



KAMARAJAR PORT LIMITED

कामराजर पोर्ट लिमिटेड

(erstwhile Ennore Port Limited)

(CIN : U45203TN1999GOI043322)

(A Mini Ratna Government of India Undertaking)

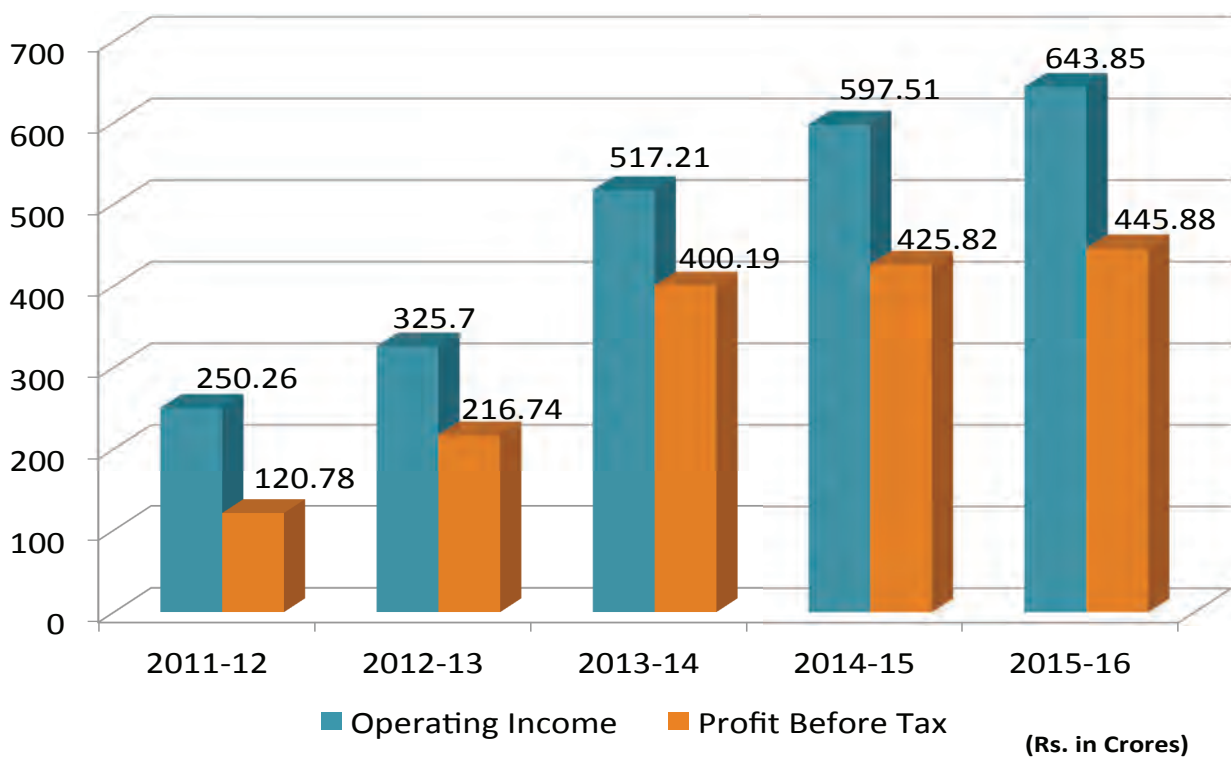
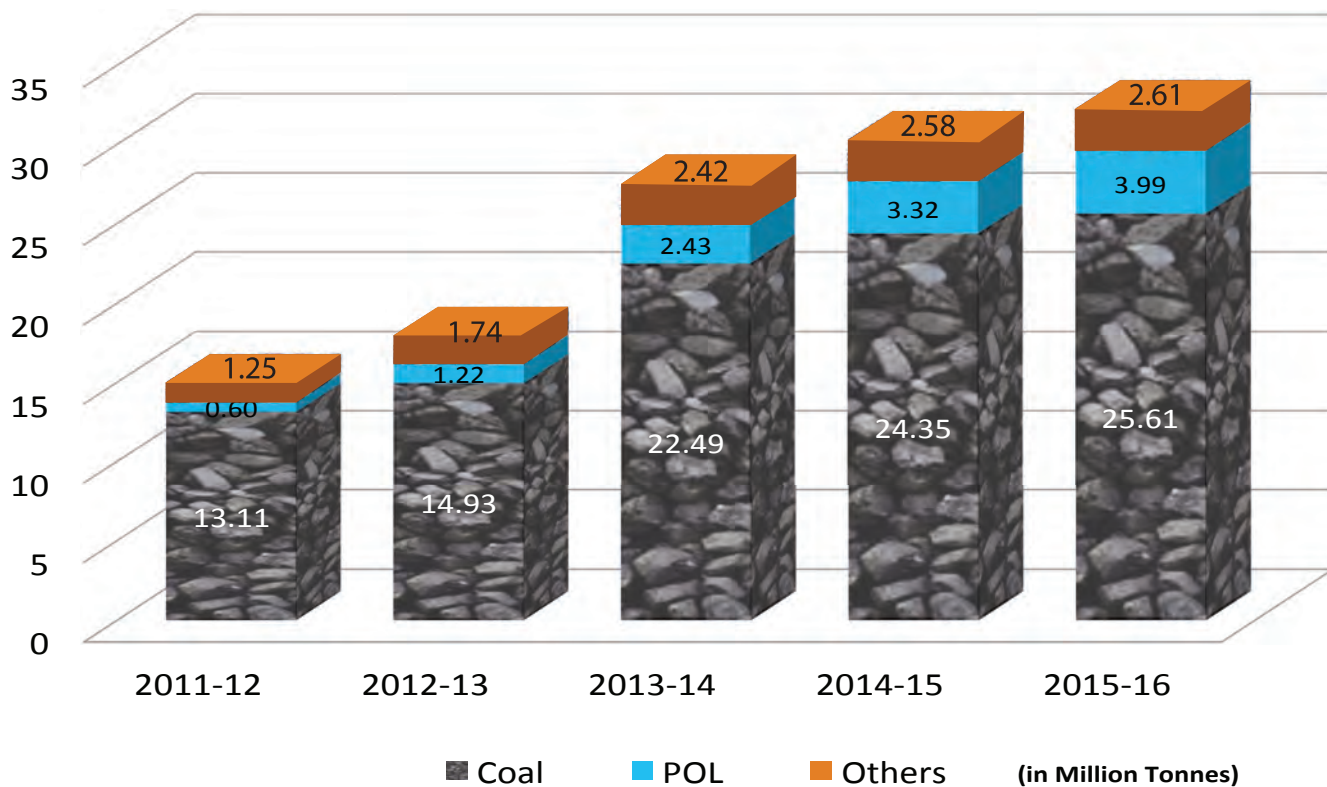


India's Port of the Millennium

इस मिलिनियम का भारतीय पोर्ट

16th Annual Report 2016

सोलहवां वार्षिक रिपोर्ट 2016





KAMARAJAR PORT LIMITED

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SIXTEENTH ANNUAL REPORT

2015 – 16



KAMARAJAR PORT LIMITED

BOARD OF DIRECTORS



Shri M.A. Bhaskarachar
Chairman cum Managing Director



Shri Pravir Krishn, I.A.S
Nominee Director, Gol



Shri Cyril George
Nominee Director, ChPT

KAMARAJAR PORT LIMITED
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(CIN: U45203TN1999GOI043322)
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Board of Directors

DIN

Shri M.A. Bhaskarachar, Chairman-cum-Managing Director	02250459
Shri Pravir Krishn, I.A.S., Nominee Director, GOI (w.e.f. 23.02.16)	06519104
Shri Cyril George, Nominee Director, ChPT (w.e.f. 06.05.16)	07499367
Shri Sanjay Kumar, Whole Time Director (Operations) (upto 07.06.16)	03554919

Key Officials

Shri M. Gunasekaran,
General Manager (Finance) cum CFO

Capt. A.K. Gupta,
General Manager (Marine Services)

Shri V. Krishnasamy,
General Manager (CS & BD)

Shri P. Radhakrishnan,
Deputy General Manager (Civil)

Company Secretary

Smt. Jayalakshmi Srinivasan

Debenture Trustees

SBICAP Trustees Company Ltd
8, Khetan Bhawan, 5th Floor,
198 J. Tata Road Church Gate,
Mumbai – 400 020

Catalyst Trusteeship Limited,
GDA House, Plot No.85, Bhusari
Colony (Right), Paud Road, Pune – 411 038

Depositories

National Securities Depository Limited
Central Depositories Services (India) Limited

Registered Office

4th Floor, Super Speciality Diabetic Centre (erstwhile
DLB Building), Rajaji Salai, Chennai - 600 001.
Ph : 044-25251666-70
Fax : 044-25251665

Registrar & Share Transfer Agent

Link Intime India Private Limited
C-13 Pannalal Silk Mills Compound
L.B.S Marg, Bhandup(W)
Mumbai – 400 078. Ph : 022-25967878
Fax : 022-25960329

Statutory Auditors

M/s. Sankaran & Krishnan
Chartered Accountants

Internal Auditors

M/s. G.C. Daga & Co.
Chartered Accountants

Secretarial Auditors

M/s. S. Dhanapal & Associates
Company Secretaries

Bankers

Axis Bank
Andhra Bank
State Bank of India
Indian Bank

KAMARAJAR PORT LIMITED

2015-2016

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VISION & MISSION

Our Vision

To develop Kamarajar Port as Mega Port with world class facilities to become the Eastern Gateway Port of India

Our Mission

To Provide Port Services of International Standards.

KAMARAJAR PORT LIMITED

(erstwhile Ennore Port Limited)

CIN: U45203TN1999GOI043322

(A Mini Ratna Government of India Undertaking)

Regd. Office: 4th Floor, Super Speciality Diabetic Centre (erstwhile DLB Building)

Near Clive Battery Bus Stop, Rajaji Salai, Chennai - 600 001.

Phone: 044 - 25251666 -70 Fax No: 044 - 25251665.

Website: www.ennoreport.gov.in Email: info@epl.gov.in

NOTICE

NOTICE IS HEREBY GIVEN THAT the 16th Annual General Meeting of Members of Kamarajar Port Limited will be held on **Wednesday, the 28th day of September 2016 at 11.30 a.m. at Port Administrative Office, Vallur Post, Chennai – 600 120**, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2016, including the audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss Account for the year ended on that date and the reports of the Board of Directors' and the Auditors' thereon.
2. To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year 2015-16.
3. To appoint a Director in place of Shri M.A. Bhaskarachar (DIN No. 02250459), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED that Shri Pravir Krishn (DIN No.06519104) who was appointed as an Ex-Officio Government Director of the Company by the Board with effect from 23.02.2016 in terms of Ministry of Shipping letter No. A-11013/11/98-P.E.II dtd 26th September 2001 and letter No. EPL/19/2012-PD-I (316792) dtd 10th February, 2016, be and is hereby appointed as the Director of the Company, liable to retire by rotation.”

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

“RESOLVED that Shri Cyril George (DIN No. 07499367) who was appointed as an Government Nominee Director of the Company by the Board with effect from 06.05.2016 in terms of the direction of Government of India, letter No.9 (24)/2000-GM dated 7th March 2001 and Ministry of Shipping letter No.A-11013/11/98-P.E.II dtd 26th September 2001 and Chennai Port Trust Letter No.ICM1/3143/2016/GA dtd 30th April 2016, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

By Order of the Board of Directors

Place : Chennai

Date : 1st September 2016

(Jayalakshmi Srinivasan)
Company Secretary

NOTES:

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
- b) All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays, Sundays and holidays, upto the date of the Annual General Meeting.
- c) The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Item Nos. 4 and 5 is annexed hereto and forms a part of this Notice.
- d) Members are requested to notify immediately any change of address.
- e) Brief Resume of the Directors seeking appointment/re-appointment at this Annual General Meeting is attached hereto and forms part of the notice.

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

Item No. 4

Shri Pravir Krishn (DIN No.06519104), was appointed as an Ex-Officio Government Director of the Company with effect from 23.02.2016 by the Board of Directors pursuant to letter No. A-11013/11/98-P.E.II dtd 26th September 2001 and letter No.EPL/19/2012-PD-I (316792) dtd 10th February, 2016 of Ministry of Shipping, Government of India.

Shri Pravir Krishn does not hold any shares in the Company. Shri Pravir Krishn is deemed to be interested in the proposed resolution to the extent of his appointment as director. No other Director or KMP is interested or concerned in the said resolution.

Pursuant to the Companies Act, 2013, as approval of the members is to be obtained, the same is brought to the Shareholders. Directors recommend the resolution for Members approval.

Item No. 5

Shri Cyril George (DIN No. 07499367) was appointed as Government Nominee Director of the Company with effect from 06.05.2016 by the Board of Directors pursuant to the terms of the direction of Government of India, letter No.9 (24)/2000-GM dated 7th March 2001 and Ministry of Shipping letter No. A-11013/11/98-P.E.II dtd 26th September 2001 and Chennai Port Trust letter No.ICM1/3143/2016/GA dtd 30th April 2016.

Shri Cyril George does not hold any shares in the Company. Shri Cyril George is deemed to be interested in proposed resolution to the extent of his appointment as director. No other Director or KMP is interested or concerned in the said resolution.

Pursuant to the Companies Act, 2013, as approval of the members is to be obtained, the same is being brought to the Shareholders. Directors recommend the resolution for Members approval.

By Order of the Board of Directors

Place : Chennai
Date : 1st September 2016

(Jayalakshmi Srinivasan)
Company Secretary

BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE 16TH ANNUAL GENERAL MEETING.

Item No.3

Shri M.A. Bhaskarachar (DIN No.02250459), aged 59 years, is the Chairman-cum-Managing Director (CMD) of the Company since December 21, 2012. He holds a Bachelor's degree in Commerce, a Masters degree in Business Administration and is a fellow member of The Institute of Cost Accountants of India. He has varied experience in the field of finance, administration, project evaluation and management, streamlining procedures, preparation of memorandums of understanding and agreements, port planning and management, vigilance administration, human resource development, drafting of policies, implementation of e-governance and innovative technologies to improve efficiency.

Prior to joining the Company, he was working as Deputy Chairman, Kandla Port Trust for more than four years since October 30, 2008. He has worked as Chairman-in-charge of Kandla Port for more than 2 months intermittently. He also served as Deputy Chairman of Kolkata Port Trust for more than four years, Deputy Chairman of New Mangalore Port Trust for 2 years and 9 months and Chief Vigilance Officer for about 5 years in two major ports as additional charge. He has visited international ports in Netherlands, Belgium, France, United Kingdom, Singapore and Germany and also attended various international seminars on port management at Netherlands, Dubai and Germany.

