in lakhs)

Particulars	Minimum Lease Payments		Present Value	
	31 March 2016	31 March 2015	31 March 2016	31 March 2015
Payable within 1 year	**500**	460	**485**	446
Payable between 1 - 5 years	**753**	1,126	**697**	1,036
Payable later than 5 years	**49**	-	**41**	-

35. Employee benefits

i) Defined Contribution Plans:

For the Company and Indian subsidiaries an amount of ₹ 554 lakhs (previous year: ₹ 473 lakhs) contributed to provident funds, ESIC and other funds (refer note 27) is recognised by as an expense and included in "Contribution to Provident & Other Funds" under "Employee benefits expense" in the Consolidated Statement of Profit and Loss. In relation to foreign subsidiaries, the Group has contributed ₹ 8,472 lakhs (previous year: ₹ 8,376 lakhs) towards foreign defined contribution plans and pension fund in accordance with local laws.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

35. Employee benefits (Continued)

ii) Defined Benefit Plans

In accordance with local laws, the holding Company and its subsidiaries in India provide for gratuity, a defined benefit retirement plan covering eligible employees in India. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment. The present value of the defined benefit obligation and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date.

The following table sets out the funded as well as unfunded status of the retirement benefit plans and the amounts recognised in CFS: -

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
I	**Change in the defined benefit obligation**		
	Liability at the beginning of the year	**1,038**	918
	Interest cost	**60**	51
	Current service cost	**216**	89
	Past Service Cost [Vested benefit] recognised during the year	**(3)**	6
	Benefit paid	**(18)**	(132)
	Benefits paid directly by employer	**(38)**	-
	Exchange rate difference	**30**	-
	Net Actuarial (gain) / loss on obligations	**(63)**	106
	Liability at the end of the year*	**1,222**	1,038
II	**Amount recognised in the balance sheet**		
	Liability at the end of the year	**(1,222)**	(1,038)
	Fair value of plan assets at the end of the year	**805**	630
	Net Assets/(liabilities) recognised in the balance sheet	**(417)**	(408)

* The liability for defined benefit obligation includes liabilities of ₹ 423 lakhs (previous year: ₹ 288 lakhs) relating to unfunded gratuity obligations in relation to some of the entities in the Group.

III	**Expense recognised in the Consolidated Statement of Profit and Loss**		
	Current service cost	**216**	89
	Interest cost	**60**	15
	Expected return on plan assets	**(7)**	(6)
	Past Service Cost (Vested benefit) recognied during the year	**(3)**	6
	Net actuarial (gain) / loss to be recognised	**(113)**	58
	Exchange rate difference	**(6)**	-
	Total expenses recognised in the Consolidated Statement of Profit and Loss	**148**	162
IV	**Balance sheet reconciliation**		
	Opening net (Asset) / Liability	**408**	467
	Expense as above	**148**	162
	Employers contribution paid	**(171)**	(221)
	Exchange rate difference	**32**	-
	(Asset) /Liability recognised in the balance sheet	**417**	408

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

35. Employee benefits (Continued)

(₹ in lakhs)

Particulars		31 March 2016	31 March 2015
V	**Change in the Fair Value of Plan Assets**		
	Fair Value of Plan Assets at the begining of the year	**630**	451
	Expected Return on Plan Assets	**7**	42
	Contributions	**127**	114
	Benefit Paid	**(8)**	(25)
	Actuarial gain /(loss) on Plan Assets	**49**	48
	Fair Value of Plan Assets at the end of the year	**805**	630
	Total actuarial gain / (loss) to be recognised	**(119)**	60
VI	**Actual return on Plan Assets:**		
	Asset:		
	Expected Return on Plan Assets	**7**	42
	Actuarial gain /(loss) on Plan Assets	**49**	48
	Actual Return on Plan Assets	**56**	90
VII	**Investment details of Plan Assets:**		
	Government of India Assets	**-**	41
	Corporate Bonds	**-**	7
	Insurer Managed Funds	**805**	582
	Other	**-**	-
	Total Plan Assets	**805**	630
VIII	**Actuarial assumptions**		
	Range of Discount rates	**7.48% - 8.00%**	7.48% - 8.00%
	Salary escalation considered	**5.00% - 8.00%**	5.00% - 8.50%

The estimate of future salary increases considered in actuarial valuation takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

Amounts of experience adjustments for the previous five years are as follows:

(₹ in lakhs)

Particulars		Year Ended 31 March			Period ended 31 March	Year Ended 31 December
		2015	2014	2013	2012	2010
IX	**Experience adjustments**					
	Present value of defined benefit obligation	1,038	(531)	(413)	(374)	(231)
	Fair value of the plan assets	630	451	419	258	166
	(Deficit) / Surplus in the plan	(408)	(80)	6	(116)	(65)
	Experience adjustments on:					
	Plan liabilities (gain)/ loss	(60)	(2)	(64)	59	22
	Plan assets gain / (loss)	(48)	(4)	12	-	(10)

Other long term employee benefits: Leave encashment

In accordance with the leave policy, the Group has provided for leave entitlement on the basis of an actuarial valuation carried out at the end of the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

36. Related party disclosures

Other related parties:

I. Associates

Allcargo Logistics Lanka (Private) Limited (w.e.f. 02 March 2015)
Gantoni General Enterprises Ltd.
FCL Marine Agencies Gmbh (Hamburg) (w.e.f. 03 September 2014)
FCL Marine Agencies Gmbh (Bremen) (w.e.f. 03 September 2014)
INEGA N.V.
FCL Marine Agencies Belgium bvba
OVCL Vietnam

II. Joint Ventures

Transnepal Freight Services Private Limited
Fasder S.A.(w.e.f. 05 August 2014)
Ecu Logistics Peru SAC (w.e.f. 29 December 2014)

