

## **INDEPENDENT AUDITORS' REPORT**

**To the Members of Alstom Boilers India Limited**

### **Report on the Financial Statements**

1. We have audited the accompanying financial statements of **Alstom Boilers India Limited** ("the Company"), which comprise the Balance Sheet as at **31 March, 2015**, the Statement of Profit and Loss, 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**

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

### **Auditor's Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. 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.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

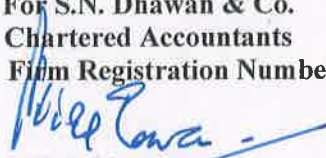


## Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31 March, 2015;
  - (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
  - (c) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraphs 3 and 4 of the order, to the extent applicable.
10. 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;
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors as at 31 March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as at 31 March, 2015 from being appointed as a director in terms Section 164 (2) of the Act; and
  - f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.N. Dhawan & Co.  
Chartered Accountants  
Firm Registration Number: 000050N  
  
Vijay Dhawan  
Partner  
Membership no.: 12565



Place: Noida  
Date : 29 April, 2015

## ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph [9] of the Auditors' Report of even date to the members of Alstom Boilers India Limited on the financial statements as of and for the year ended 31 March, 2015, we report that:

- i. The Company does not hold any fixed assets. Accordingly, the provisions of Clause 3(i) of said Order are not applicable.
- ii. The Company does not hold any inventory. Accordingly, the provisions of Clause 3(ii) of said Order are not applicable.
- iii. As per the information and records made available to us, the Company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly the provisions of clause 3 (iii) (a) & (b) of the Order are not applicable to the Company.
- iv. There is no purchase of inventory, fixed assets of sale of goods and services. Accordingly, the provisions of Clause 3(iv) of said Order are not applicable.
- v. According to the information and explanations given to us, the Company has not accepted any deposits under directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under. We have been informed that no Order has been passed by Company Law Board or Reserve Bank of India or any Court or any other Tribunal in this regard.
- vi. As Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, to the company. Accordingly, the provisions of Clause 3(vi) of said Order are not applicable.
- vii.
  - (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues with the appropriate authorities to the extent applicable. According to the information and explanations given to us, there are no undisputed amounts payable in respect of statutory dues which have remained outstanding as at 31 March, 2015 for a period of more than six months.
  - (b) According to information and explanations given to us and the records of the Company examined by us, there are no dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax and Cess that have not been deposited with the appropriate authorities on account of any dispute.
  - (c) According to information and explanations given to us and the records of the Company examined by us, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- viii. As the company is registered for less than five years, the provisions of Clause 3(viii) of said Order are not applicable.
- ix. According to the records of the Company examined by us and the information and explanation given to us, the Company does not have any dues to banks and financial institutions. The Company has not issued any debentures.
- x. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions during the year.



- xi. The Company does not have any term loans. Accordingly, the provisions of Clause 3(xi) of said Order are not applicable.
- xii. During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

**For S. N. Dhawan & Co.**  
**Chartered Accountants**  
**Firm Reg. No.: 000050N**

*Vijay Dhawan*

**(Vijay Dhawan)**  
**Partner**  
**M. No.: 12565**



**Place: Noida**

**Date: 29 April, 2015**

ALSTOM Boilers India Limited (CIN-029305WB2011PLC168435)

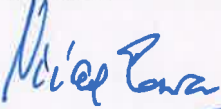
Balance Sheet

	Note	Amount (INR) As at 31 March 2015	Amount (INR) As at 31 March 2014
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share capital	3	500,000	500,000
Reserves and surplus	4	(487,261)	(458,536)
		<u>12,739</u>	<u>41,464</u>
<b>Current Liabilities</b>			
Other current liabilities	5	1,124	112,360
		<u>1,124</u>	<u>112,360</u>
<b>Total</b>		<u><b>13,863</b></u>	<u><b>153,824</b></u>
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and bank balances	6	13,863	153,824
		<u>13,863</u>	<u>153,824</u>
<b>Total</b>		<u><b>13,863</b></u>	<u><b>153,824</b></u>
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the these Financial Statements

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

For S.N. Dhawan & Co  
Firm Registration Number: 000050N  
Chartered Accountants


  
Vijay Dhawan  
Partner  
Membership No: 12565




Place : Noida

Date:

For and on behalf of the Board of Directors

  
R.N. Basu  
Director  
DIN-01192973

  
Vijay Sharma  
Director  
DIN 06700052





**ALSTOM Boilers India Limited**  
**Statement of profit and loss**

	Note	Amount (INR) For the year ended 31 March 2015	Amount (INR) For the year ended 31 March 2014
<b>Income</b>			
Revenue from operations		-	-
Other Income	7	-	75,843
<b>Total Revenue</b>		<u>-</u>	<u>75,843</u>
<b>Expenses</b>			
Other expenses	8	28,725	127,885
<b>Total Expenses</b>		<u>28,725</u>	<u>127,885</u>
<b>Profit / (Loss) before tax</b>		<u>(28,725)</u>	<u>(52,042)</u>
Tax expense		-	-
<b>Profit/(Loss) after tax</b>		<u>(28,725)</u>	<u>(52,042)</u>
Basic and diluted earnings per equity share [Nominal value per share: Rs.5]	10	(0.29)	(0.52)
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the these Financial Statements


This is the Statement of Profit and Loss referred to in our report of even date


For S.N. Dhawan & Co  
Firm Registration Number: 000050N  
Chartered Accountants

  
  
Vijay Dhawan  
Partner

Membership No: 12565  
Place : Noida  
Date:

For and on behalf of the Board of Directors

  
R.N. Basu  
Director

  
Vijay Sharma  
Director

**ALSTOM Boilers India Limited**

**Cash flow statement**

	<b>Amount (INR) For the year ended 31 March 2015</b>	Amount (INR) For the year ended 31 March 2014
<b>A. Cash flows from operating activities</b>		
Profit/(Loss) before tax	(28,725)	(52,042)
<b>Operating Loss before working capital changes</b>	<b>(28,725)</b>	<b>(52,042)</b>
<b>Adjustments for changes in working capital</b>		
Increase/(Decrease) in other current liabilities	(111,236)	(94,913)
<b>Cash (used in) from operating activities</b>	<b>(139,961)</b>	<b>(146,955)</b>
<b>Net cash (used in) from operating activities</b>	<b>(139,961)</b>	<b>(146,955)</b>
<b>B. Cash flows from investing activities</b>		
<b>Net cash (used in) investing activities</b>	-	-
<b>C. Cash flows from financing activities</b>		
<b>Net cash generated from financing activities</b>	-	-
<b>Net Increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(139,961)</b>	<b>(146,955)</b>
<b>Cash and cash equivalents, beginning of year</b>	153,824	300,779
<b>Cash and cash equivalents, end of year</b>	<b>13,863</b>	153,824
<b>Components of cash and cash equivalents</b>		
Balances with banks		
- on current accounts	13,863	153,824
<b>Total Cash &amp; Cash Equivalents</b>	<b>13,863</b>	<b>153,824</b>

1 The Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standards-3 on Cash Flow Statements as notified under Section 133 of the Companies Act, 2013.

2 Figures in brackets indicates cash outflow.

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

For S.N. Dhawan & Co

Firm Registration Number: 000050N

Chartered Accountants

*Vijay Dhawan*

Vijay Dhawan

Partner

Membership No: 12565

Place : Noida

Date:



For and on behalf of the Board of Directors

*R.N. Basu*

R.N. Basu

Director

*Vijay Sharma*

Vijay Sharma

Director

## **ALSTOM Boilers India Limited**

### **Notes to financial statement**

#### **1. General Information**

ALSTOM Boilers India Limited was incorporated on October 11, 2011. The Company is a wholly owned subsidiary of ALSTOM India Limited. In the current year there are no operations in the Company.

#### **2. Summary of significant accounting policies**

##### **2.1 Basis of preparation**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 133 of the Companies Act, 2013 and the other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle.

##### **2.2 Other Income**

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

##### **2.3 Taxation**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognized deferred tax assets, if any.





## **ALSTOM Boilers India Limited**

### **Notes to financial statement**

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

#### **2.4 Cash and Cash Equivalents**

In the cash flow statement, cash and cash equivalents includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

#### **2.5 Provisions and Contingencies**

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

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

#### **2.6 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



**ALSTOM Boilers India Limited**

**Notes to financial statement**

<b>Amount (INR)</b>	Amount (INR)
<b>As at</b>	As at
<b>31 March 2015</b>	31 March 2014

**3. Share Capital**

**Authorized:**

500,000 (Previous Year : 500,000) equity shares of Rs 5/- each

2,500,000	2,500,000
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**Issued:**

100,000 (Previous Year : 100,000) equity shares of Rs 5/- each

500,000	500,000
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**Subscribed and Fully Paid up:**

100,000 (Previous Year : 100,000) equity shares of Rs 5/- each

500,000	500,000
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**Total**

<b>500,000</b>	<b>500,000</b>
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**a. Reconciliation of number of shares**