Item No.4

Shri Pravir Krishn, (DIN No.06519104) aged 54 years, is an IAS officer of 1987 batch of Madhya Pradesh cadre. He holds Post Graduate degree in Economics. He started his career as SDO in the year 1989 and promoted to Under Secretary cadre in 1991. Later he was elevated to Joint Secretary in the year 2003. He has more than 25 years of experience in various fields and held many key positions in various departments including as Managing Director, Joint Secretary of Nagrik Aapoori Nigam, Joint Secretary of Ministry of Health & Family Welfare, Principal Secretary of Ayurveda Department and Public Health / Health & Family Welfare.

He has rich experience in Ayurveda, Relief & Rehabilitation/ Home, Public Health/ Health & Family Welfare, Sports/Youth Affairs & Sports, General Administration, Civil Supplies/ Consumer Affairs, Food & PD. He has undergone training in Project & Programme Management in Commerce and Short term training in Public Administration in United Kingdom in the year 2005.

Presently he is holding the position of Joint Secretary (Ports) in the Ministry of Shipping, Government of India.

Item No.5

Shri Cyril George, (DIN No.07499367) aged 54 years, holds Bachelor of Arts (Economics) and M.S.W. with specialization in Personnel Management, Industrial Relations and Labour Welfare, L.L.B. with Labour Laws. He also holds Diploma in Training & Development and M.B.A with Human Resource Management.

He has held many key positions in Kandla Port Trust, Cochin Port Trust, Goa Port Trust and Chennai Port Trust. He joined Kandla Port Trust as a Labour Officer in 1987 and rose to the level of Deputy Secretary in 2001. Later he served as a Secretary of Cochin Port Trust for about ten years.

He was elevated as Deputy Chairman, Mormugao Port Trust on 05.03.2014 and he was entrusted with charge of Chairman Mormugao Port Trust on 01.08.2014. As Chairman (In-charge) of Mormugao Port Trust through various administrative measures he was instrumental in turning around the Port. Within a short span of time various remarkable administrative measures were taken by him for the growth of the Mormugao Port Trust and through his initiatives, the Port which incurred a loss of Rs.40 crores in the previous year registered a profit of Rs.40 crores during the year 2014-15.

He has more than 25 years of experience in the port sector and presently he is the Chairman (in-charge) of Chennai Port Trust.

DIRECTORS' REPORT

To
The Members,
Kamarajar Port Limited
(erstwhile Ennore Port Limited)

Your Directors have the pleasure of presenting the 16th Annual Report on the performance of your Company for the financial year ended 31st March 2016 along with Audited Statements of Accounts, Auditor's Report & review of accounts by the Comptroller and Auditor General of India.

1.0 FINANCIAL HIGHLIGHTS

Particulars	Current Financial year 2015-16 (Rs. in crores)	Previous Financial year 2014-15 (Rs. in crores)
Income from services	617.31	566.44
Other Income	26.54	31.07
Total Income	643.85	597.51
Operating Expenses	103.04	58.78
Finance costs	75.55	77.19
Depreciation and Amortization	19.08	18.05
Total Expenses	197.67	154.02
Profit Before Extra Ordinary & Exceptional Items	446.18	443.49
Exceptional Items (-)	0.30	17.67
Extra ordinary items	-	-
Profit Before Tax	445.88	425.82
Taxes	95.16	89.25
Profit After Tax	350.72	336.57
Proposed Dividend	105.00	96.00
Tax on Dividend	21.37	19.19
Transferred to General Reserve	17.54	16.83
Transfer to Debenture / Bond Redemption Reserve	8.63	8.63

Note: Figures of Previous Financial Year 2014-15 are regrouped wherever necessary.

2.0 FINANCIAL PERFORMANCE

During the year under review, your Company registered a total income of Rs.643.85 crores as against Rs.597.51 crores reported during the previous year reflecting an increase of Rs.46.34 crores (7.76%). The operating expenditure incurred was Rs.103.04 crores as against Rs.58.78 crores during the previous year reflecting an increase of Rs.44.26 crores (75.30%). The increase in expenditure was mainly on account of entering into new Time Charter Agreement for hiring of marine craft/launches, as against the earlier Time Charter contract, which was structured on 5-5-2 years slab rate at reduced hire charges on each slab duration for a period of 12 years beginning from May 2003. The new contract is as per current market price discovered through competitive bidding (Rs.13.11 crs). Other main reasons include CSR (Rs.4.1 crs), Consultancy (Rs.2.60 crs) and Rebate extended for handling more than 10 million tones of Coal by TANGEDCO (Rs.18.80 crs), etc. Your Company has achieved Profit Before Tax (PBT) and Profit After Tax (PAT) of Rs.445.88 Crores and Rs.350.72 crores respectively as against Rs.425.82 Crores and Rs.336.57 crores. Your Company reported an increase of Rs.20.06 Crores (4.71%) and Rs.14.15 crores (4.21%) in Profit Before Tax (PBT) and Profit After Tax (PAT) respectively. The reason for increase in profit for the year 2015-16 is because of enhanced cargo handling operations in the Port.

3.0 DIVIDEND

3.1 Interim Dividend

During the year, the Board of Directors in their meeting held on 28th March 2016, had recommended, an interim dividend @ 15% of paid up equity share capital absorbing an amount of Rs.45 crores. The distribution of interim dividend along with dividend distribution tax and surcharge thereon absorbed an amount of Rs.54.16 crores. Your Company has paid an Interim Dividend on 30th March 2016 and remitted Dividend Distribution Tax on 31st March 2016.

3.2 Final Dividend

As per the new Dividend Policy received from Ministry of Finance, "a CPSE would pay an annual

dividend of 30% of Profit After Tax or 30% of GOI's equity, whichever is higher". Your Company has reported Rs.350.72 Crore as Profit After Tax for the financial year 2015-16. Accordingly, higher of 30% of PAT works out to Rs.105.22 Crores, which is 35.08% of Equity Share Capital. Considering the Interim Dividend paid at 15% on Equity Share Capital, the Board of Directors in their meeting held on 26th May 2016, has recommended, a dividend @ 20% of paid up equity share capital absorbing an amount of Rs.60 Crore. The distribution of dividend along with dividend distribution tax thereon will absorb an amount of Rs.72.21 crores. The final dividend would be paid after the approval of the shareholders at the Annual General Meeting.

4.0 TRANSFERRED TO RESERVES

4.1 General Reserve :

Your Company has transferred Rs.17.54 Crores to General Reserve though it is not mandatory to transfer any amount before declaration of dividend under the Companies Act, 2013. The balance as on 31st March, 2016 is Rs.79.02 Crores.

4.2 Debenture / Bond Redemption Reserve:

Your Company has transferred Rs.8.63 crores as Debenture/Bond Redemption Reserve pursuant to Regulation 16 of the SEBI Debt Regulations and Section 71 of the Companies Act, 2013 and the balance as on 31st March, 2016 is Rs.28.16 Crores.

5.0 FINANCE

Your Company has not availed any term loan during the financial year 2015-16.

During the year under review, your Company has repaid installments of term loans availed from Chennai Port Trust amounting to Rs.23.01 crores which had become due during the current year.

The Company has fully utilized Tax Free Bond proceeds of Rs.460.12 Crores (Rs.94.65 Crores + Rs.365.47 crores) during the year 2016-17.

5.1 Ratings

As per the offer document of tax free bonds issued by your Company, the company has to carry out the

Annual Surveillance of Credit Ratings. Accordingly, the requisite details were furnished to Credit Rating Agencies for annual surveillance.

The Credit Rating Agencies have not only reaffirmed their Ratings assigned but also enhanced it by one notch point as detailed below:

Credit Rating Agencies	Rating	Outlook
CRISIL	AA	Revised from Stable to Positive
CARE	AA	-
ICRA	AA	Revised from Stable to Positive
Brick Work Ratings	AA+ (SO)	Stable

5.2 Particulars of transaction made with Related Parties

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as **Annexure-1** to the Board's report.

5.3 Material changes and commitments affecting financial position between the end of the financial year and date of report.

There are no material changes and commitments affecting financial position of the Company between the end of financial year and date of report.

6.0 PARTICULARS OF LOANS, GUARANTEES

Your Company has not given any Loans and Guarantees under section 186 of Companies Act, 2013.

7.0 INVESTMENTS

During the year, your Company has invested Rs.7.20 Crores towards advance for equity shares of M/s.Indian Rail Corporation Limited, a Special Purpose Vehicle (SPV) created with the participation from all Major Ports to undertake Port Rail connectivity works particularly last mile connectivity to ports and improve efficiency in rail evacuation in Ports as well as to enhance the handling capacity.

7.1 Plan Expenditure

Your Company has spent Rs.297.66 crore for capacity expansion during the financial year 2015-16 as against the target of Rs.200 crores set for the year.

8.0 FIXED DEPOSITS

During the year under review, your Company has not accepted any fixed deposits.

9.0 INTERNAL FINANCIAL CONTROL

Your Company has adopted policies and procedures for ensuring orderly and efficient conduct of its business and adheres to the Company's policies, for safeguarding its assets, for preventing and detecting frauds and errors, for accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Audit Committee of the Board regularly reviews the financials and gives its recommendations to the Board for implementation.

10.0 CHANGE OF REGISTERED OFFICE

During the year, your Company shifted its Registered Office from P.T. Lee Chengalvaraya Naicker Maaligai, 1st Floor, No.23, Rajaji Salai, Chennai – 600001 to 4th floor of Diabetic Specialty Centre (erstwhile DLB Building) of Chennai Port Trust at Rajaji Salai, Chennai 600 001 with effect from 1st August 2015.

11.0 MOU WITH MINISTRY OF SHIPPING, GOVT. OF INDIA

The Department of Public Enterprise (DPE) has issued detailed guidelines for MOU 2016-17 on 31st December 2015. Accordingly, your Company has submitted the Draft MOU to Ministry of Shipping on 27.01.2016 for administrative approval. Ministry of Shipping approved the Draft MOU submitted by your Company and forwarded the same to DPE on 01.02.2016.

After finalization of the Draft MOU by DPE, your Company has signed the MOU for 2016-17 with Ministry of Shipping on 4.8.2016.



Kamarajar Port signed Memorandum of Understanding (MoU) for the financial year 2016-17 with the Ministry of Shipping at New Delhi on 4.8.2016. Shri Rajive Kumar, IAS, Secretary to Govt. of India (Shipping) and Shri M.A. Bhaskarachar, Chairman cum Managing Director, KPL signed the MoU. Shri Alok Srivastava, IAS, Additional Secretary, Shri Pravir Krishn, IAS, Joint Secretary (Ports), Ministry of Shipping and Shri M. Gunasekaran, General Manager (Finance), KPL were present during the event.

11.1 MOU Performance for 2015-16

Your Company has been consistently accorded 'Excellent' rating by Government of India since FY 2007-08. Your Company has achieved the MoU targets for the FY 2015-16 and is likely to be accorded 'Excellent' rating.

12.0 VISIT OF PARLIAMENTARY STANDING COMMITTEE

Study visit of the Committee on Papers laid on the Table, Rajya Sabha was held at Udhagamandalam on 11.06.2015.

Parliamentary Standing Committee on Welfare of Other Backward Classes (2015-16) held discussions with the Management and the representatives of the Port's OBC employees on 5.11.2015. The Committee was apprised about the implementation of statutory welfare measures to OBCs like reservation in recruitment etc.

Study visit of the Committee on Papers laid on the Table, Rajya Sabha was held on 1st July 2016 at Chennai.

13.0 AWARDS

Your Company has been adjudged **‘The Best Fastest Growing Mini Ratna PSU’** by the India Today Group and **“Car/Automobile Port of the Year”** awarded by 7th South East Cargo Logistics awards 2015.

Your Company has received the **‘Best Car/Automobile Port of the Year’** Award during the 8th South East CEO Conclave organized by Shipping Times of EXIM India during the Awards function held in Chennai on 24.6.2016. Company has also received **‘Operational Performance Excellence Award’** under Mini-Ratna category during the PSE Excellence Awards 2015 held at New Delhi on 6.7.2016 organized by Indian Chamber of Commerce.

14.0 OPERATIONS

The six berths operating at present in your Port have the modern state of art facilities. The infrastructure facilities provided for evacuation of cargoes through rail and road, facilitates faster and speedy evacuation. The closed conveyors connected directly to stackyards of Coal and Iron Ore Berths ensure eco-friendly environment by keeping your Port clean. Thus your clean and green port is serving the various needs of the maritime industry.

14.1 Cargo Throughput

Over the last five years, your Port registered a sound growth of 115% at 32.21 Million Tonnes in FY 2015-16 as against 14.96 Million Tonnes in FY 2011-12.

14.2 Existing Operational Facilities

The Port which was looked upon initially as a mono commodity coal port to serve the interest of TNEB, has over the period developed as a multi cargo port and today it has created facilities for handling liquid bulk, iron ore, automobiles and general cargo with a handling capacity of 34 MTPA.

14.3 TNEB Coal Berths

Coal berths 1 & 2 are operated by the Port and are exclusively for TNEB (TANGEDCO) to handle thermal coal brought from Paradip by coastal transport for its thermal power plants at North Chennai, Ennore and

Mettur. Unloaded Coal is directly moved through the conveyor system to the stackyard located in the adjoining North Chennai Thermal Power Station (NCTPS) from where a part of it is moved further to Mettur and Ennore through rail connectivity.

These berths are located north of the southern breakwater and are in the form of a continuous fingerjetty. Each berth is 280 m long and 26 m wide with a dredged depth of 16.0 m. The berths have been designed to accommodate bulk carriers up to 85,000 DWT.

14.4 Marine Liquid Terminal

Marine Liquid Terminal with cargo handling capacity of 3 MMTPA was developed under BOT basis by M/s.Ennore Tank Terminals Private Limited (ETTPL) at an investment cost of Rs.252 crores in the first stage. In the second stage, an additional investment of Rs.167 crores was made for development of additional storage tanks and LPG handling equipments. The revenue share offered is 21.678%. Total cargo handled by M/s.ETTPL during this financial year 2015-16 is 3.99 million tonnes which is 20.18% higher than the last financial year.