III. Entities over which key managerial personnel or their relative's exercises significant influence:

Allcargo Movers (Bombay) Private Limited (upto 14 December 2015)
Allcargo Movers (Bombay) LLP (w.e.f 15 December 2015)
Allcargo Shipping Services Private Limited
Allnet Infotech Private Limited
Avadh Marketing LLP
Avash Builders And Infrastructure Private Limited
Contech Estate LLP
N.R. Holdings Private Limited
Sealand Crane Private Limited
Sealand Holdings Private Limited
Talentos (India) Private Limited
Transindia Freight Private Limited
Transindia Freight Services Private Limited
Poorn Buildcon Pvt. Ltd (upto 15 November 2015)
Poorn Buildcon LLP (w.e.f 16 November 2015)
Panna Estates LLP
Avvashya Foundation Trust

IV Key Managerial Personnel

Shashi Kiran Shetty
Umesh Shetty (till 6 November 2014)
Adarsh Hegde

V. Relatives of Key Management Personnel

Arathi Shetty
Umesh Shetty (from 7 November 2014)

36. Related party disclosures (Continued)

(₹ in lakhs)

	Particulars	Associates		Entities over which key managerial personnel exercises significant influence		Key Managerial Personnel and their relatives		TOTAL	
		31 March 16	31 March 15	**31 March 16**	31 March 15	**31 March 16**	31 March 15	**31 March 16**	31 March 15
1	Multimodal Transport Income	**498**	315	**-**	-	**-**	-	**498**	315
2	Multimodal Transport expenses	**297**	9	**-**	-	**-**	-	**297**	9
3	Management fees received	**83**	-	**-**	-	**-**	-	**83**	-
4	Remuneration to Directors	**-**	-	**-**	-	**531**	652	**531**	652
5	Remuneration to relatives of Key managerial personnel	**-**	-	**-**	-	**219**	87	**219**	87
6	Commission to Directors	**-**	-	**-**	-	**525**	362	**525**	362
7	Dividend paid	**-**	-	**-**	-	**3,709**	1,833	**3,709**	1,833
8	Rent paid	**-**	-	**585**	585	**9**	9	**594**	594
9	Sitting fees to Directors	**-**	-	**-**	-	**1**	1	**1**	1
10	**Deposits**								
	Deposit given	**-**	-	**-**	5	**-**	4	**-**	9
	Closing Balance	**-**	-	**585**	585	**9**	9	**594**	594
11	Directors Commission payable	**-**	-	**-**	-	**612**	362	**612**	362
12	Expenditure towards CSR /Donations	**-**	-	**236**	162	**-**	-	**236**	162
13	Trade Receivables	**(1)**	-	**-**	-	**-**	-	**(1)**	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

36. Related party disclosures (Continued)

Details of material related party transactions which are more than 10% of the total transactions of the same type with a related party during the year ended:

Sr No.	Related Party Transactions Summary	31 March 2016	31 March 2015
1	**Multimodal Transport Income**		
	FCL Marine Agencies Gmbh (Hamburg)	**267**	65
	FCL Marine Agencies Gmbh (Bremen)	**12**	92
	FCL Marine Agencies Belgium bvba	**113**	46
	INEGA N.V.	**107**	112
2	**Multimodal Transport Expenses**		
	FCL Marine Agencies Gmbh (Hamburg)	**210**	-
	FCL Marine Agencies Belgium bvba	**87**	9
3	**Management fees recieved**		
	FCL Marine Agencies Gmbh (Hamburg)	**18**	-
	FCL Marine Agencies Gmbh (Bremen)	**65**	-
4	**Remuneration to Directors**		
	Mr. Shashi Kiran Shetty	**331**	326
	Mr. Umesh Shetty	**-**	120
	Mr. Adarsh Hegde	**200**	206
5	**Remuneration to relative of Key managerial Personnel**		
	Mr. Umesh Shetty	**219**	87
6	**Commission to Directors**		
	Mr. Shashi Kiran Shetty	**300**	179
	Mr. Umesh Shetty	**-**	51
	Mr. Adarsh Hegde	**200**	132
7	**Dividend Paid**		
	Mr. Shashi Kiran Shetty	**3,427**	1,714
8	**Rent paid**		
	Avash Builders And Infrastructure Private Limited	**175**	175
	Sealand Crane Private Limited	**91**	91
	Allnet Infotech Private Limited	**84**	84
	Talentos (India) Private Limited	**170**	170
9	**Sitting fees paid to directors**		
	Mrs Arathi Shetty	**1**	1
10	**Deposits receivable Closing balance**		
	Avash Builders And Infrastructure Private Limited	**175**	175
	Talentos (India) Private Limited	**170**	170
	Sealand Crane Private Limited	**91**	91
	Allnet Infotech Private Limited	**84**	84
11	**Directors commission payable**		
	Mr. Shashi Kiran Shetty	**300**	179
	Mr. Umesh Shetty	**-**	51
	Mr. Adarsh Hegde	**200**	132
12	**Expenditure towards CSR/donations**		
	Avvashya Foundation	**236**	162

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

37. Transfer Pricing

International and specified domestic transactions with related parties

The Group's international and specified domestic transactions with related parties are at arm's length as per the independent accountant's reports for the year ended 31 March 2015. The Group's management believes that the Company's and its subsidiaries international and specified domestic transactions with related parties post 31 March 2015 continue to be at arm's length and that the transfer pricing legislation will not have any impact on these consolidated financial statements, particularly on tax expense and provision for taxation.

38. Particulars of Derivative Instruments entered into by Group:-

The Group uses derivative and forward contracts to hedge its risks associated with foreign currency fluctuations and variable interest rates. Such transactions are governed by the strategy approved by the Holding Company's Board of Directors which provides principles on the use of these instruments consistent with the Group Risk Management Policy. The Group has marked to market the derivative contract outstanding as at 31 March 2016 which has resulted in a net gain to the Group. The Group has not recognised the resulted gain of ₹ Nil lakhs (previous year: ₹ 94 lakhs), on prudent basis which is notional in nature.