	As at 31 March 2015		As at 31 March 2014	
	Numbers	Amount (INR)	Numbers	Amount (INR)
At the beginning of the year	100,000	500,000	100,000	500,000
Balance as at the end of the year	<b>100,000</b>	<b>500,000</b>	<b>100,000</b>	<b>500,000</b>

**b. Rights, preferences and restrictions attached to equity shares**

The Company has one class of equity shares having a par value of Rs.5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**c. Shares held by holding company**

	As at 31 March 2015 Amount (INR)	As at 31 March 2014 Amount (INR)
Equity Shares:		
100,000 (March 31,2014 : 100,000)equity shares of Rs 5/- each fully paid up held by ALSTOM India Limited, the holding Company and its nominees	500,000	500,000

**d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company**

	As at 31 March 2015		As at 31 March 2014	
	Numbers	% holding in the class	Numbers	% holding in the class
Equity Shares:				
ALSTOM India Limited, the holding Company and its nominees	100,000	100%	100,000	100%



**ALSTOM Boilers India Limited**

**Notes to financial statement**

	<b>Amount (INR) As at 31 March 2015</b>	Amount (INR) As at 31 March 2014
<b>4. Reserves and Surplus</b>		
<b>Surplus / (Deficit) in the statement of profit &amp; loss</b>		
Balance as at the beginning of year	(458,536)	(406,494)
Profit / (Loss) for the year	(28,725)	(52,042)
<b>Balance as at the end of the year</b>	<b>(487,261)</b>	<b>(458,536)</b>
<b>5. Other current liabilities</b>		
Expenses Payable	1,124	101,124
Statutory dues - Tax deducted at source	-	11,236
<b>Total</b>	<b>1,124</b>	<b>112,360</b>
<b>6. Cash and bank balances</b>		
Cash and cash equivalents		
Bank balances		
- In current account	13,863	153,824
<b>Total</b>	<b>13,863</b>	<b>153,824</b>
	<b>Amount (INR) For the year ended 31 March 2015</b>	Amount (INR) For the year ended 31 March 2014
<b>7. Other Income</b>		
Liabilities no longer required written back	-	75,843
	-	75,843
<b>8. Other expenses</b>		
Payment to Auditors		
Audit Fee*	1,124	112,360
Out of pocket expenses*	-	6,966
Legal & Professional Expenses	27,601	8,526
Rates & Taxes	-	33
<b>Total</b>	<b>28,725</b>	<b>127,885</b>

\* Including service tax of Rs. 124 (Previous year Rs. 13,126)



**ALSTOM Boilers India Limited**

**Notes to financial statement**

**9. Related Party Disclosures**

**(a) Names of related parties and nature of relationship**

(i) Where control exists

ALSTOM, France	(Ultimate Holding Company)
ALSTOM Holdings, France	(Intermediate Holding Company)
ALSTOM Finance BV, Netherlands	(Intermediate Holding Company)
ALSTOM India Limited, India	(Holding Company)

**(b) There are no transactions with related parties in the current and previous year in ordinary course of business and hence there are no outstanding balances.**

**10. Earning Per share (EPS) computed in accordance with Accounting Standard -20 , "Earning Per Share" :**

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Profit / (Loss) after tax attributable to equity shareholders (Rs.)	(28,725)	(52,042)
Weighted average number of shares outstanding during the year (Nos.)	100,000	100,000
Profit / (Loss) per share - Basic and Diluted (in Rs)	(0.29)	(0.52)
Face Value per Equity share (In Rs.)	5	5

- 11.** In accordance with Accounting Standard AS-22 "Accounting for taxes on Income", referred to section 133 of the Companies Act, 2013, no deferred tax asset has been created in the current year, pursuant to non-existence of virtual certainty.
- 12.** Based on information available with the Company, there are no transactions during the year (Previous Year Rs Nil) or balances outstanding as at the Balance Sheet date (Previous Year Rs Nil) with/to Enterprises registered under the Micro, Small and Medium Enterprises Development Act, 2006.
- 13** As there is no employee, no liability on account of gratuity and leave encashment accrue and arise, accordingly no actuarial valuation is required in this regard.
- 14** The Company has not commenced any operations during the year, hence segment reporting as defined in Accounting Standard (AS-17) is not given.
- 15** Previous Year Figures have been regrouped / reclassified, wherever necessary to conform to current year's presentation.

For S.N. Dhawan & Co

Firm Registration Number: 000050N

Chartered Accountants



Vijay Dhawan

Partner

Membership No: 12565

Place : Noida

Date:



For and on behalf of the Board of Directors



R.N. Basu

Director



Vijay Sharma

Director