14.5 Common User Coal Terminal

Common User Coal Terminal with cargo handling capacity of 8 MMTPA was developed on BOT basis by M/s.Chettinad International Coal Terminal Pvt. Ltd (CICTPL) with a project cost of Rs.399.13 crores. Commercial operations began from 11th March 2011. In the second stage, an additional investment of Rs.10 crores was made for extension of jetty length of 22.5 m for berthing the cap size vessel. Further your Company also carried out the associated capital dredging for accommodating cap size vessel in the berth. The revenue share offered is 52.524%. During the year under review, M/s.CICTPL handled 8.61 million tonnes of coal. CICTPL has also handled about 4.10 million tonnes of Coal for TANGEDCO at their jetty during the year.

14.6 General Cargo Berth cum Automobile Export Terminal

Your Company has set up a berth for car export and for other general cargo at a cost of Rs.140 crores. The

berth can accommodate the world's largest car carrier vessel with a storage capacity of 8,000 cars. Further, it has a back-up area of about 1,99,500 sq.m with an expansive car parking yard for 14,000 cars which is the largest facility in any Indian Ports. The export of automobile units through GCB crossed 8 lakh units as on 31.03.2016. During the period under review, your Company handled 2,16,922 automobile units which is 1% higher than the last corresponding period.

14.7 Iron Ore Terminal (12 MTPA)

Your Company had signed an agreement for an Iron Ore terminal on 30 years BOT basis on 23rd September 2006 with the project Company M/s.SICAL Iron Ore Terminal Limited with an approved project cost of Rs.480 crores in two phases of 6 million tonnes each. The Licensee has developed the first phase of 6 MTPA capacity at an investment of Rs.360 crores. The revenue share offered is 51.60%. The commissioning activities were stalled due to ban on export of Iron Ore by State Government of Karnataka and the Hon'ble Supreme Court. Hence your Company in consultation with the Ministry decided to convert the Terminal also to handle coal in the said Terminal.

After obtaining necessary approvals from the Government, your Company initiated the bidding process for "Modification of existing Iron Ore Terminal on "as is where is" to also handle Common User Coal at Kamarajar Port on DBFOT Basis". One of the applicants filed a writ petition for not being shortlisted. On 1.6.2016, the Hon'ble High Court of Madras has dismissed the writ petition. Your Company on the same day opened the single bid received from M/s.SIOTL.

After following due process of evaluation of RFP document, your Company obtained approval of the Board of Directors for issue of letter of intent to M/s. SIOTL for the above conversion project. Accordingly, a letter of intent was issued on 2.6.2016 to M/s.SIOTL for Modification of existing Iron Ore Terminal on "as is where is" to also handle Common User Coal at Kamarajar Port on DBFOT Basis for the revenue share quoted at 52.524%. Subsequently letter of award was awarded and Concession Agreement has been signed with M/s.SIOTL on 11.7.2016. The conversion work would commence in the month of October 2016 and

will be commissioned within twelve months from the date of commencement of work.

14.8 Capital Dredging Phase-II

Your Company deepened the Port Channel to 20m and the Basin to 18.5m to call on capesize vessels at a value of Rs.166 crores. Further, your Company carried out Capital dredging at Common User Coal Berth at a depth of (-)18m CD, CB1 and CB2 at a depth of (-)16m CD at the value of Rs.36 Crores. Both the dredging work were carried out by M/s. Dredging Corporation of India Limited (DCI).

14.9 International Bench Marking for Operational Efficiencies.

Government of India has conducted study to benchmark the parameters for increasing operational efficiency. M/s BCG, International Consultants have recommended various initiatives and targets to be achieved for all Ports. Accordingly, KPL has taken up various initiatives for implementation which has yielded results in improving Turnaround Time of vessels, berth productivity and capacity utilizations.

15.0 BUSINESS DEVELOPMENT

In recent times, in order to meet the growing traffic demands, Kamarajar Port has initiated action and awarded the contract for creating additional terminal facilities viz., Container Terminal, Multi Cargo Terminal, construction of two more coal berths for TANGEDCO, LNG Terminal, IOCL Captive Jetty and Additional RORO cum General Cargo Berth II for handling additional cargo of 48 MTPA.

15.1 Development of Container Terminal (16.8 MTPA)

Your Company has issued a letter of award to M/s. Adani Ports and Special Economic Zone Ltd., Gujarat for a quoted revenue share of 37.00% for Development of Container Terminal in two phases on DBFOT basis with a capacity of 1.4 Million TEUs at an estimated cost of Rs.1270 crores. On 15th March 2014, your Company has signed concession agreement with M/s.Adani Ennore Container Terminal Private Limited (AECTPL), an SPV of Adani Ports and Special Economic Zone Ltd.

The concessionaire has commenced the construction on 20.10.2014 and the first phase of 0.8 Million TEUs capacity terminal is expected to be commissioned in January 2017.

15.2 Development of Multi Cargo Terminal (2MTPA)

Your Company has issued a letter of award to the Consortium of M/s.Chettinad Builders Pvt. Ltd & South India Corporation Pvt. Ltd., Chennai for a quoted revenue share of 36.00% for Development of Multi Cargo Terminal on DBFOT basis at an estimated project cost of Rs.151 crores. On 28th March 2014, your Company has signed concession agreement with M/s.Chettinad International Bulk Terminal Private Limited (CIBPTL), an SPV of Consortium of Chettinad Builders Pvt. Ltd & South India Corporation Pvt. Ltd. Award of Concession was granted on 24.02.2015. The construction work commenced in July 2015 and the commissioning is expected in February 2017.

15.3 Coal Berth - III for TNEB of 9 MTPA

To meet the requirements of Coal by North Chennai Thermal Power Station (NCTPS)/Mettur Thermal Power Station (MTPS)/Ennore Thermal Power Station (ETPS) for their upcoming Thermal Power Stations, your Company has awarded the work to L1 bidder M/s. ITD Cementation India Limited for the value of Rs.198.94 Crores - for construction of CB-3 and Earth Retaining structure at Kamarajar Port. Subsequently, the berth has been redesigned to cater the Capesize vessels handling of 1,60,000 DWT for a revised value of Rs.235.14 Crores. After obtaining Environmental Clearance for this project, the Contractor has commenced the construction in July 2015 and the completion is scheduled by June 2017. The capacity of the berth would be 9 MTPA.

15.4 LNG Terminal (5 MTPA)

Consequent to the approval of the Government for leasing of land measuring 5,20,000 sq.mtr to the Joint Venture led by Indian Oil Corporation Limited for a period of 30 years for setting up of LNG Storage and Re-gasification Terminal of 5 MMTPA capacity at the project cost of Rs.5151 crores, your Company has signed MOU with IOCL on 1st March 2014 for setting up of the LNG Terminal. Your Company has signed the

Concession Agreement with the SPV Co. called Indian Oil LNG Pvt. Ltd. on 31.07.2015. The Concessionaire has commenced the construction for Re-gasification terminal during August 2015 and the terminal is expected to be commissioned during 2018-19.

15.5 Coal Berth – IV (9 MTPA)

To meet the requirements of TANGEDCO, your Company, in addition to Coal Berth-III, has awarded the work of Construction of Coal Berth IV to M/s. AFCONS Infrastructure Ltd., Mumbai on 19.06.2015 at a cost of Rs.244.50 crores. The berth is designed to handle capsize vessel with the draft of 18.50m.

The Contractor has commenced the construction in August 2015 and the completion is scheduled by July 2017.

15.6 Captive Oil Jetty by IOCL (3 MTPA)

To meet the growing demand of POL, LPG products and Lube Oil Base Stock (LOBS) in bulk in Tamil Nadu and neighbouring states, your Company has signed Memorandum of Understanding with Indian Oil Corporation Limited on 30.11.2015 for building a Captive jetty at Kamarajar Port for handling LPG, POL and LOBS with a capacity of 3 MTPA.

Further, your Company signed the Concession Agreement with IOCL for Construction of Captive Oil Jetty on 9th June 2016 and the captive jetty is expected to be commissioned during 2019-20.

15.7 Construction of RoRo Cum General Cargo Berth 2

To meet the export demand of automobile exporters, your Company initiated actions for development of RoRo cum General Cargo Berth 2 consisting of berth and parking yard through Internal and Extra Budgetary Resources (IEBR). The capacity of the terminal is 3 MTPA with an estimated cost of Rs.320 Crores.

Your Company invited tender during February 2016 and issued Letter of Intent on 28.03.2016 to the firm M/s. L&T Geostructure LLP, Chennai for Rs.115.03 Crores excluding parking yard. On receipt of Environmental Clearance from Ministry of Environment & Forest, your Company will issue the work order for commencement of work and the contract period is 20 months.

16.0 PORT EXPANSION

16.1 Marine Liquid Terminal - II

To meet the growing demand of oil industry, your Company has initiated action for development of 2nd Marine Liquid Terminal consisting of berth and tankage Terminal by PPP/Captive mode. The berth will be located adjacent to the existing Marine Liquid Terminal-I. The capacity of the Terminal is 3 MTPA with an estimated cost of Rs.393 Crores. The berth to be designed to handle suezmax tankers upto 1,50,000 DWT.

Your Company has commenced the bidding process on 30.6.2016.

17.0 DEVELOPMENT OF FREE TRADE WAREHOUSING ZONE

To meet the growing demand of EXIM trade, your Company has initiated action for Setting up of Port Based Free Trade Warehousing Zone (FTWZ) at an extent of 40 Hectares for export promotion and providing value added service. The FTWZ will function as International Hubs which serve as key links in global logistics and supply chains servicing both India and the world.

Your Company has appointed M/s. Mahindra Consulting Engineers Ltd in association with M/s. Pricewater House Coopers Pvt Ltd, Chennai for preparation of Master Plan and Detailed Feasibility Report during January 2015.

Your Company has opted for developing the FTWZ under PPP mode with 100% Private Investment and proposes to initiate action for bidding process in August 2016.

18.0 INFRASTRUCTURE DEVELOPMENT

18.1 Capital Dredging Phase-III

The work of Capital dredging Phase-III involving creation of water depth of (-) 16m CD for the upcoming terminal berths such as Container, Multi cargo and Coal Berth III has been commenced by the contractor, M/s. International Seaport Dredging Ltd during August 2015 and so far nearly 65% of work has been completed.

18.2 Capital Dredging Phase-IV

As per the directives of Government, your Company has initiated actions for carrying Capital Dredging Phase-IV to provide 18m deep draft in the basin and channel area of port. With the increase in EXIM trade demand, the preference of trade will be to deploy deep draft vessels to gain economies of scale.

The estimated dredging volume is 16.16 million cubic metres at an estimated cost of Rs.600 Crores which will be financed through Internal and Extra Budgetary Resources (IEBR).

Your Company has invited tender during January 2016 through global tender process and issued Letter of Intent to M/s. International Seaport Dredging Pvt Ltd on 31.03.2016 for a contract value of Rs.257.90 Crores.

On receipt of Environmental Clearance from Ministry of Environment & Forest, your Company will issue the Work order for commencement of work.

18.3 Rail Connectivity

Your Port is connected to the Southern Railway network at Attipattu and Attipattu Pudhunagar Railway Stations, at about 6km from the Port, on the Chennai-Gudur section of Southern Railways. Rail connectivity between your Port and mainlines of Indian Railways (Ennore Port to Attipattu and Attipattu Pudhunagar Railway Stations) to coal / iron ore stackyards at a total estimated cost of Rs.80 crores is in progress.

Your Company has entered into MoU with RITES for execution of various Railway projects of KPL. Accordingly RITES initiated and awarded the contract for rail connectivity to the ongoing Container and Multi Cargo Terminal from the existing NCTPS Railway line for rail movement of container and multi cargo traffic.

19.0 INDUSTRIAL RELATIONS

During the year under review, cordial and harmonious Industrial Relations were maintained in your Company and no man day was lost on account of industrial unrest.

20.0 HUMAN RESOURCE DEVELOPMENT

20.1 New HR Policy/Manuals

Your Company constantly reviews and revises its HR policies to suitably align with present requirements as also with its strategic HR objectives. The new HR policies were effected in the organization from 28th September 2015 and new policies are being created/ drafted to keep the Company abreast of the changing scenarios.

20.2 Manpower

The manpower details with respect to below board level employees as on 31.03.2016 of your Company is given below:

Class/Group	SC	ST	OBC	Others	Total
Class I	6	1	21	16	44
Class II	4	2	6	6	18
Class III	5	-	13	5	23
Class IV	6	1	7	3	17
Total	21	4	47	30	102

20.3 Representation of SCs / STs / OBCs and Minorities

The policies and directives of the Government relating to the recruitment of Scheduled Castes, Scheduled Tribes, Physically Challenged, Other Backward Classes, Ex-Servicemen and Minorities etc. continued to be adhered to by your Company during the year.

20.4 Training Programme

During the year 2015-16, your Company imparted various training programmes to its employees conducted by different institution to upgrade competency of employees and to equip them to keep abreast of latest developments in their respective sector. During the year 227 man days of training was imparted to all its employees.

20.5 Grievance Redressal Mechanism

Your Company has its own grievance redressal procedure for Executives as well as non-executive employees. The grievances of employees are accordingly dealt with as per the policy.

21.0 HEALTH, SAFETY & ENVIRONMENT

21.1 Health

As a welfare measure periodically, health check-ups are provided to employees and their family members.

21.2 Safety

National Safety Week was observed from 29.2.2016 to 4.3.2016 at Port with the involvement of various BOT operators and contractors. Nearly fifteen man days training programs on work safety, fire & rescue were given to BOT, contractors and stevedores. Mock fire & oil spill drills were regularly conducted resulting in Nil accidents/incidents being reported during this year.

21.3 Environment

Though your Port is growing at a rapid speed, facilitating speedy movement of cargo to its destination with its modern technology, your Company has never allowed causing grave and irreparable damage to the earth by pollution and protected the aquatic flora and fauna of its geographical region. Your Company always endeavours to remain as eco-friendly environment port and user friendly Port while serving the various needs of the maritime industry.

Your Port has obtained Environmental Management System (EMS) ISO 14001:2004 (for GCB, Administrative building and Car parking yard) during February, 2015 which is valid for a period of three years.

21.4 Swachh Bharat Abhiyan

As part of Swachh Bharat Abhiyan a cleanliness drive was organized on 02.10.2015. KPL Management, CISF personnel actively participated in the same. Various locations inside the port area were cleaned. Pamphlets highlighting cleanliness were also distributed.