The Group uses derivative financial instruments such as forward exchange contracts, swaps and options to hedge its risks associated with foreign currency and interest rate fluctuations on buyer's credit. Accounting policy for the same is based on AS 1 Disclosure of Accounting Policies read with AS 11 The Effects of Changes in Foreign Exchange Rates.

Particulars of Derivative Instrument acquired for hedging	As at 31 March 2016			
	No.of Instruments	Currency	Amount in lakhs	₹ in lakhs
A) Interest Rate Currency Swaps (to hedge against variable interest ratest)	**4**	**EUR**	**117.79**	**8,845**
B) Principle and Interest Rate Currency Swaps (to hedge against Buyers Credit)	**1**	**USD**	**13.88**	**777**
C) Currency Options (to hedge against fluctuation in currency rate)	**2**	**EUR to USD**	**101.54**	**7,625**

Particulars of Derivative Instrument acquired for hedging	As at 31 March 2015			
	No.of Instruments	Currency	Amount in lakhs	₹ in lakhs
A) Principle and Interest Rate Currency Swaps (to hedge buyers' credit)	1	USD	13.88	777
B) Forward Contract towards Foreign Currency Term Loan	5	EUR	198.83	13,423
C) Currency Options (to hedge against fluctuation in currency rate)	2	EUR to USD	118.46	7,998

Unhedged foreign currency exposure:-

The Group's foreign currency exposure not hedged by any forward or derivative contract mainly includes trade and other payables and trade receivables in USD and Euro. The following are the exposures as on 31 March 2016 and 31 March 2015:

Trade and other payables

	31 March 2016		31 March 2015	
Currency	Foreign currency in lakhs	₹ in lakhs	Amount in lakhs	₹ in lakhs
EUR	**5.44**	**410**	37.36	2,522
USD	**102.81**	**6,613**	107.63	6,746
		7,023		9,268

Trade receivables

	31 March 2016		31 March 2015	
Currency	Foreign currency in lakhs	₹ in lakhs	Amount in lakhs	₹ in lakhs
EUR	**11.80**	**886**	64.15	4,330
USD	**115.25**	**7,430**	141.01	8,833
		8,316		13,163

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

The Group's foreign currency liabilities also includes trade and other payables in other foreign currencies and other liabilities denominated in USD aggregating to ₹ 72 lakhs (previous year: ₹ 231 lakhs).

Similarly, the group has trade and other receivables in other foreign currencies of ₹ 26 lakhs (previous year: ₹ 251).

39. Investment in Joint ventures

The Groups interest in joint ventures is accounted, in accordance with the principles and procedures set out in AS – 27, 'Financial Reporting of Interests in Joint Ventures'.

Sr. No.	Joint Venture	Location	Principal Activities	Ownership Interest
1	Transnepal Freight Services Private Limited	Nepal	Container Freight Stations	50%
2	Fasder S.A.	Uruguay	Multimodal transport operations	50%
3	Ecu Logistics Peru SAC	Peru	Multimodal transport operations	50%

The group's share of each of the assets, liabilities, income and expenses etc. related to its interest in jointly controlled entities (based on unaudited financial statement) considered in the consolidated financial statements are as follows:-

(₹ in lakhs)

Particulars	31 March 2016	31 March 2015
I. ASSETS		
Fixed assets	**113**	107
Investments	**-**	4
Current assets, loans and advances		
a) Current investments	**13**	3
b) Inventories	**-**	2
c) Cash and bank balances	**235**	71
d) loans and advances	**488**	4
e) Trade receivables	**-**	247
II. LIABILITIES		
Share capital (including bonus issue)	**55**	55
Reserves and surplus	**392**	147
Current liabilities		
a) Short-term borrowings	**-**	9
b) Trade payables	**3**	7
c) Provisions	**-**	43
d) Other Current liabilities	**399**	177
III. INCOME		
Operating revenue	**3,780**	633
Other income	**1**	-
IV. EXPENSES		
Operating expenses	**2,433**	315
Employee benefit expenses	**591**	129
Admin and other expenses	**374**	77
Depreciation	**8**	8
Provision for taxation	**104**	37

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

40. Corporate social responsibility

As per Section 135 of the Act, a CSR committee have been formed by the Company and respective subsidiary covered under this clause. The funds are utilised throughout the year on the activities specified in Schedule VII to the Act. The utilisation is done either by way of direct contribution towards various activities or by way of contribution to a trust – Avvashya Foundation.

(a) Gross amount required to be spent by the Company during the year: ₹ 243 Lakhs (previous year: ₹ 310 lakhs)

(b) The areas of CSR activities and contributions made thereto are as follows:

Amount spent during the year on ;	In cash	Yet to be paid in cash	Total
1) Construction / Acquisition of any assets	-	-	-
2) For purposes other than (1) above:			
- Promoting and preventive health care	152	-	152
	(138)	*(6)*	*(144)*
- Promoting education including special education and employment enhancing vocational fees	390	-	390
	(99)	*(12)*	*(111)*
- Others	123	-	123
	(72)	*(10)*	*(82)*
Total	**665**	**-**	**665**
	(309)	*(28)*	*(337)*

(c) The amount spent during the current year includes a sum of ₹ 236 lakhs (previous year: ₹ 162 lakhs) as contribution to a trust Avvashya Foundation, (where Key managerial personnel and relatives are able to exercise significant influence) (refer note 36).