21.5 Coastal cleanup day

Coastal cleanup day was organized inside port on 07.10.2015. KPL Management, officers, staff, BOT operators, port users participated in the event. A cleaning operation along the coastal stretch from the north of north breakwater was carried out. Boards indicating cleanliness and awareness messages were put at various locations inside the port.

21.6 Solid Waste Management

The port has appointed a contractor for the collection, segregation and disposal of solid waste generated from the ships. The segregated wastes are sent to approved re-cyclers for further beneficial use.

22.0 DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 AND WOMEN EMPOWERMENT

Your Company has 17 women employees including 12 officers and 5 supporting staff. The total women employees constitute approximately 17% of its total workforce of 102 as on 31.03.2016.

Your Company is taking all measures to implement the policy to curb Sexual Harassment of women workers at work place. No case of any harassment has been reported at any time in your Company. The women employees are facilitated to perform and display their efficiencies for the betterment of the organization as well as self improvement by imparting necessary training. Various cultural, social, educative and community activities, such as adult educating, blood donation camps, eye camps, etc. are being organised regularly mostly for the benefit of the women residing in the neighbouring areas.

Every year 8th March is celebrated as International Women's Day and various programmes are organised with the active participation of women employees to mark the day. Your Company has established a Women's Cell to address the grievances of women employees.

Your Company is providing livelihood opportunity to 120 women workers as social welfare measure through self help group from surrounding villages for several years at the Port.

23.0 CORPORATE SOCIAL RESPONSIBILITY & SUSTAINABILITY

As a responsible corporate, your Company continuously endeavors to contribute to the community development and services. Towards its commitment to the society, your Company has adopted CSR Policy.

Your Company has undertaken various CSR activities namely infrastructure development works in the neighborhood villages like providing basic amenities to public such as drinking water facility, construction of toilets, community hall, primary health sub-centres, laying of road, bus shelters etc., construction of school buildings, anganwadi centres, toilet blocks, classrooms, etc, promoting ecological conservation activities, imparting vocational and skill development training to educated youths and wards of fishermen and improving quality of child education. KPL has spent Rs.7.29 Crores during the financial year 2015-16 out of financial target of Rs.6.95 Crores for the financial year 2015-16 in line with the DPE guidelines and latest amendments to Companies Act.

Details of CSR and sustainability development initiatives taken by the Company forms part of this Board Report as **Annexure – 2**.

Your Company has a Corporate Social Responsibility and Sustainability Development Committee to oversee and monitor the implementation of identified CSR activities.

During the year 2015-16,

- Shri Atulya Misra, one of the members of the Committee ceased w.e.f. 8.10.2015.
- Shri Cyril George was appointed as member w.e.f. 26.05.2016.

Shri Sanjay Kumar, Director (Operations) ceased to be Director w.e.f. 8.6.2016 consequent to the completion of his tenure on 7.6.2016. The current composition of CSR and Sustainability Development Committee is as follows:

Shri M.A. Bhaskarachar	-	Chairman
Shri Pravir Krishn	-	Member
Shri Cyril George	-	Member

During the year under review, two (2) Meetings of the Committee on CSR and Sustainable Development were held on 14.08.2015 and 25.01.2016.

24.0 RESEARCH & DEVELOPMENT

Your Company for its future growth and to improve and expand its operations by developing new processes

upgraded the Kamarajar Port Physical Model by installing new equipment for wave generation (RSWG) and Data Acquisition System at CWPRS, Pune under Research and development at a cost of Rs.1,68,45,952/- during 2014-15. CWPRS is the implementing agency for the project and the work is nearing completion.

25.0 PUBLIC PROCUREMENT POLICY

The Ministry of Micro, Small and Medium Enterprises has notified the Public Procurement Policy and in terms of the said notification, 31.65% of annual value of goods or services are procured from Micro and Small Enterprises as against 20% as mandated in the policy.

26.0 RISK MANAGEMENT POLICY

Risk Management Policy approved by the Board of Directors on 21.02.2015 provides a framework to identify, assess and manage potential risks and opportunities. It provides a way for managers to make informed management decisions.

Some of the objectives of a Risk Management Framework are given below.

- A focused approach in identifying the obstacles & managing them will help the Organizations to perform better.
- Introduce a structured risk management initiative across the Organization to identify potential risks that may adversely affect the objectives of the Organization, plan for their mitigation with specific responsibility.
- Implement such a plan with targeted date and review periodically.
- Improves strategic decision making;
- Improves business performance;
- Reduces operational surprises and losses;
- Promote a more innovate and less risk averse culture;
- Improves deployment of capital;
- Provide a sound basis for integrated risk management and internal control as components of good corporate governance;
- Seizing opportunities.

The risks are identified, evaluated and mitigating plans are reviewed and monitored from time to time by the Audit Committee and Board.

27.0 WHISTLE BLOWER POLICY

With the object of conducting the affairs of its constituents in a fair and transparent manner the Company has put in place a “Whistle Blower Policy” for employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company’s code of conduct or ethics policy by adopting highest standards of professionalism, honesty, integrity and ethical behavior. Said policy is also available on our website.

28.0 NOMINATION AND REMUNERATION POLICY

The Terms and Condition of Remuneration are determined by the Government of India as your Company is a Government Company. Other details are provided in the Corporate Governance Report which forms part of the Annual report.

29.0 RIGHT TO INFORMATION ACT, 2005

Your Company has implemented the Right to Information Act, 2005 by providing information to the citizens of India and is also maintaining accountability and transparency in working. Your Company has designated a Public Information Officer and a Transparency Officer to look after the compliances of RTI Act, 2005. General Manager (CS&BD) has been appointed/designated as Appellate Authority under the Act.

During the year under report 38 applications were received and attended under the Act. No appeal has been preferred under the Act during the year.

The information required to be provided as per Section 4(1)(b) of the Right to Information Act, 2005 has been posted on the website of the Company www.ennoreport.gov.in.

30.0 INFORMATION TECHNOLOGY

Government of India have laid out ambitious plans for e-governance and e-delivery of services. Ministry

of Shipping has instructed all the ports to implement full-fledged comprehensive ERP system covering all departments and to become paperless and smart office.

Your Company has already implemented Port Operating Management System (POMS) covering the entire marine operations, vessel and cargo related operations. Further, action has been initiated for implementation of full-fledged ERP System and other systems such as RFID based Port Access Control System, GIS based Land Management System etc.

Your Company accords utmost importance to IT in its corporate strategy to emerge as Mega port in India. Some of the initiatives undertaken to achieve this goal are:

- Your Company has successfully upgraded the Port entry Permit system developed by NIC into a web based on-line Pass system which has gone live with effect from 26th January 2016, enabling online authentication and print out of passes thereby facilitating the port users and reducing the traffic congestion at the Port entrance.
- Your Company has taken proactive steps to implement RFID based Port Access Control and Surveillance System as per the specifications finalized by IPA. The project has been awarded and the system is likely to be operationalised by October 2016.
- Your Company has completed digitalization of maps for the entire port area with the satellite data acquired from National Remote Sensing Agency and the web based GIS and Land Management System has been commissioned in June 2016.
- Your Company has successfully completed the Business Process Reengineering study which is a prerequisite for ERP implementation. Indian Institute of Foreign Trade (IIFT), a premier business school has carried out the BPR and submitted the report which will form the basis for ERP implementation.
- Your Company is taking steps for implementing full-fledged comprehensive ERP system and is in the process of finalizing the tender document

for selection of System Integrator (SI) for implementation of ERP System. The proposed ERP system will be covering all business processes and integrated with the existing and proposed systems such as POMS, GIS based Land Management System, etc which will make your Company a paperless and smart office.

31.0 IMPLEMENTATION OF OFFICIAL LANGUAGE

Your Company has made focused efforts for the propagation and implementation of the official language policy of the Government of India.

32.0 BOARD OF DIRECTORS

The composition of Board of Directors as on 31.03.2016 was as below:

Shri M.A. Bhaskarachar	- Chairman-cum-Managing Director
Shri Pravir Krishn	- Joint Secretary (Ports)
Shri Sanjay Kumar	- Whole Time Director (Operations)

During the year under review, the following changes occurred in the composition of Board.

- Shri Atulya Misra, Nominee Director, Chennai Port Trust ceased to be a Director on the Board of KPL with effect from 08.10.2015.
- Shri N. Muruganandam, Nominee Director, Ministry of Shipping ceased to be a Director on the Board of KPL with effect from 29.10.2015 and in his place Shri Rabindra Kumar Agarwal, Joint Secretary (Sagarmala), Ministry of Shipping has been appointed with effect from 29.10.2015.
- Shri Rabindra Kumar Agarwal, Nominee Director, Ministry of Shipping ceased to be a Director on the Board of KPL with effect from 23.2.2016 and in his place Shri Pravir Krishn, Joint Secretary (Ports), Ministry of Shipping has been appointed with effect from 23.02.2016.
- Shri Cyril George, Chairman I/c, Chennai Port Trust has been appointed as Government

Nominee Director with effect from 6th May 2016.

- Shri Sanjay Kumar ceased to be the Director w.e.f. 8.6.2016 consequent to completion of his tenure.

The Board places on record the valuable service rendered by Shri Atulya Misra, Shri N. Muruganandam, Shri Rabindra Kumar Agarwal, Shri Sanjay Kumar, Directors during their tenure in office.

During the year, your Company did not have required number of Independent Directors. Your Company being a public sector undertaking, the appointment of Directors both Executive and Non-Executive are to be made by the Government of India. Your Company has taken up the matter with the Ministry of Shipping, Government of India for appointment of requisite number of Independent Directors and Woman Director on the Board of the Company.

Declaration from Independent Director will be obtained as required under the Companies Act 2013, on appointment of Independent Directors as per the directives of Ministry of Shipping, GoI.

32.1 Reappointment of Director

As per the provisions of the Companies Act, 2013 and clause 166 of Articles of Association, Shri M.A. Bhaskarachar (DIN No.02250459) retires by rotation at the ensuing Annual General Meeting and being eligible seeks re-appointment.

32.2 Number of meetings of the Board

The Board met 13 times during the financial year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies' Act, 2013.

32.3 Details of Key Managerial Person appointed or ceased during the year

Smt Jayalakshmi Srinivasan was appointed as Company Secretary of the Company w.e.f. 29.05.2015.

33.0 AUDIT COMMITTEE

The Audit Committee of the Company as on 31.3.2016 comprised of the following members:

Shri Pravir Krishn, Nominee Director	- Chairman
Shri M.A. Bhaskarachar, CMD	- Member
Shri Sanjay Kumar, Director (Operations)	- Member

As currently there are no independent directors on the Board of the Company, the Audit Committee will be reconstituted by the Board of Directors once Independent Directors are appointed on the Board.

Head of Finance, Internal Auditors, Statutory Auditors and Senior Executives from various functions were invited in the Audit Committee meetings for interacting with the members of the Audit Committee.

34.0 OTHER COMMITTEES

Detailed note on other committees including CSR and Audit Committee is provided in Corporate Governance Report which forms part of Annual Report.

35.0 VIGILANCE

The Vigilance department in Kamarajar Port Limited is headed by Shri R. Ramakrishnan, IAS, Chief Vigilance Officer, V.O. Chidambaranar Port Trust, Tuticorin, who is holding additional charge of CVO, KPL with effect from 25.11.2015. He is assisted by a Deputy Manager.

The Vigilance department scrutinizes files and documents with respect to the work contracts executed by the departments. Procedural lapses, deviations from tendering norms and shortcomings in contract works etc, are pointed out to the concerned departments for rectification and corrective actions.

The CVC guidelines/notifications are circulated to the departments. The Annual Immovable Property Returns submitted by the officers of KPL are scrutinized by the Vigilance department. Clarifications are sought for the abnormalities, if any, from the concerned officers. The Audit reports are studied at Vigilance department and departments are advised to take corrective action, wherever required.

35.1 Vigilance Awareness Week, 2015

As directed by the Central Vigilance Commission, Vigilance Awareness Week, 2015 was observed in KPL from 26.10.2015 to 31.10.2015 on the theme “Preventive Vigilance as a Tool of Good Governance”. Essay and Slogan writing competitions were held with the active participation from KPL staff and students from nearby schools. Lectures were organized on vigilance related topics to create more awareness on Vigilance.

35.2 Adoption of Integrity Pact

The Central Vigilance Commission has been promoting integrity, transparency, equity and competitiveness in Government/PSU transactions as a part of vigilance administration and superintendence. Public procurement is a major area of concern for the Central Vigilance Commission and various steps have been taken to put proper systems in place. The Commission has recommended adoption of Integrity Pact and provided basic guidelines for its implementation in respect of major procurements in the Government Organisations.

Further the commission has recommended appointment of Independent External Monitors (IEMs) for the implementation of Integrity Pact and also advised the organisations to fix a threshold value for the contracts/ procurement which are to be brought under the Integrity Pact. The Pact envisages an agreement between the prospective vendors/bidders and the Employer/Principal committing the persons /officials of the both parties, not to exercise any corrupt influence on any aspect of the contract.

The KPL Board has approved the Vigilance department's proposal of Integrity Pact in the Board meeting held on 21.02.2015. The threshold value for contracts/ procurement to be covered under Integrity Pact has been fixed as Rs. 1 crore and above. The CVC had appointed the following two retired officers as Independent External Monitors (IEM) for monitoring the implementation of Integrity Pact in KPL.

1. Shri Velayutham Venkatachalam, IAS, (Retd), Chennai.
2. Shri T.Govindarajan, Former CE (PWD), Coimbatore.

Integrity Pact covers all phases of the contract i.e from the stage of Notice Inviting Tender (NIT) till the conclusion of the contract. All the departments were advised to incorporate Integrity Pact clause in the tender documents for works/procurements having threshold value of Rs. 1 crore. The IEMs reviewed the implementation of Integrity Pact in respect of 15 contract works having a threshold value of Rs. 1 crore in KPL on 06.04.2015 and 03.11.2015.

36.0 NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the year no Company has become or ceased to be its subsidiaries, joint ventures or associate companies.

37.0 DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:-

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

- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

38.0 PARTICULAR OF EMPLOYEES

KPL being a Government Company, the provisions of section 197(12) of the Companies Act, 2013 and relevant Rules shall not apply in view of the Gazette notification dated 05.06.15 issued by Government of India, Ministry of Corporate Affairs.