(d) Movement in provision during the year 2015-2016:

Particulars	31 March 2016	31 March 2015
Opening provision	28	-
Additions during the year	-	28
Utilised during the year	28	-
Closing provisions	-	28

41. Proposed slump sale

The Board of Directors of the Holding Company and its wholly owned subsidiary Transindia Logistic Park Pvt. Ltd (TLPPL), have approved the transfer of the Container Freight Station (CFS) business of TLPPL to the Holding Company through slump sale subject to determination of valuation by an independent valuer and receipt of requisite statutory and regulatory approvals. This transaction will have no impact on consolidated financial statements.

42. Transaction with CCI Integrated Logistics Private Limited

a) With a view to achieve significant presence in the Contract Logistics and E-Commerce Logistics business, the Board of Directors of the Holding Company and Hindustan Cargo Limited (HCL), a wholly owned subsidiary of the Company, at their respective meetings held on February 13, 2016, approved the acquisition of controlling stake in CCI Integrated Logistics Private Limited ('CCI') by sale and transfer of Freight Forwarding and Contract Logistics business to CCI to the Holding Company, subject to determination of valuation by an independent valuer and receipt of necessary statutory, regulatory and Shareholders approvals.

b) Subsequently in its meeting held on 20 May 2016, the Board of Diretors of the Holding Company granted its approval to sale and transfer its Contract Logistics Business to Avvashya CCI Logistics Private Limited (ACCI) (formerly known as CCI Integrated Logistics Private Limited) as a going concern on a slump sale basis for a total consideration of ₹ 1,962 lakhs, as determined by the independent valuer. The sales

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

consideration shall be discharged by ACCI by issue of further equity shares to the extent of 6.63% of the expanded capital.

c) The Board of Directors of the Holding Company, also approved acquisition of additional 43.93% stake from the Promoter Shareholders of ACCI for an aggregate consideration of ₹ 13,000 lakhs.

d) The Board of Directors of Hindustan Cargo Limited at its meeting held on 19 May 2016 granted its approval to sale and transfer its Freight Forwarding Business to Avvashya CCI Logistics Private Limited (ACCI) as a going concern on a slump sale basis for a total consideration of ₹ 3,129 lakhs. The sale consideration shall be discharged by ACCI by issue of further equity shares to the extent of 10.57% of the expanded capital.

e) Post acquisition, the group will hold 61.13% stake and the Promoter Shareholders will hold 38.87% stake in ACCI. The proposed integration of CCI and Allcargo businesses will further expand the Warehousing and Freight Forwarding Company and other logistical services and will provide one stop solution to their respective customers.

43. Additional Information to be given as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary / Associates / Jointly controlled entities (before elimination of inter group transactions):

Sr. No	Name of the entity	Net Assets i.e total assets less total liabilities		Share in profit		Net Assets i.e total assets less total		Share in profit	
		As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs	As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs
		31 March 2016				31 March 2015			
	Parent								
	Allcargo Logistics Limited	**61.72%**	**136,170**	**44.62%**	**12,415**	67.11%	128,025	40.64%	9,749
	Subsidiaries								
	Indian:								
1	Hindustan Cargo Limited	**1.51%**	**3,341**	**0.34%**	**94**	1.70%	3,247	1.59%	382
2	Contech Transport Services Private Limited	**0.81%**	**1,796**	**0.14%**	**40**	0.92%	1,757	0.06%	15
3	Comptech Solutions Private Limited	**0.32%**	**696**	**0.23%**	**64**	0.09%	175	0.20%	48
4	Ecu Line (India) Private Limited	**0.00%**	**(3)**	**-0.01%**	**(2)**	0.00%	(1)	-0.00%	(1)
5	Allcargo Shipping Co. Private Limited	**3.09%**	**6,826**	**-0.53%**	**(147)**	3.66%	6,974	0.74%	178
6	South Asia Terminals Private Limited	**-0.21%**	**(474)**	**-0.10%**	**(29)**	-0.23%	(446)	-0.75%	(180)
7	Southern Terminal & Trading Private Limited	**0.11%**	**234**	**-0.00%**	**(1)**	0.12%	236	0.03%	6
8	AGL Warehousing Private Limited	**1.42%**	**3,137**	**-0.18%**	**(50)**	1.67%	3,187	-0.27%	(65)
9	Allcargo Logistic Park Private Limited	**0.28%**	**621**	**0.53%**	**147**	0.25%	474	-0.08%	(19)
10	Amfin Consulting Private Limited	**0.09%**	**194**	**0.02%**	**7**	0.10%	188	0.03%	7
11	Transindia Logistics Park Private Limited	**3.21%**	**7,088**	**5.21%**	**1,451**	2.95%	5,637	2.83%	679
12	Acex Logistics Limited (Current year loss: ₹ 24,909 ; previous year: Loss of ₹ 9,392)	**0.00%**	**4**	**-0.00%**	**(0)**	0.00%	4	-0.00%	(0)
13	Credo Shipping Agencies (India) Private Limited (ceased w.e.f. 24 January 2016)	**0.00%**	**-**	**0.00%**	**-**	0.00%	-	-0.01%	(1)
14	Combiline Indian Agencies Private Limited	**-0.01%**	**(14)**	**-0.01%**	**(2)**	-0.01%	(12)	-0.01%	(1)
15	Ecu International (Asia) Private Limited (previous year: Profit of ₹ 40,439)	**0.01%**	**30**	**0.01%**	**2**	0.01%	28	0.00%	0
	Foreign:(refer note below)								

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

43. Additional Information to be given as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary / Associates / Jointly controlled entities (before elimination of inter group transactions): (Continued)