39.0 AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013, the Comptroller & Auditor General of India, New Delhi has appointed M/s. Sankaran & Krishnan, Chartered Accountants, Chennai as Statutory Auditors of the Company for the period ended 31st March 2016.

39.1 Statutory Auditors' Report

The statutory auditor of the Company, M/s. Sankaran & Krishnan, Chartered Accountants, have given an unqualified report on the accounts of the Company for the financial year 2015-16. The Emphasis of matters and Notes on financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments.

40.0 REVIEW OF ACCOUNTS BY COMPTROLLER AND AUDITOR GENERAL OF INDIA

Under Section 143(6)(b) of the Companies Act, 2013, the Comptroller and Auditor General of India, vide letter dated 28th July 2016, has forwarded their comments. A copy of the report of C&AG along with the managements response and statutory Auditors response to the same is annexed herewith.

41.0 SECRETARIAL AUDIT

M/s.Dhanapal & Associates, practicing Company Secretary (FCS.6881, C.P.No.7028) was appointed to conduct secretarial audit of the Company for the financial year 2015-16 as required under Section 204 of the Companies' Act, 2013 and rules thereunder.

The Secretarial Auditors have reported that during the period under review, the Company has complied in accordance with the requirements to be met with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except appointment of independent directors and all related compliances and appointment of women director. The secretarial Auditor's Report for the financial year 2015-16 forms part of this Board Report as **Annexure – 3**.

41.1 Reply to the comments of Secretarial Auditor.

Your Company being a public sector undertaking, the appointment of Directors both Executive and Non-Executive are to be made by the Government of India. Accordingly, with regard to appointment of Independent Directors including a Woman Director, your Company is regularly following up with the Ministry of Shipping, Government of India for appointment of sufficient number of Independent Directors and Woman Director, on the Board of the Company. Once Independent Directors come on Board all related compliances like constitution of various Committees with Independent Director would be complied.

42.0 SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

43.0 EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of annual return as provided under Section 92(3) is appended as **Annexure - 4** to the Board's report.

44.0 DEBENTURE TRUSTEE

Your Company has appointed M/s. SBICAP Trustees Company Ltd. and GDA Trusteeship Ltd. as Debenture Trustees for Tax Free bonds issued during the Financial Years 2012-13 and 2013-14 respectively. Name of GDA Trusteeship Ltd. has become Catalyst Trusteeship Limited w.e.f 8.6.2016.



Shri. Nitin Gadkari, Hon'ble Union Minister for Shipping with Shri. Rajive Kumar, Secretary Ministry of Shipping at the MIS-2016 in which Kamarajar Port actively participated.

45.0 REPORT ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO.

In accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 information regarding Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo is given at **Annexure – 5** to this report.

46.0 REPORT ON CORPORATE GOVERNANCE

As per the guidelines of the Government of India, Department of Public Enterprises, a report on Corporate Governance for the year ended 31st March 2016 together with Auditors' Certificate on Corporate Governance is available at **Annexure – 6** to this report.

47.0 REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

A report on Management Discussion and Analysis is enclosed at **Annexure – 7**.

48.0 ACKNOWLEDGEMENT

Your Directors would like to place on record their gratitude for the support and guidance received from the Ministry of Shipping, Government of India and Chennai Port Trust and appreciate co-operation received from TANGEDCO/TNEB, TNPCB, GoTN

and GoI, particularly the Ministry of Environment & Forests, Planning Commission, Department of Public Enterprises, Indian Port Association, Ministry of Finance and Indian Railways/Southern Railways.

Board of Directors is pleased to acknowledge with gratitude the cooperation and support extended by Comptroller & Auditor General of India, Statutory Auditors, Internal Auditors and Secretarial Auditor. Your Directors take this opportunity to thank the Port Users, BOT concessionaires, Contractors and Bankers for their continued support during the year. The Directors sincerely appreciate the high degree of professionalism, commitment and dedication displayed by employees at all levels. The Directors are also deeply grateful for the continued confidence and faith reposed on us by Shareholders and Debenture Holders.

**For and on behalf of the Board of Directors
of Kamarajar Port Limited**

(M.A. Bhaskarachar)

**Chairman cum Managing Director
(DIN No.02250459)**

Place : Chennai

Date : 1st September 2016

Form No. 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

- (a) Name(s) of the related party and nature of relationship: N.A
- (b) Nature of contracts/arrangements/transactions: N.A
- (c) Duration of the contracts / arrangements/transactions: N.A
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A
- (e) Justification for entering into such contracts or arrangements or transactions: N.A
- (f) Date(s) of approval by the Board: N.A
- (g) Amount paid as advances, if any: N.A
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: N.A

2. Details of material contracts or arrangement or transactions at arm's length basis

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any
1	Chennai Port Trust, Shareholder of the Company having 33% holding in the company	An office space of 1334.86 Sqm in 4 th and 5 th floor along with an area of 287.25 Sqm covered space for car parking was leased from ChPT at Diabetic Specialty Centre (Erstwhile DLB building) at Rajaji Salai. The upfront fee was paid and occupied the office space from 1 st Aug 2015. Subsequently an alternate accommodation has been allotted in Jawahar Building and CDC Building in lieu of the earlier allotted office space. The 5 th floor in DLB Building has been handed over. The interior works are in progress at Jawahar building. On completion of interior works in Jawahar building the allotted space at Jawahar building and CDC building will be occupied and the 4 th floor area will be handed over.	29 years & 11 Months	An office space has been hired in 1334.86 sqm i.e. 667.43 Sqm each in the 4 th and 5 th floor of the Diabetic complex (DLB building) of ChPT at Rajaji Salai with an extent of 287.25 sqm car parking on up front premium basis for a period of 29 years and 11 months. Subsequently, an extent of 650 Sqm in Jawahar building (3 rd Floor), 300 sqm in Jawahar building (North wing) (2 nd Floor), 377.15 Sqm in CDC Ground floor (south wing), 34 sqm in CDC building basement and 94 sqm in Car parking covered (CDC) has been allotted in lieu of the earlier allotted space in 4 th and 5 th floor of the Diabetic complex (DLB building).	21 st Feb 2015	21.31 Cr

**For and on behalf of the Board of Directors
of Kamarajar Port Limited**

(M.A. Bhaskarachar)

**Chairman cum Managing Director
(DIN No.02250459)**

**Place : Chennai
Date : 1st September 2016**

CSR ACTIVITIES OF KAMARAJAR PORT LIMITED FOR THE YEAR 2015-16



Shri Pon Radhakrishnan, Hon'ble Minister of State for Road Transport, Highways & Shipping inaugurated the Skill Development Training programmes under CSR Initiatives of KPL in the presence of Shri M.A Bhaskarachar, Chairman cum Managing Director, KPL.

Brief out line of KPL Policy

KPL shall consistently strive to meet the expectations of the society by supporting initiatives for improving infrastructure/quality of life of society/community without compromising on ecological issues on sustainable basis consistent with the CSR provisions of Act, Schedule VII of the Act, CSR rules, the Guidelines issued by DPE and the policy directions issued by the Government time to time.

KPL, as a socially responsible corporate port endeavors to

- promote and leverage green technologies to produce goods and services that contribute to social and environmental sustainability
- take up CSR projects by priority to the issues which are in the National Development agenda like safe drinking water, provision of Toilets especially for girls, health and sanitation and education, etc., with the main focus to address the basic needs of the deprived, under privileged and weaker sections of the society which consists of SC, ST, OBCs, minorities, BPL families, old and aged, woman/ girl child and physically challenged, etc.,

CSR Committee is constituted as under with effect from 5.7.2016:

Shri. M.A. Bhaskarachar, CMD	- Chairman
Shri Pravir Krishn	- Member
Shri Cyril George	- Member

Average Net profit of the Company
for last three financial years (PBT) = **347.58 Cr**
(216.74+400.19+425.82) /3

Prescribed CSR Expenditure
(2% of the average Net profit) = **6.95Crs**

Details of CSR spent during the financial year 2015-16

- | | | |
|-----|---|--------------|
| (a) | Total amount to be spent for the financial year 2015-16 | - 6.95Crores |
| (b) | Amount unspent, if any | - NIL |
| (c) | Manner in which the amount spent during the financial year is detailed below. | |

Sl. No.	CSR project or activity 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 programs wise in Rs.	Amount spent on the projects or programs Sub heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cummulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1	Infrastructure	Education	(1) Local area (2) Thiruvallur District New building for ICDS Anganwadi Centre at Adi Dravidar Colony at Thiruvellaivoyal Village	6,25,000	48,512	8,14,287	Direct
2	Infrastructure	Education	(1) Local area (2) Thiruvallur District Construction of compound wall / renovation of buildings at Saidapet Chennai	18,76,500	18,312	11,58,487	Direct
3	Infrastructure	Drinking Water	(1) Local area (2) Thiruvallur District Drinking water facilities – Construction of OH Tank, LLR, Pipelines, sinking borewells, RO water purification to the Irular Colony at Nandiampakkam village	7,70,000	1,94,304	9,98,722	Direct
4	Infrastructure	Education	(1) Local area (2) Thiruvallur District Construction of two classrooms for Loganathan Narayanaswamy Govt. Arts College, Ponneri	27,50,000	1,33,872	28,41,581	Direct
5	Infrastructure	Sanitation	(1) Local area (2) Thiruvallur District Construction of integrated toilets at Irular colony, Nandiampakkam Village	14,00,000	68,534	14,30,624	Direct

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
6	Infrastructure	Sanitation	(1) Local area (2) Thiruvallur District Construction of Integrated toilets at Pazhaverkadu, Ponneri Taluk	14,00,000	78,115	13,79,616	Direct
7	Infrastructure	Preventive Health Care	(1) Local area (2) Chennai District Improvement works to Voluntary Health Services Hospital, Tharamani, Chennai.	50,08,995	40,24,138	40,24,138	Direct
8	Infrastructure	Sanitation	(1) Local area (2) Thiruvallur District Construction/ renovation of Toilet blocks for boys & girls and an incinerator at High School of Kattupalli village	7,50,000	20,477	8,44,511	Direct
9	Infrastructure	Preventive Health Care	(1) Local area (2) Thiruvallur District Supply of Medical Equipments to PH Sub-Centre, Vallur Village, Ponneri Taluk.	30,000	28,842	28,842	Direct
10	Infrastructure	Preventive Health Care	(1) Local area (2) Thiruvallur District Supply of Medical Equipments to PH Sub-Centre, Nandhiyambakkam Village, Ponneri Taluk.	5,72,000	20,982	20,982	Direct
11	Supply	Promoting rural sports	(1) Local area (2) Thiruvallur District Supply of sports equipments to Jaigopal Garodia Girls High School, Ponneri.	15,000	12,250	12,250	Direct

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
12	Supply	Promoting rural sports	(1) Local area (2) Thiruvallur District Supply of sports equipments to Youth Welfare Centre, Thiruvotriyur, Ponneri Taluk.	1,02,900	99,825	99,825	Direct
13	Supply	Promoting rural sports	(1) Local area (2) Thiruvallur District Supply of Gym Materials to Youth Welfare Centre, Lighthouse Village, Pazhaverkadu, Ponneri Taluk.	85,000	76,130	76,130	Direct
14	Supply	Drinking Water	(1) Local area (2) Chennai District Supply and installation of RO based Water Treatment Plant at St.Lazarus Middle School, Chennai-28.	2,60,000	1,86,704	1,86,704	Direct
15	Maintenance	Sanitation	(1) Local area (2) Thiruvallur District Maintenance cost of Toilets from 08.06.2015 to 29.02.2016 in Govt.High School, Athippattu, Ponneri Taluk.	1,46,880	1,19,544	1,19,544	Through M/s.Lok Priya Seva Sansthan
16	Consultancy	Evaluation of CSR & Sustainability activities	(1) Local area (2) Thiruvallur District Remuneration to Madras School of Social Work for evaluation of CSR and Sustainability activities for the year 2014-15.	3,50,000	3,50,000	3,50,000	Direct

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
17	Contribution	Conservation of natural resources	(1) Other area (2) Chennai District Contribution towards sustainable conservation of Pallikaranai Marsh Land by conducting study and declaring as Ramsar Site.	5,00,000	5,00,000	5,00,000	Through the Conservation Authority of Pallikaranai Marshland
18	Contribution	Welfare of destitute and orphan children	(1) Other area Contribution to National Foundation for Communal Harmony for providing financial assistance to the welfare of Destitute/Orphan children.	5,00,000	5,00,000	5,00,000	Through the implementing agency.
19	Contribution	Environmental sustainability and ecological balance	(1) Local area (2) Thiruvallur District Contribution to District Collector, Thiruvallur towards Green District Project.	25,00,000	25,00,000	25,00,000	Through District Collector, Thiruvallur.
20	Contribution	Welfare of differently abled.	(1) Other area Contribution to ALIMCO for providing Cochlear Implant to hearing impaired children.	5,00,000	5,00,000	5,00,000	Through the implementing agency.
21	Infrastructure	Sanitation	(1) Other area (2) Thanjavur District Contribution to Town Higher Secondary School, Kumbakonam for construction of Toilets.	5,00,000	5,00,000	5,00,000	Through Town Higher Secondary School, Kumbakonam