Sr. No	Name of the entity	Net Assets i.e total assets less total liabilities		Share in profit		Net Assets i.e total assets less total		Share in profit	
		As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs	As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs
		31 March 2016				31 March 2015			
1	Allcargo Logistics LLC	-0.13%	(288)	-0.80%	(222)	-0.03%	(60)	-0.34%	(83)
2	Asia Line Ltd	0.48%	1,049	-3.70%	(1,029)	1.04%	1,977	-0.23%	(55)
3	Ecuhold N.V.	12.32%	27,175	32.26%	8,977	15.63%	29,825	34.59%	8,298
4	FMA-Line Holding N.V.	-0.03%	(62)	-0.03%	(8)	-0.02%	(46)	-0.07%	(16)
5	Ecu International N.V.	1.20%	2,641	5.03%	1,399	0.31%	592	-5.37%	(1,288)
6	Ecu-Line N.V.	2.01%	4,439	1.30%	362	1.91%	3,651	-1.37%	(329)
7	HCL Logistics N.V.	-0.35%	(781)	-1.45%	(404)	-0.13%	(249)	-0.35%	(85)
8	Ecu-Logistics N.V.	0.07%	150	1.57%	437	-0.14%	(269)	-1.20%	(288)
9	Ecu-Tech BVBA	-0.01%	(30)	-0.15%	(41)	-0.10%	(194)	-0.24%	(57)
10	Ecu-Line Germany GmbH	1.32%	2,922	2.20%	613	1.09%	2,082	2.15%	515
11	Ecu-Line Italia srl.	0.08%	180	-0.02%	(6)	0.09%	178	0.31%	74
12	Ecu-Line Rotterdam BV	0.27%	604	0.05%	14	0.28%	530	0.07%	16
13	Ecu-Line Romania SRL	0.03%	67	0.02%	6	0.03%	49	-0.03%	(7)
14	Ecu-Line Spain S.L.	0.03%	63	-0.34%	(93)	0.05%	96	0.16%	39
15	Ecu Uluslarasi Tas. Ve Ticaret Ltd. Sti.	0.15%	321	0.62%	172	0.15%	291	0.75%	179
16	Ecu-Line UK Ltd.	0.49%	1,078	0.89%	247	0.51%	973	1.27%	304
17	Ecu-Line Canada Inc	-0.01%	(13)	1.43%	399	-0.21%	(402)	-1.26%	(302)
18	Ecu-Line Meditterranean Limited	0.01%	31	0.05%	13	0.01%	22	0.00%	1
19	Jordan Gulf for Freight Services Agencies Co.LLC	0.12%	266	0.49%	137	0.11%	219	0.52%	124
20	Ecu-Line Middle East LLC	0.09%	198	1.72%	478	0.35%	673	2.12%	508
21	Ecu-Line Japan Ltd.	0.20%	433	0.53%	147	0.13%	242	0.23%	56
22	Ecu-Line Hong Kong Ltd.	0.16%	343	1.13%	315	0.41%	773	1.94%	465
23	Ecu-Line Abu Dhabi LLC	0.03%	67	0.34%	95	0.08%	155	0.42%	100
24	Ecu-Line Malaysia Sdn. Bhd.	0.15%	322	0.18%	49	0.13%	257	0.50%	120
25	Ecu-Line Singapore Pte. Ltd.	0.94%	2,077	1.69%	471	0.74%	1,413	1.16%	279
26	Ecu-Line (Thailand) Co. Ltd.	0.09%	191	0.50%	138	0.12%	224	0.38%	92
27	Ecu International Far East Ltd.	0.35%	762	1.00%	277	0.22%	424	0.53%	126
28	Ecu-Line Guangzhou Ltd	0.97%	2,143	2.41%	671	0.77%	1,471	1.66%	398
29	Ecu-Line Egypt Ltd.	0.04%	80	1.40%	390	0.06%	110	1.19%	286
30	Ecu-Line Doha W.L.L.	0.06%	136	0.05%	13	0.08%	150	0.21%	51
31	ELWA Ghana Limited	0.05%	104	0.18%	50	0.03%	51	0.09%	21
32	Ecu-Line Kenya Ltd.	0.13%	286	0.50%	139	0.15%	291	0.37%	89
33	Ecu-Line South Africa (Pty.) Ltd.	0.07%	150	0.84%	233	0.12%	231	0.91%	218
34	Société Ecu-Line Tunisie Sarl	0.09%	202	0.30%	84	0.07%	125	0.18%	43
35	Ecu-Line Maroc S.A.	0.14%	307	0.41%	114	0.13%	239	0.36%	86
36	Ecu-Line Mauritius Ltd.	0.02%	36	0.03%	7	0.02%	40	0.08%	18
37	CELM Logistics SA De CV	0.02%	51	0.39%	108	0.03%	56	0.35%	84
38	Ecu-Line Philippines Inc.	0.24%	520	0.95%	264	0.13%	244	0.22%	53
39	Flamingo Line El Salvador SA de CV	0.01%	23	0.05%	13	0.01%	10	0.02%	4
40	Ecu-Line Australia Pty Ltd.	0.17%	377	1.07%	299	0.18%	348	0.82%	197
41	Ecu-Line NZ Ltd.	0.04%	95	0.43%	120	0.05%	102	0.32%	76
42	Ecu-Line Côte d'Ivoire Sarl	0.06%	125	0.09%	26	0.05%	87	0.23%	56
43	Ecu-Line Polska SP. z.o.o.	0.06%	126	0.40%	111	0.01%	17	0.18%	43
44	Ecu Logistics do Brasil Ltda.	-0.67%	(1,467)	-2.90%	(807)	-0.35%	(667)	2.22%	533

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

43. Additional Information to be given as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary / Associates / Jointly controlled entities (before elimination of inter group transactions): (Continued)

Sr. No	Name of the entity	Net Assets i.e total assets less total liabilities		Share in profit		Net Assets i.e total assets less total		Share in profit	
		As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs	As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs
		31 March 2016				31 March 2015			
45	Ecu-Line Chile S.A.	0.23%	498	0.05%	15	0.25%	468	-0.08%	(18)
46	Flamingo Line Chile S.A. (Current year loss of ₹ 40,879)	0.01%	11	0.00%	-	0.01%	12	-0.01%	(3)
47	Ecu-Line de Colombia S.A.S	0.04%	92	0.27%	75	0.04%	71	0.73%	176
48	Ecu-Line del Ecuador S.A.	0.02%	44	0.06%	18	0.06%	120	0.46%	111
49	Conecli International S.A	0.07%	152	0.46%	129	0.05%	103	0.43%	103
50	Flamingo Line de Guatemala S.A.	-0.00%	(11)	0.07%	19	-0.02%	(29)	-0.24%	(58)
51	Ecu-Line de Panama SA	0.05%	104	-0.03%	(9)	0.06%	107	-0.08%	(18)
52	Ecu-Line Paraguay SA	0.01%	17	0.00%	1	0.01%	18	0.02%	4
53	Flamingo Line Del Peru SA	0.01%	16	-0.06%	(17)	0.02%	33	0.05%	13
54	Ecu-Line Peru SA	0.16%	356	0.07%	20	0.18%	345	1.06%	255
55	DEOLIX S.A.	0.01%	14	0.04%	10	0.00%	7	-0.06%	(14)
56	Administradora House Line C.A.	0.56%	1,225	-0.31%	(87)	0.50%	958	-0.03%	(7)
57	Ecu-Line Algerie sarl	0.03%	76	0.20%	54	0.01%	27	-0.06%	(14)
58	Ecu-Line Vietnam Co.Ltd	0.18%	397	1.03%	286	0.19%	358	1.13%	270
59	Mediterranean Cargo Center S.L. (MCC)	-0.04%	(83)	0.41%	115	-0.10%	(182)	0.49%	117
60	Ecu Logistics SA	0.18%	405	0.93%	260	0.17%	317	1.14%	274
61	Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)	0.20%	439	-0.01%	(2)	0.54%	1,037	4.34%	1,040
62	Ecu Global Services n.v.	7.00%	15,452	2.31%	642	9.44%	18,017	2.69%	646
63	Cargo Freight Stations, SA	0.05%	109	0.12%	32	0.07%	126	0.15%	36
64	Flamingo Line del Ecuador SA	0.00%	7	0.01%	2	0.00%	8	0.02%	4
65	Ecu Shipping Logistics (K) Ltd.	0.01%	12	0.00%	1	0.01%	11	0.00%	1
66	Ecu Logistics de Mexico SA de CV	0.27%	600	0.20%	57	0.33%	627	1.42%	341
67	Rotterdam Freight Station BV	0.05%	120	0.18%	49	0.03%	63	0.38%	90
68	CLD Compania Logistica de Distribucion SA.	0.54%	1,187	1.28%	357	0.70%	1,339	0.00%	-
69	Consolidadora Ecu- Line C.A	0.00%	0	0.00%	-	0.00%	0	0.00%	-
70	AGL N.V.	11.18%	24,670	41.54%	11,559	11.28%	21,516	-0.04%	(10)
71	Allcargo Belgium N.V.	7.04%	15,529	49.63%	13,809	1.36%	2,592	-18.22%	(4,371)
72	Eurocentre Milan srl.	0.14%	305	0.34%	95	0.10%	197	0.54%	129
73	Ecu-Line Switzerland GmBH	-0.02%	(39)	-0.32%	(89)	0.03%	48	0.05%	12
74	Ecu-Line (CZ) s.r.o.	-0.01%	(31)	0.31%	86	-0.06%	(107)	0.69%	166
75	Ecu-Line Bulgaria EOOD	-0.01%	(32)	0.01%	1	-0.02%	(30)	0.09%	21
76	PT EKA Consol Utama Line	0.16%	350	0.58%	162	0.09%	179	0.49%	118
77	Ecu Line Lanka (Pvt) Ltd.	0.06%	125	0.16%	43	0.05%	99	0.19%	45
78	S.H.E. Maritime Services Ltd.	0.01%	15	0.35%	97	0.00%	(4)	-0.20%	(48)
79	Guldary S.A.	0.39%	865	2.56%	713	0.67%	1,279	2.73%	656
80	Star Express Company Ltd.	4.51%	9,949	-0.01%	(3)	4.89%	9,328	-0.00%	(1)
81	China Consolidation Company Ltd	11.08%	24,454	1.41%	393	11.82%	22,554	14.68%	3,521
82	China Consolidation Services Shipping Ltd	0.26%	564	0.00%	-	0.28%	529	0.00%	-
83	CCS Shipping Ltd	0.28%	625	-0.05%	(15)	0.34%	639	0.13%	30
84	China consolidation services ltd	0.60%	1,332	0.37%	103	0.64%	1,220	-0.74%	(177)
85	Ocean House Ltd.	0.08%	186	0.11%	30	0.15%	286	0.13%	30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

43. Additional Information to be given as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary / Associates / Jointly controlled entities (before elimination of inter group transactions): (Continued)