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
22	Contribution	Promotion of quality of child education	(1) Local area (2) Thiruvallur District Contribution for improving the quality of child education (Digital Education) at selected schools in Thiruvallur District as pilot initiative by the District Collector, Thiruvallur for the year 2015-16.	35,00,000	35,00,000	35,00,000	Through District Collector, Thiruvallur .
23	Supply	Promoting preventive health care	(1) Local area (2) Chennai District Supply and installation of High End Color Doppler Ultrasound Machine to V.S.Medical Trust, Chetpet.	25,00,000	25,05,625	25,05,625	Direct
24	Skill Development Training	Enhancing vocation skill and livelihood enhancement.	(1) Local area (2) Thiruvallur District Imparting of Skill Development Training to residents of villages around Kamarajar Port through the National Institute for Micro, Small and Medium Enterprises (50% of the Project Cost)	1,57,50,000	70,32,210	70,32,210	Through National Institute of Micro Small and Medium Enterprises, Hyderabad
25	Infrastructure	Rural Development	Providing Street Light From K.R.Palayam to Koranjur road (1.50km)*	6,25,000	6,25,000	6,25,000	Through District Collector, Thiruvallur
26	Infrastructure	Rural Development	Providing BT Road from M.K.T Road to Neithavoyal village road.0/0-0/868*	15,63,000	15,63,000	15,63,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
27	Infrastructure	Drinking Water	Providing &Drilling of Borewell with Hand Pump @ Reddypalayam village in Neithavoyal pt.*	1,50,000	1,50,000	1,50,000	Through District Collector, Thiruvallur
28	Infrastructure	Sanitation	Construction of Individual Toilet 50 Nos. @ Neithavoyal pt.(50nosx0.08 lac/ each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
29	Infrastructure	Rural Development	Providing BT Road to Meratoor colony B.G.Road.(Km 0/270 - 0/474)*	4,48,000	4,48,000	4,48,000	Through District Collector, Thiruvallur
30	Infrastructure	Rural Development	Providing BT Road to Thottakadu village B.G.Road.(Km 0/0 - 0/262)*	5,76,000	5,76,000	5,76,000	Through District Collector, Thiruvallur
31	Infrastructure	Education	Construction of School Building @ Meratoor Village*	12,00,000	12,00,000	12,00,000	Through District Collector, Thiruvallur
32	Infrastructure	Drinking Water	Providing Deep Borewell @ Meratoor colony*	1,00,000	1,00,000	1,00,000	Through District Collector, Thiruvallur
33	Infrastructure	Rural Development	Providing Paver Block road from Perumalkoil street @ Thottakadu in Meratoor pt.(276.00mt)*	6,07,000	6,07,000	6,07,000	Through District Collector, Thiruvallur
34	Infrastructure	Drinking Water	Providing Deep Borewell @ Mettu colony in Meratoor pt.*	1,00,000	1,00,000	1,00,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
35	Infrastructure	Rural Development	Providing Paver Block @ Perumalkoil street in Meratoor colony in maratoor pt.(398.00mt)*	8,76,000	8,76,000	8,76,000	Through District Collector, Thiruvallur
36	Infrastructure	Drinking Water	Providing &Drilling of Deep Borewell& RO System with Infrastructure @ Meratoor pt.*	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur
37	Infrastructure	Rural Development	Providing BT Road from Voyalurkuppam to Village B.G.Road. (230.00mt)*	5,06,000	5,06,000	5,06,000	Through District Collector, Thiruvallur
38	Infrastructure	Rural Development	Providing BT Road from Voyaloorkuppam to Colony B.G.Road. (460.00mt)*	10,12,000	10,12,000	10,12,000	Through District Collector, Thiruvallur
39	Infrastructure	Rural Development	Providing BT Road from Uranambedu to Erikaraisalai. (554.00mt)*	9,97,000	9,97,000	9,97,000	Through District Collector, Thiruvallur
40	Infrastructure	Rural Development	Providing BT Road to Sengazhinirmeedu colony B.G.Road. (657.00mt)*	14,45,000	14,45,000	14,45,000	Through District Collector, Thiruvallur
41	Infrastructure	Rural Development	Providing BT Road from Urnambedu main road to Ramanathapuram.(Km 0/300 - 0/933)*	11,40,000	11,40,000	11,40,000	Through District Collector, Thiruvallur
42	Infrastructure	Rural Development	Providing BT Road from Ramanathapuram to Rajathoppurular colony road.(0/312-0/940)*	13,82,000	13,82,000	13,82,000	Through District Collector, Thiruvallur
43	Infrastructure	Rural Development	Providing BT Road to Ramanathapuram B.G.Road.(137.00mt)*	3,02,000	3,02,000	3,02,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
44	Infrastructure	Rural Development	Providing BT Road to Voyalloor B.G.Road. Km 0/502 - 0/950)*	10,33,000	10,33,000	10,33,000	Through District Collector, Thiruvallur
45	Infrastructure	Drinking Water	Construction of water tank (OHT)@ ooranambedu - Ezikarai.(30000 litres) with pump room in voyalurpt*	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur
46	Infrastructure	Sanitation	Construction of Individual Toilet 50Nos @ Voyalloor pt.(50nosx0.08lac/ each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
47	Infrastructure	Rural Development	Providing BT Road from Thiruvallavoyal to Elliyammankoil road.(463.00mt)*.	10,18,000	10,18,000	10,18,000	Through District Collector, Thiruvallur
48	Infrastructure	Rural Development	Providing BT Road from E.T.Road to M.K.T.road (Via) Sivan koil road.(Km 0/500 - 1/015)*.	9,27,000	9,27,000	9,27,000	Through District Collector, Thiruvallur
49	Infrastructure	Rural Development	Providing BT Road from M.K.T.Road to Elliyammankovil joint road.(0/0 - 0/365)*.	6,57,000	6,57,000	6,57,000	Through District Collector, Thiruvallur
50	Infrastructure	Rural Development	Providing Paver block road from M.K.T.Road to Cross street (350.00mt)*	7,70,000	7,70,000	7,70,000	Through District Collector, Thiruvallur
51	Infrastructure	Rural Development	Providing Paver Block road to Thirunavakarasu street.(80.00mt)*	1,76,000	1,76,000	1,76,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
52	Infrastructure	Rural Development	Providing BT Road to AngalammanKoil street.(55.00mt)*	1,50,000	1,50,000	1,50,000	Through District Collector, Thiruvallur
53	Infrastructure	Rural Development	Providing Paver Block streets.* 1. Palla cross 1st - 45mt. 2. Cross IIInd St - 98mt. 3. Cross IIIrd St - 91mt. 4. Cross IVth St - 100mt. 5. Cross Vth St - 52mt. 6. Cross VIth St - 64mt. 7. Cross VIIth St - 85mt. 8. Cross VIIIth St - 80mt. 9. Cross IXth St - 63mt. Total - 678mt.	14,92,000	14,92,000	14,92,000	Through District Collector, Thiruvallur
54	Infrastructure	Rural Development	Providing BT Road to perumalkoil street in thiruvallavoyal pt(Km 0/0 -0/300)*.	5,40,000	5,40,000	5,40,000	Through District Collector, Thiruvallur
55	Infrastructure	Rural Development	Construction of Flood Production wall @ Thirupalaivanam pt.(140mt)*	6,00,000	6,00,000	6,00,000	Through District Collector, Thiruvallur
56	Infrastructure	Rural Development	Providing Paver Block from Sannathi street to Reddy street.(700mt)*	15,40,000	15,40,000	15,40,000	Through District Collector, Thiruvallur
57	Infrastructure	Preventive health care	Construction of Health Sub centre @ Thirupalaivanam pt.*	6,00,000	6,00,000	6,00,000	Through District Collector, Thiruvallur
58	Infrastructure	Drinking Water	Providing Drilling of Borewell @ Kanjivoyal*	1,20,000	1,20,000	1,20,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
59	Infrastructure	Sanitation	Construction of Individual Toilet @ 50Nos in Thirupalaivanam pt.(50nosx0.08lac/each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
60	Infrastructure	Rural Development	Construction of PDS Outlet @ vanjivakkam pt.*	7,41,000	7,41,000	7,41,000	Through District Collector, Thiruvallur
61	Infrastructure	Rural Development	Providing Metaling and BT Road to Veera give duro adtopalayam B.G. (Km.0/0- 0/800)*	17,60,000	17,60,000	17,60,000	Through District Collector, Thiruvallur
62	Infrastructure	Rural Development	Providing Metaling and BT Road to VanjivakkamB.G.Road. (Km. 0/0 - 0/400)*	8,80,000	8,80,000	8,80,000	Through District Collector, Thiruvallur
63	Infrastructure	Sanitation	Construction of Individual Toilet @ 50Nos in Vanjivakkam pt.(50nosx0.08lac/each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
64	Infrastructure	Drinking Water	Providing& drilling of Borwell with pipe line @ Thathaimanji pt.*	3,50,000	3,50,000	3,50,000	Through District Collector, Thiruvallur
65	Infrastructure	Sanitation	Construction of Individual Toilet @ 50Nos in Thathaimanji pt.(50nosx0.08lac/each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
66	Infrastructure	Drinking Water	Providing &Drilling of Deep Borewell and RO System with Infrastructure @ Andarmadam village in kadapakkam pt*	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
67	Infrastructure	Drinking Water	Providing &Drilling of Deep Borewell and RO System with Infrastructure @ senjiammannagar ST colony*.	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur
68	Infrastructure	Rural Development	Providing Paver Block @ irular colony in Kadapakkam pt(248.00mt)*	5,46,000	5,46,000	5,46,000	Through District Collector, Thiruvallur
69	Infrastructure	Rural Development	Construction of Community hall @ Kadapakkam Village*	30,00,000	30,00,000	30,00,000	Through District Collector, Thiruvallur
70	Infrastructure	Conservation of energy and natural resources	Providing and fixing of Solar light @ 35nos in kadapakkam Village*.	4,38,000	4,38,000	4,38,000	Through District Collector, Thiruvallur
71	Infrastructure	Education	Construction of School Building @ Kadapakkam Village*.	12,00,000	12,00,000	12,00,000	Through District Collector, Thiruvallur
72	Infrastructure	Rural Development	Construction of Community hall @ Katoor colony*.	30,00,000	30,00,000	30,00,000	Through District Collector, Thiruvallur
73	Infrastructure	Sanitation	Construction of Individual Toilet @ 50Nos in Katoor pt.(50nosx0.08lac/ each, contribution by public)*	4,00,000	4,00,000	4,00,000	Through District Collector, Thiruvallur
74	Infrastructure	Drinking Water	Providing and Extension of Pipeline from Perumalkoil to Elliyammankoil street*.	3,90,000	3,90,000	3,90,000	Through District Collector, Thiruvallur

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(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
75	Infrastructure	Rural Development	Construction of Community hall @ Vaigundaperumalkoil street*.	30,00,000	30,00,000	30,00,000	Through District Collector, Thiruvallur
76	Infrastructure	Rural Development	Construction of Burial Ground compound wall @ Rukmaninagar*.	2,85,000	2,85,000	2,85,000	Through District Collector, Thiruvallur
77	Infrastructure	Rural Development	Construction of Burial Ground compound wall @ Rajiv Gandhi Nagar*	2,85,000	2,85,000	2,85,000	Through District Collector, Thiruvallur
78	Infrastructure	Rural Development	Construction of Burial Ground compound wall @ Nehru Nagar*.	2,85,000	2,85,000	2,85,000	Through District Collector, Thiruvallur
79	Infrastructure	Rural Development	Construction of Burial Ground compound wall @ Athipattu colony*	2,85,000	2,85,000	2,85,000	Through District Collector, Thiruvallur
80	Infrastructure	Rural Development	Providing Paver Block Road from Lalbhathur Road to Ambethkar Nagar Road. (800.00mt)*	17,60,000	17,60,000	17,60,000	Through District Collector, Thiruvallur
81	Infrastructure	Drinking Water	Providing &Drilling of Deep Borewell and RO System with Infrastructure @ Pudhu Nagar*.	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur
82	Infrastructure	Drinking Water	Providing &Drilling of Deep Borewell and RO System with Infrastructure @ Athipattu school*.	10,00,000	10,00,000	10,00,000	Through District Collector, Thiruvallur
83	Infrastructure	Rural Development	Providing Bt Road to Athipattu Pudhunagarpakkam salai Road. (Km 0/0 - 0/268)*	5,90,000	5,90,000	5,90,000	Through District Collector, Thiruvallur

Sl. No.	CSR project or activity 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 programs wise in Rs.	Amount spent on the projects or programs Sub heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cummulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
84	Consultancy	Skill need assessment study	(1) Local area (2) Thiruvallur District Remuneration to Madras School of Social Work for Employable skill needs assessment study among the youth of KPL neighbourhood villages (11 Nos.)	1,50,000	1,50,000	1,50,000	Direct
85	Infrastruture	Health and Family welfare	(1)Local area (2) Thiruvallur District Construction of primary health Centre at Nandiampakkam Village	5,72,000	(-)63,416**	6,17,274	Direct
				Total	7,29,51,960		

Note: * These areas come under local area in Thiruvallur District

** (-)Rs.63,146/- excess provided in the Financial Year 2014-15 now reversed.

The CSR committee of Board has constituted a transparent monitoring mechanism for implementation of the CSR Projects/Activities/ programs undertaken by KPL.

Place : Chennai
Date : 1st September 2016

**Chairman-cum-Managing Director &
Chairman, CSR Committee**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2016

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

To,
The Members,
KAMARAJAR PORT LIMITED
(erstwhile Ennore Port Limited)
Chennai

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. KAMARAJAR PORT LIMITED** (erstwhile Ennore Port Limited), (hereinafter called the company). Secretarial Audit was conducted based on records made available to us, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion/understanding thereon.
2. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we, on strength of those records, and information so provided, hereby report that in our opinion and understandings, the Company, during the audit period covering the financial year ended on March 31, 2016, appears to have complied with the statutory provisions listed hereunder and also in our limited review, the Company has proper and required 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, minutes' book, forms and returns filed and other records maintained by the Company and made available to us, for the financial year ended on March 31, 2016 according to the applicable provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder and the Companies Act, 1956 and the rules made thereunder as applicable;

- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings to the applicable extent.
- v) The following Regulations and Guidelines prescribed under the Securities and exchange Board of India Act, 1992 ('SEBI ACT'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - 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; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

vi) The Company has identified and informed the following laws as being specifically applicable to the Company:

1. Indian Ports Act, 1908
2. International Convention for Safety of Life at Sea, 1974
3. The Inland Vessels Act, 1917 (1 of 1917)
4. The Merchant Shipping Act, 1958 (44 of 1958)
5. Coastal Regulation Zone Notification, 2011

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) made effective 1st July, 2015.
- ii) The Listing Agreement entered into by the Company with BSE Limited and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective 1st December, 2015).
- iii) Guidelines issued by Department of Public Enterprises (DPE) vide reference No.18(8)/2005-GM dated May 14, 2010.

During the period under review, the Company has complied in accordance with the requirements to be met with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to a required extent except appointment of independent directors and all related compliances and appointment of women director.

It is represented to us that the company has initiated measures, wherever required, to address issues raised by the statutory authorities and letters/notices received by the Company during the financial year under various enactments as applicable to the company.

We further report that, subject to the above lapses, the related documents that we have come across depict that:

The Board of Directors of the Company is constituted as applicable with Executive Directors and Non-Executive Directors and 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that based on our limited review of the compliance mechanism established by the Company, there appear 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 the company did not seek the approval of its members for any specific matter other than ordinary business at the Annual General Meeting.

We further report that our Audit was subjected only to verifying adequacy of systems and procedures that are in place for ensuring proper compliance by the Company and we are not responsible for any lapses in those compliances on the part of the Company.