Sr. No	Name of the entity	Net Assets i.e total assets less total liabilities		Share in profit		Net Assets i.e total assets less total		Share in profit	
		As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs	As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs
		31 March 2016				31 March 2015			
86	Ecu-Line Saudi Arabia LLC	0.38%	841	1.29%	360	0.25%	472	1.12%	268
87	Prism Global LLC	-0.27%	(587)	-11.56%	(3,216)	1.06%	2,020	6.11%	1,466
88	FCL Marine Agencies B.V.	0.50%	1,110	1.77%	491	0.38%	732	3.31%	794
89	Integrity Enterprises Pty Ltd	0.01%	20	0.00%	-	0.01%	19	0.00%	-
90	European Customs Broker N.V.	0.05%	113	0.48%	133	0.05%	94	0.15%	37
91	PRISM Global Ltd.	0.16%	349	3.11%	866	-0.26%	(497)	-1.98%	(476)
92	Eurocentre FZCO	0.18%	395	0.86%	238	0.30%	567	1.28%	308
93	FMA Line Nigeria Ltd. (incorporated on 27 July 2015)	0.02%	33	0.00%	-	0.00%	-	0.00%	-
94	Eculine Worldwide Logistics Co. Ltd. (incorporated on 28 January 2016)	0.00%	(3)	-0.02%	(6)	0.00%	-	0.00%	-
95	FMA-LINE France S.A.S.	0.02%	40	-0.03%	(8)	0.00%	-	0.00%	-
96	Ecu-Line Zimbabwe (Pvt) Ltd.	0.00%	-	0.00%	-	0.00%	-	0.00%	-
97	Contech Transport Servicec (Pvt) Ltd. (Srilanka)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
98	Ecu-Line Hungary Kft.	0.00%	-	0.00%	-	0.00%	-	0.00%	-
99	Ecu-Line Malta Ltd.	0.00%	-	0.00%	-	0.00%	-	0.00%	-
100	Eculine Worldwide (Uganda) (incorporated on 15 December 2015)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
101	Econocaribe Consolidators, Inc	5.72%	12,610	6.22%	1,730	5.33%	10,168	8.77%	2,105
102	OTI cargo Inc	0.44%	963	0.49%	136	0.00%	-	0.40%	96
103	Port International Inc	0.00%	-	0.00%	-	0.40%	772	0.00%	-
104	Econoline Storage Corp	0.81%	1,789	-0.44%	(124)	0.94%	1,795	-0.52%	(125)
105	ECI Customs Brokerage, Inc	0.30%	666	0.25%	70	0.29%	559	0.24%	58
	Less: Eliminations	-47.86%	(105,593)	-109.33%	(30,422)	-55.30%	(105,506)	-21.62%	(5,190)
	Minority Interest in all subsidiaries:								
	Indian:								
1	Comptech Solutions Private Limited	-0.06%	(124)	-0.12%	(33)	-0.05%	(91)	-0.10%	(25)
2	South Asia Terminals Private Limited	0.11%	232	0.05%	14	0.11%	216	0.37%	88
3	Allcargo Logistic Park Private Limited	-0.14%	(304)	-0.26%	(71)	-0.12%	(232)	0.04%	9
4	Combiline Indian Agencies Private Limited (Current year: Share of Net Assets: ₹ 14,793, Share of losses ₹ 2,067; previous year: Share of Net Assets ₹ 12,726, Share of losses ₹ 1,431)	0.00%	0	-0.00%	(0)	0.00%	0	-0.00%	(0)
	Foreign:								
1	Ecu-Line Canada Inc	0.00%	-	-0.60%	(167)	0.11%	201	0.63%	151
2	Ecu-Line Mediterranean Limited	-0.01%	(14)	-0.02%	(6)	-0.01%	(10)	-0.00%	(1)
3	Ecu-Line Middle East LLC	-0.10%	(228)	-0.24%	(66)	-0.15%	(277)	-0.30%	(71)
4	Ecu-Line Abu Dhabi LLC	-0.01%	(16)	-0.08%	(23)	-0.02%	(37)	-0.10%	(24)
5	Ecu-Line (Thailand) Co. Ltd.	-0.04%	(82)	-0.21%	(59)	-0.05%	(96)	-0.17%	(40)
6	Ecu-Line Kenya Ltd.	-0.02%	(52)	-0.09%	(25)	-0.03%	(52)	-0.07%	(16)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

43. Additional Information to be given as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary / Associates / Jointly controlled entities (before elimination of inter group transactions): (Continued)

Sr. No	Name of the entity	Net Assets i.e total assets less total liabilities		Share in profit		Net Assets i.e total assets less total		Share in profit	
		As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs	As % of consolidated net assets	₹ in lakhs	As % of consolidated profit	₹ in lakhs
		31 March 2016				31 March 2015			
7	Ecu-Line Japan Ltd.	**-0.07%**	**(152)**	**-0.19%**	**(52)**	-0.04%	(85)	-0.08%	(20)
8	Eurocentre FZCO	**-0.03%**	**(55)**	**-0.12%**	**(33)**	-0.04%	(79)	-0.18%	(43)
9	Ecu-Line Vietnam Co.Ltd	**-0.09%**	**(194)**	**-0.50%**	**(140)**	-0.09%	(175)	-0.55%	(132)
10	Centro Brasiliero de Armazenagem E Distribuiçao Ltda (Bracenter)	**-0.10%**	**(220)**	**0.00%**	**1**	-0.27%	(519)	-1.73%	(416)
11	Cargo Freight Stations, SA	**-0.02%**	**(55)**	**-0.06%**	**(16)**	-0.03%	(63)	-0.08%	(18)
12	Ecu Shipping Logistics (K) Ltd. (Net assets: ₹ 11,807; profit share of Minority interest: ₹ 1,157)	**0.00%**	**-**	**-0.00%**	**(0)**	-0.00%	(0)	0.00%	-
13	China consolidation services Ltd	**-0.15%**	**(339)**	**-0.09%**	**(26)**	-0.16%	(305)	0.18%	44
14	CCS Shipping Ltd	**-0.07%**	**(156)**	**0.01%**	**4**	-0.08%	(160)	-0.03%	(7)
15	China Consolidation Services Shipping Limited	**-0.06%**	**(141)**	**0.00%**	**-**	-0.07%	(132)	0.00%	-
16	Ocean House Ltd.	**-0.04%**	**(91)**	**-0.05%**	**(15)**	-0.07%	(140)	-0.06%	(15)
17	Ecu-Line Saudi Arabia LLC	**-0.11%**	**(252)**	**-0.39%**	**(108)**	-0.07%	(142)	-0.55%	(133)
18	European Customs Broker N.V.	**-0.02%**	**(34)**	**-0.14%**	**(40)**	-0.01%	(28)	-0.05%	(11)
19	FCL Marine Agencies B.V.	**0.00%**	**-**	**0.00%**	**-**	0.00%	-	-0.78%	(186)
20	S.H.E. Maritime Services Ltd.	**0.00%**	**-**	**0.00%**	**-**	0.00%	-	-0.25%	(60)
	Associates (investments as per equity method):								
	Foreign:								
1	FCL Marine Agencies Gmhb (Hamburg) (w.e. f. 03 September 2014)	**0.34%**	**752**	**0.21%**	**58**	0.25%	469	0.05%	13
2	FCL Marine Agencies Gmbh (Bermen) (w.e. f. 03 September 2014)	**0.16%**	**343**	**0.63%**	**174**	0.40%	765	0.65%	157
3	FCL Marine Agencies Belgium bvba (w.e.f. 19 March 2014)	**0.57%**	**1,254**	**0.20%**	**56**	0.13%	256	0.10%	24
4	INEGA N.V.	**0.00%**	**11**	**0.00%**	**-**	0.01%	10	0.00%	-
5	Allcargo Logistics Lanka (Private) Limited (w.e.f. 02 March 2015)	**0.05%**	**100**	**0.36%**	**100**	0.00%	-	0.00%	-
6	Gantoni General Enterprises Ltd	**0.00%**	**-**	**0.00%**	**-**	0.00%	-	0.00%	-
7	OVCL Vietnam Ltd	**0.00%**	**-**	**0.00%**	**-**	0.00%	-	0.00%	-
	Joint ventures (as per proportionate Consolidation method):								
	Foreign:								
1	Transnepal Freight Services Private Limited	**0.09%**	**207**	**0.35%**	**96**	0.06%	124	0.11%	26
2	Fasder SA (w.e.f. 05 August 2014) [Last year net assets (₹ 20,084)]	**0.01%**	**19**	**0.05%**	**14**	0.00%	(0)	-0.05%	(11)
3	Ecu Logistics Peru SAC (w.e.f. 29 December 2014)	**0.10%**	**221**	**0.57%**	**160**	0.04%	77	0.22%	52
	TOTAL	**100.00%**	**220,634**	**100.00%**	**27,826**	**100.00%**	**190,779**	**100.00%**	**23,989**

Note

In case of foreign subsidiaries, the financial information disclosed above is as per restated figures in IGAAP. This restatement is done for the inclusion of this financial information in the consolidated financial statements of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT

for the year ended 31 March 2016

44. Prior year comparatives

Previous year's figure has been regrouped / reclassified where ever necessary to confirm to the current year's classification.

As per our report of even date.

For S.R. Batliboi & Associates LLP
ICAI Firm Registration
No: 101049W/E300004
Chartered Accountants

per Kalpesh Jain
Partner
Membership No: 106406

Mumbai
20 May 2016

For Appan & Lokhandwala Associates
ICAI Firm Registration No: 117040W
Chartered Accountants

per M.Subramanian
Partner
Membership No: 111106

Mumbai
20 May 2016

For and on behalf of Board of Directors of
Allcargo Logistics Limited
CIN:L63010MH2004PLC073508

Shashi Kiran Shetty
Chairman and Managing Director
DIN:00012754

Keki Elavia
Director
DIN:00003940

Jatin Chokshi
Chief Financial Officer
M.No: 035018

Shailesh Dholakia
Company Secretary
M.No: A14316

Mumbai
20 May 2016

CORPORATE INFORMATION

BANKERS
Axis Bank Ltd.
BNP Paribas
Citi Bank NA
DBS Bank Ltd.
HDFC Bank Ltd.
The Honkong and Sanghai Banking Corporation Ltd
Kotak Mahindra Bank Limited (formerly known as ING Vysya Bank Ltd.)
Standard Chartered Bank
Yes Bank Ltd.
RBL Bank Ltd.

BANKERS - SUBSIDIARY COMPANIES
BNP Paribas
ING Belgium NV
KBC Bank

STATUTORY AUDITORS
M/s Appan & Lokhandwala Associates
Chartered Accountants
402, Shiv-Ashish, Plot No. 10
19th Road, Chembur
Mumbai 400 071

M/s. S. R. Batliboi & Associates LLP
Chartered Accountants
14th Floor, The Ruby
29, Senapati Bapat Marg, Dadar (West)
Mumbai – 400 028.

SECRETARIAL AUDITORS
M/s. Mehta & Mehta
Company Secretaries
Navjivan Society Bldg. No.3
12th Floor, Office No.9
Lamington Road
Mumbai 400 038.

INTERNAL AUDITOR,
Mr. Mukundan K V

COMPANY SECRETARY & COMPLIANCE OFFICER
Mr. Shailesh Dholakia

Solicitors & Legal Advisors
M/s. Maneksha & Sethna
Solicitors, Advocates & Notary
8, Ambalal Doshi Marg, Hamam Street
Fort, Mumbai 400 023

REGISTRAR & SHARE TRANSFER AGENTS
Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L.B.S. Marg, Bhandup (W)
Mumbai 400078.
Tel.: 022-2596 3838
Fax: 022-2594 6969
Email: mumbai@linkintime.co.in

REGISTERED OFFICE
6th Floor, Avashya House
CST Road, Kalina
Santacruz (East)
Mumbai 400 098
Tel.: 022-6679 8100
Fax: 022-6679 8195
www.allcargologistics.com

6th Floor, Avashya House
CST Road, Kalina
Santacruz (East)
Mumbai 400 098
Tel.: 022-6679 8100
Fax: 022-6679 8195
www.allcargologistics.com

concept, content and design at aicl [info@aicl.in]