For S Dhanapal & Associates

(A firm of Practicing Company Secretaries)

S. Dhanapal
(Sr. Partner)
FCS 6881
CP No. 7028

Place : Chennai
Date : 16.08.2016

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

To

**The Members,
KAMARAJAR PORT LIMITED**
(erstwhile Ennore Port Limited)
Chennai

Management's Responsibility

- (a) 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.

Auditor's Responsibility

- b) Our responsibility was to express an opinion on the secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
- c) We believe that audit evidence and information obtained from company's management is adequate and appropriate for us to provide a basis for our opinion.

- d) Where ever required, we have obtained Management representation about the compliance of laws, rules and regulations and happenings of events and policies, appraisal and processes etc.

Disclaimer

- e) The Secretarial Audit is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management conducted the affairs of the Company.

For S Dhanapal & Associates

(A firm of Practicing Company Secretaries)

S. Dhanapal
(Sr. Partner)
FCS 6881
CP No. 7028

Place : Chennai
Date : 16.08.2016

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 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	U45203TN1999GOI043322
ii.	Registration Date	11/10/1999
iii.	Name of the Company	KAMARAJAR PORT LIMITED (erstwhile Ennore Port Limited)
iv.	Category / Sub-Category of the Company	Company Limited by Shares/Union Government Company
v.	Address of the Registered office and contact details	4 th Floor, Super Speciality Diabetic Centre, (erstwhile DLB Building), Rajaji Salai, Chennai - 600 001. Tel:044-25251666, Fax:044-25251665
vi.	Whether listed company Yes / No	YES (Tax free Bonds listed on BSE)
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd, C-13, Pannalal Silk Mills Compound, L.B.S.Marg, Bhandup (W), Mumbai - 400078. Tel:022-25967878, Fax:022-25960329 Email: ennore.ncd@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company are given below:

Sl. No.	Name and Description of Main Products / Services	NIC Code of the Product/ Service	% to Total Turnover of the Company
1	Infrastructure services and Port Services	52242	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name And Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of Shares held	Applicable Section
No Holding, Subsidiary and Associate Company					

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	--	5	5	--	--	5	5	--	Nil
(b) Central Government	--	19,99,99,995	19,99,99,995	66.67%	--	19,99,99,995	19,99,99,995	66.67%	Nil
(c) State Governments	--	--	--	--	--	--	--	--	--
(d) Bodies Corporate (Board of Trustees, Chennai Port Trust)		10,00,00,000	10,00,00,000	33.33%	--	10,00,00,000	10,00,00,000	33.33%	Nil
(e) Banks/FIs	--	--	--	--	--	--	--	--	--
(f) Any other (Specify)	--	--	--	--	--	--	--	--	--
Sub Total A1		30,00,00,000	30,00,00,000	100%	--	30,00,00,000	30,00,00,000	100%	Nil

(2) Foreign									
(a) NRI - Individual	--	--	--	--	--	--	--	--	--
(b) Other – Individuals	--	--	--	--	--	--	--	--	--
(c) Bodies Corporate	--	--	--	--	--	--	--	--	--
(d) Banks/FIs	--	--	--	--	--	--	--	--	--
(e) Any other	--	--	--	--	--	--	--	--	--
Sub Total (A)(2)	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)=(A)(1)+(A)(2)		30,00,00,000	30,00,00,000	100%	--	30,00,00,000	30,00,00,000	100%	Nil
B. Public Shareholding									
1. Institutions									
(a) Mutual Funds	--	--	--	--	--	--	--	--	--
(b) Banks/FIs	--	--	--	--	--	--	--	--	--
(c) Central Govt	--	--	--	--	--	--	--	--	--
(d) State Govt(s)	--	--	--	--	--	--	--	--	--
(e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
(f) Insurance Companies	--	--	--	--	--	--	--	--	--
(g) FIIs	--	--	--	--	--	--	--	--	--
(h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
(i) Other (specify)	--	--	--	--	--	--	--	--	--
Sub Total B(1)	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
(a) Bodies Corporate	--	--	--	--	--	--	--	--	--
(i) Indian	--	--	--	--	--	--	--	--	--
(ii) Overseas	--	--	--	--	--	--	--	--	--
(b) Individuals	--	--	--	--	--	--	--	--	--
(i) Individual Shareholders holding Nominal Share Capital upto Rs. 1 Lakh	--	--	--	--	--	--	--	--	--
(ii) Individual Shareholders holding Nominal Share Capital in excess of Rs.1 lakh	--	--	--	--	--	--	--	--	--
(c) Other (specify)	--	--	--	--	--	--	--	--	--
Sub Total B(2)	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B)(1)+(B)(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs and ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A) + (B) + (C)	--	30,00,00,000	30,00,00,000	100%	--	30,00,00,000	30,00,00,000	100%	Nil

* As nominees of the President of India through MoS, GoI

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in 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	The President of India, through MoS	19,99,99,995	66.67%	--	19,99,99,995	66.67%	--	Nil
2	Board of Trustees of ChPT	10,00,00,000	33.33%	--	10,00,00,000	33.33%	--	Nil
3	Dr. (Ms.) T Kumar*	1	0.00	--	1	0.00	--	Nil
4	Mr. M.A. Bhaskarachar*	1	0.00	--	1	0.00	--	Nil
5	Mr. M. Gunasekaran*	1	0.00	--	1	0.00	--	Nil
6	Mr. Sanjay Kumar*	1	0.00	--	1	0.00	--	Nil
7	Mr. V.G. Sravan Kumar*	1	0.00	--	1	0.00	--	Nil
	Total	30,00,00,000	100%	--	30,00,00,000	100%	--	Nil

*As nominees of the President of India through MoS, GoI

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

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares of the company
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
3	At the End of the year	--	--	--	--

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

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
3	At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Directors and KMP*	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year*	3	0.000001	3	0.000001
2	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
3	At the End of the year*	3	0.000001	3	0.000001

*As nominees of the President of India through MoS, GoI

V. INDEBTEDNESS

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

(In Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	736.27	--	--	736.27
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	7.65	--	--	7.65
Total (i+ii+iii)	743.92	--	--	743.92
Change in Indebtedness during the financial year				
Addition	28.75	--	--	28.75
Reduction	52.30	--	--	52.30
Net Change	(-) 23.55	--	--	(-)23.55
Indebtedness at the end of the financial year				
i) Principal Amount	713.26	--	--	713.26
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	7.09	--	--	7.09
Total (i+ii+iii)	720.35	--	--	720.35

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(In Rs)

Sl. No.	Particulars of Remuneration	Name of MD/WTM/Manager		Total Amount
		Mr. M.A. Bhaskarachar CMD	Mr. Sanjay Kumar Director (O)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	31,39,905	24,56,866	55,96,771
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2,40,992	1,31,224	3,72,216
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--	--	--
2.	Stock Option	--	--	--
3.	Sweat Equity	--	--	--
4.	Commission - as % of profit - others, specify	--	--	--
5.	Others, please specify - Provident Fund (Including Employer contribution) - Performance Related Pay - Any other	5,29,494 20,56,560	4,25,874 12,35,250	9,55,368 32,91,810
	Total (A)	59,66,951	42,49,214	102,16,165
	Ceiling as per the Act	Not applicable as section 197 of Companies Act, 2013 shall not apply to Government Companies		

B) Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors • Fee for attending board committee meetings • Commission • Others, please specify	--	--	--	--	--
		--	--	--	--	--
		--	--	--	--	--
		--	--	--	--	--
	Total (1)	--	--	--	--	--
2	Other Non-Executive Directors • Fee for attending board committee meetings • Commission • Others, please specify	--	--	--	--	--
		--	--	--	--	--
		--	--	--	--	--
		--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total (B)=(1+2)	--	--	--	--	--
	Total Managerial Remuneration	--	--	--	--	--
	Overall Ceiling as per the Act	--	--	--	--	--

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD
(In Rs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	8,47,717	20,17,534	28,65,251
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	7,836	1,27,310	1,35,146
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission - As % of profit - others, specify...	--	--	--	--
5.	Others, please specify - Provident Fund (Including Employer contribution)	--	1,48,150	3,51,932	5,00,082
	- Performance Related Pay		--	4,73,354	4,73,354
	- Any other				
	Total	--	10,03,703	29,70,130	39,73,833

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCE

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	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
B. DIRECTORS					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
C. OTHER OFFICERS IN DEFAULT					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

INFORMATION UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 r/w Rule 8 OF THE COMPANIES (ACCOUNTS) RULE, 2014

A) Conservation of Energy:

(i) Steps taken or impact on conservation of energy:

(1) To ensure effective utilization of electrical energy, Energy Audit was conducted by M/s.Dynaspede Integrated Systems Private Limited and audit report was obtained in November-2010. The implementation of recommendations of the Energy Audit report was received on December-2011. Then the work order was given to M/s. Microvision Technologies, Nashik – 422 005 to provide 136.5KVA capacity (22.5KVA – 05Nos. & 24KVA-01 No.) Energy Savers for high mast tower lights and access road street lights on 22.08.2012. The firm has supplied the materials. Installation and commissioning work is not yet completed as conciliation at MSME is in process.

(2) M/s. Thorn Lighting India Pvt. Ltd., Chennai has conducted the energy audit in the port during the year 2014 and submitted the report with the following recommendations.

1. To replace the existing 2*36/40 Watts flourscent lamps installed in the various premises inside the port with LED lamps.
2. To replace the existing 150,250Watts High Pressure Sodium Vapour (HPSV) lamps installed in the street lights with 72 & 120Watts LED lamps.
3. To replace the existing 2*400Watts & 1*400Watts HPSV/MH lamps with 400 Watts & 200Watts LED lamps.

Accordingly, 850nos. of 36/40Watts of fluorescent lamps have been replaced with 18Watts LEDs in various buildings inside the port premises to give the same illumination level. The other two recommendations will be implemented in the following years.

(3) Impacts

- ❖ Energy Efficient.
- ❖ Environment friendly.
- ❖ Longer Life of LEDs compare to others.

(ii) steps taken by the company for utilizing alternate sources of energy:

Around 81,840KWh(Units) of power has been generated through Diesel Generator and around 28,908 KWh(Units) of power has been generated through solar and the same has been utilized during the year 2015-16.

(iii) Capital Investment on energy conservation equipments:

An amount of Rs.6,78,860/- has been invested for replacement of 36/40Watts of fluorescent lamps with 18Watts LEDs.

B. Technology Absorption:

i) The effort made towards technology absorption:

Up-graded physical model of Kamarajar Port at CWPRS is a full-fledged facility useful for simulation of random and regular sea waves for design and optimization of port lay outs, berthing structures. This is also useful for conducting basic and specific studies pertaining to port development works of Kamarajar Port Ltd. Since the above mentioned latest technologies were incorporated in the model, this work is highly sophisticated one and can be earmarked under R&D scheme of Kamarajar Port Ltd.

The activities undertaken in respect of RSWG system up-gradation for physical model of Kamarajar Port are given below:

- Design of RSWG system
- Design of wave boards including drawings
- Hydraulic circuit drawings
- Design of Data Acquisition System, Water level indicator
- Development of Software for wave generation and Data Acquisition
- Procurement and installation of RSWG system
- Load testing of RSWG system
- Trial Testing for operation of RSWG System

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

The comprehensive wave propagation, wave tranquility and directional propagation of waves inside the harbor basin will be very useful in further giving suggestions for the berths inside the harbor basin. It is possible to study with more precision about any new dock arms proposal inside the protected harbour basin with the newly created facilities. The wave characteristic details from this model for the berths proposed/ existing will serve as a very good input data for ship motion studies which can be carried out by mathematical modeling. Thus an optimized berthing layout of the berths will save enormous cost on mooring devices and its regular maintenance as well.

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

- (a) The details of technology imported. Not applicable
- (b) The year of import: Not applicable

(c) Whether the technology been fully absorbed: Not applicable

(d) If not fully absorbed, areas where absorption has not taken place, and the reason thereof : Not applicable

(iv) The expenditure incurred on Research and Development:

Your Company upgraded the Kamarajar Port Physical Model by installing new equipment for wave generation (RSWG) and Data Acquisition System at CWPRS, Pune under Research and development at a cost of Rs.1,68,45,952/- during 2014-15. Total expenditure incurred is to tune of Rs.2,78,03,412/- (Two crore seventy eight lakhs three thousand four hundred twelve only) including expenditure incurred towards model hanger civil structure repairs and renovation, model bed construction and Machinery/equipment for wave generation(RSWG) and data acquisition system.

C) Foreign Exchange Earnings & Outgo

Foreign Exchange outflow is Rs.1,46,53,100/- and there is no foreign exchange inflow.

REPORT ON CORPORATE GOVERNANCE

Efficient and Transparent Corporate Governance is vital for stability, profitability, and growth of any organization and should encompass practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure.

Corporate Governance visualize commitment of the company towards the attainment of high levels of transparency, accountability and equity with the ultimate objective of increasing the value of company in long-term, keeping in view the needs and interests of all shareholders and stakeholders.

Company driven by below standards will ensure application of good Corporate Governance in Company's day to day affairs:

1. Conducting business in fair and ethical manner.
2. Transparency and openness in the communication of the information with various stakeholders.
3. Building robust internal control processes & systems for enhancing accountability and responsibility
4. Compliance with the statutory requirements

Kamarajar Port Limited is committed to adopt the best global practices of Corporate Governance. Your Company believes in practicing qualitative corporate governance rather than quantitative governance to ensure it is properly run and that good Corporate Governance makes good business sense. As such your company not only complies with all requirements of Corporate Governance laid by various bodies, but follows it in letter and spirit.

In line with the requirements of the Guidelines on Corporate Governance for Central Public Sector Enterprises issued by Department of Public Enterprises (DPE) a report regarding compliance with the provisions of Corporate Governance is given below as a part of the Director's Report along with the Certificate issued by the Statutory Auditor of the Company.

1.0 BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

Company's Corporate Governance initiative is based on two core principles. These are:

(i) Management must have the executive freedom to drive the enterprise forward for sustainable growth without undue restraints; and

(ii) This freedom of management should be exercised within a framework of effective accountability

Your Company believes that good corporate governance is critical in establishing a positive organizational culture. Your Company has always endeavored to promote, implement and maintain highest standards of Corporate Governance norms and has been practicing the principles of good Corporate Governance.

Your Company is committed to achieve the best standards of Corporate Governance which emphasizes on authority and freedom of the management coupled with transparency, accountability and professionalism in their working with the aim of enhancing long term economic value of all stakeholders and society at large. Your company also believes that the spirit of Corporate Governance lies in adherence of highest standards of transparency, trust & integrity, performance orientation, responsibility & accountability, professionalism, social responsiveness, ethical business practices and commitment to the organization for sustainable enrichment of value for stakeholders.

Our corporate structure, conduct of business and disclosure practices has been aligned to our Corporate Governance Philosophy.

2.0 BOARD OF DIRECTORS

2.1 Composition and category of the Board of Directors as on 31.03.2016

Whole-time Directors/ Executive Directors

Shri M. A. Bhaskarachar,
Chairman-cum-Managing Director
Shri Sanjay Kumar, Director (Operations)

Nominee Directors

Shri Pravir Krishn, IAS, Nominee Director of Govt. of India

*Non- official Part time (Independent) Directors

-NIL-*

Note: 1) Shri Cyril George, was appointed as Nominee Director, on behalf of Chennai Port Trust, w.e.f 06.05.2016.

2) Consequent to the completion of tenure, Shri Sanjay Kumar ceased to be Director (O) w.e.f 08.06.2016.

* Consequent to completion of tenure of Non-Official Part Time (Independent) Directors w.e.f 25th February 2014, Company has taken up the matter with the Ministry

for filling the vacancy and is regularly following up with them for the same.

2.2 No. of Board Meetings held with dates of the Meeting:

During the year 2015-16, 13 (Thirteen) Nos. of Board meetings were held on 11.04.2015, 29.05.2015, 09.06.2015, 17.07.2015, 14.08.2015, 28.08.2015, 28.09.2015, 9.11.2015, 18.1.2016, 25.1.2016, 11.03.2016, 28.03.2016 & 30.03.2016.

2.3 Attendance of each Director at the Meeting, Last AGM, Number of Directorship and Membership / Chairmanship of Committee

Name and Designation of the Director	No.of Board Meeting held during the tenure of each director in F.Y. 2015-16	No. of Board Meeting Attended	Last AGM attended	Other Directorship	No. of Committees across all companies*	
					As Member**	As Chairman**
Executive Directors						
Shri M. A. Bhaskarachar, Chairman-cum-Managing Director	13	13	Yes	1	2	1
Shri Sanjay Kumar Director (Operations)	13	13	Yes	1	1	1
Non Executive- Government Nominee Directors						
Shri N. Muruganandam, Nominee Director of Govt. of India (ceased w.e.f 29.10.2015)	7	6	Yes	1	1	-
Shri Rabindra Kumar Agarwal, Nominee Director of Govt. of India (from 29.10.2015 upto 23.02.2016)	3	3	No	2	-	1**
Shri Pravir Krishn, Nominee Director of Govt. of India (from 23.02.2016)	3	3	No	1	-	1
Shri Atulya Misra Nominee Director of Chennai Port Trust (ceased w.e.f 08.10.2015)	7	5	No	1	-	2**

* Chairmanship/Membership of the Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies (including KPL).

** As per the data/details made available during their tenure in the Company/ Committee.

2.4 Directors retiring by rotation

As per the provisions of the Companies Act, 2013 and clause 166 of Articles of Association, Shri M.A. Bhaskarachar (DIN No.02250459) retires by rotation at the ensuing Annual General Meeting and being eligible seeks re-appointment.

3.0 COMMITTEE OF BOARD OF DIRECTORS

The Board Committees deal with specific area / activities which concern the Company and need a closer review.

They play a crucial role in the governance structure of the Company. Various committees of Board are as under:

3.1 Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The role and terms of

reference of the Audit Committee is in accordance with Section 177 of the Companies Act, 2013 and Guideline on Corporate Governance for CPSEs issued by DPE.

A. Composition of Audit Committee

The Audit Committee of the Company comprised of the following members as on 31.03.2016:

Shri Pravir Krishn, Nominee Director	Chairman
Shri M.A. Bhaskarachar, Chairman-cum-Managing Director	Member
Shri Sanjay Kumar, Director (Operations)	Member

During the year 2015-16 Shri. Atulya Misra, IAS and Shri. N. Muruganandam, IAS, ceased to be chairman w.e.f 08.10.2015 and a member w.e.f. 29.10.2015 respectively consequent to cessation of their Directorship. Subsequently, Shri. Rabindra Kumar Agarwal, IAS was appointed as a Chairman and Shri M.A.Bhaskarachar, as a member of the Committee w.e.f 31.10.2015. After cessation of Directorship of Shri. Rabindra Kumar Agarwal on 23.02.2016, Shri Pravir Krishn IAS was appointed on 26.02.2016 as a Chairman of Committee.

Shri Sanjay Kumar ceased to be member of the Committee consequent to completion of his tenure as Director (O) w.e.f 08.06.2016. Cyril George has been inducted as member of the Audit Committee on 5.7.2016. As on date the committee comprises of the following members:

Shri Pravir Krishn , Nominee Director	Chairman
Shri M.A. Bhaskarachar, Chairman-cum-Managing Director	Member
Shri Cyril George, Nominee Director	Member

As no independent directors are on the Board of the Company, the composition of Audit Committee is not as per the Companies Act, 2013 and DPE Guidelines. The Company has taken up the matter with the Ministry for appointment of Independent Directors. Compliance with regard to composition will be adhered to consequent to appointment of Independent Directors.

The Company Secretary acts as Secretary to the Audit Committee.

B. Brief description of Terms of Reference:

- Review and monitor the auditor's independence and performance, and effectiveness of audit process.

- Valuation of undertaking or assets of the company wherever it is necessary.
- Review of Internal financial controls and risk management systems and reviewing the Company Financial and Risk Management Policies.
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending fixation of audit fee and also approval for payment for any other services.
- Reviewing with the management the Quarterly, half-yearly and annual financial statements, as may be applicable, before submission to the Board, focusing primarily on:
 - ❖ Matters required to be included in the Directors Responsibility Statement of the Board's report in terms of clause 5 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 accounting standards.
 - ❖ Compliance with legal requirements concerning financial statements.
 - ❖ Qualification in draft audit report, related findings and recommendations of the independent auditor and internal auditor, together with the management responses.
 - ❖ Any related party transactions, i.e. transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of company at large and any modification thereof, statement of related party transactions submitted by management. Audit Committee may also designate a member who shall be responsible for reviewing related party transactions.;
- Reviewing with the management, external and internal auditors;

- ❖ the adequacy of internal control systems including computerized information system controls and security,
 - ❖ Significant findings during the year, including the status of previous audit recommendations
 - ❖ Any difficulties encountered during audit work including any restrictions on the scope of activities or access to required information
- h. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing , seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
 - i. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources.
 - j. Reviewing the findings of any internal investigations by the internal auditors into matters 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. Review of Internal audit reports relating to internal control weaknesses;
 - k. Provide an open avenue of communication between the independent auditor, internal auditor and the Board of Directors.
 - l. Discussion with external auditors before the audit commences on nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
 - m. 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.
 - n. Scrutiny of inter-corporate loans and investments.
 - o. Review of the functioning of the Whistle Blower Mechanism.
 - p. To review the follow up action on the audit observations of the C&AG audit. recommendation of Committee on Public

Undertakings (COPU) of the Parliament.

- q. Monitoring the end use of funds raised through public offers and related matters.
- r. Review of Management discussion and analysis of financial condition and results of operations;
- s. Certification/declaration of financial statements by the Chief Executive/Chief Finance Officer, as and when applicable.

C. Meetings and Attendance during the year

During the year 2015-16, four Audit Committee meetings were held on 29.05.2015, 14.08.2015, 09.11.2015 and 8.03.2016.

Attendance during the year 2015-16:

Members	No.of Meetings held during tenure	Meetings attended
Shri M.A.Bhaskarachar (w.e.f 31.10.2015)	2	2
Shri Sanjay Kumar	4	4
Shri Atulya Misra (up to 08.10.2015)	2	1
Shri N. Muruganandam (up to 29.10.2015)	2	1
Shri Rabindra Kumar Agarwal (from 31.10.2015 to 23.02.2016)	1	1
Shri Pravir Krishn (w.e.f 26.02.2016)	1	1

3.2 Nomination and Remuneration Committee

Being a Government Company, appointment and terms and conditions of remuneration of Whole-time Directors are determined by Government of India through the Administrative Ministry, namely, the Ministry of Shipping. The pay scales of the other employees are fixed in line with guidelines issued by the Department of Public Enterprises (DPE).

Remuneration Committee constituted for the purpose of determining the Performance Related Pay (PRP) for its executives, in line with DPE Guideline has been renamed as Nomination & Remuneration Committee with following members as on 31.03.2016

Shri Pravir Krishn	Chairman
Shri M.A Bhaskarachar	Member
Shri Sanjay Kumar	Member

During the year 2015-16 Shri. Atulya Misra, IAS

Chairman of the Committee ceased w.e.f 08.10.2015 & Shri. N. Muruganandam, IAS, member of the Committee, ceased w.e.f 29.10.2015. Consequent to appointment of Shri. Rabindra Kumar Agarwal, IAS on the Board he was made the Chairman of the Committee w.e.f 09.11.2015. After cessation of Directorship of Shri. Rabindra Kumar Agarwal on 23.02.2016, Shri Pravir Krishn, IAS was appointed on 11.03.2016 as a Chairman of Committee.

After induction of Shri Cyril George on the Board of KPL, Committee was reconstituted on 26.05.2016 with the following members:

Shri Pravir Krishn, IAS	Chairman
Shri M.A. Bhaskarachar	Member
Shri Cyril George	Member
Shri Sanjay Kumar	Member

Consequent to the completion of tenure, Shri Sanjay Kumar ceased to be member of the committee w.e.f 08.06.2016.

As no independent directors are on the Board of the Company, the composition of Nomination and Remuneration Committee is not as per the Companies Act, 2013 and DPE Guidelines. Compliance with regard to composition will be adhered to consequent to appointment of Independent Directors on Board.

Terms of reference

1. To identify persons who are qualified to be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
2. To formulate the criteria for determining qualifications, positive attributes of senior management and recommend to the Board a policy, relating to the remuneration for the senior management and other employees.
3. To decide the quantum of Annual Bonus/ Variable Pay and policy for distribution across the Executives and staff within the prescribed limits.
4. To ensure :
 - (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Senior Management Personnel of the quality required to run the company successfully;
 - (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

- (iii) remuneration to senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

During the year under the review no meeting was held.

Remuneration received by Functional Directors

Details of remuneration of functional directors of the Company paid for the financial year 2015-16

Name of the Directors	Salary & Other Allowances (Rs.)	Bonus/ Commission/ PRP (Rs.)	Total (Rs.)
Shri M. A. Bhaskarachar, Chairman-cum-Managing Director	31,39,905/-	20,56,560/-	51,96,465/-
Shri Sanjay Kumar, Director (Operations)	24,56,866/-	12,35,250/-	36,92,116/-

Note : The total remuneration mentioned above does not include value of perquisites under Section 17(2) of the Income Tax Act, 1961 and Provident Fund (including employer's contribution).

3.3 Share Allotment and Share Transfer Committee

The Share Allotment and Share Transfer Committee comprises of the following members as on 31st March 2016:

Shri M. A. Bhaskarachar	Chairman
Shri Pravir Krishn, IAS	Member
Shri Sanjay Kumar	Member

During the year, Shri. N. Muruganandam, IAS, ceased to be member of the Committee w.e.f. 29.10.2015 and Shri. Rabindra Kumar Agarwal, IAS was appointed as a member of the Committee w.e.f 09.11.2015. After Shri. Rabindra Kumar Agarwal ceased to be Member w.e.f 23.02.2016, consequent to his cessation as Director, Shri Pravir Krishn, IAS was appointed as a member on 11.03.2016 as a Chairman of Committee. Consequent to the completion of tenure, Shri Sanjay Kumar ceased to be Director (O) w.e.f. 08.06.2016.

No share allotment or share transfer occurred during the year under review.

3.4 Bond Transfer & Bondholder's Grievance Committee/Stakeholder Relationship Committee.

In the Board meeting dtd 17.07.2015, Stake Holders Committee and Bond Transfer & Bondholder's Grievance Committee were merged into one committee

i.e Stake Holders Committee as the scope of both the committees were same and the constitution of the Committee was as follows:

Shri. Atulya Misra	Chairman
Shri Sanjay Kumar	Member
Shri M. Gunasekaran	Member

During the year, Shri. Atulya Misra, who acted as Chairman of the Committee ceased to be Director of the Company w.e.f 08.10.2015. Consequent to induction of Shri Cyril George on the Board of KPL on 06.05.2016 and completion of tenure of Shri Sanjay Kumar as Director (O) w.e.f 08.06.2016 the Committee was reconstituted on 05.07.2016 with the following members:

Shri Cyril George	Chairman
Shri M.A. Bhaskarachar	Member
Shri M. Gunasekaran	Member

During the year 2015-16, 1 Bond Transfer & Bondholder's Grievance Committee was held on 13.04.2015 and 3 Stakeholder Relationship Committee meeting were held on 26.08.2015, 22.12.2015, 20.01.2016.

3.5 Board Level Committee on CSR and Sustainability Development

During the year 2015-16, Shri. Atulya Misra, ceased to be member w.e.f 08.10.2015 and Shri Cyril George was inducted as a member on 26.05.2016. Consequent to

the completion of tenure, Shri Sanjay Kumar ceased to be Director (O) w.e.f 08.06.2016. Committee has been reconstituted with the following members effective from 5th July 2016:

Shri M.A Bhaskarachar	Chairman
Shri Pravir Krishn, IAS	Member
Shri Cyril George	Member

During the year under review, two (2) Meeting of the Committee on CSR and Sustainability Development was held on 14.08.2015 and 25.01.2016.

Members	Entitled to attend	Meeting attended
Shri M.A Bhaskarachar	2	2
Shri Atulya Misra (up to 08.10.2015)	1	-
Shri Sanjay Kumar	2	2

4.0 GENERAL BODY MEETING

4.1 The Annual General Body Meeting of the Company for the financial year 2015-16 will be held on Wednesday, the 28th day of September 2016 at 11.30 a.m. at Port Administrative Office, Vallur Post, Chennai – 600 120.

The date, time and place of the AGMs held during the preceding three years and special resolution passed thereat are as under:

Year	Date	Time	Place	Special Resolution passed
2014-15	28.09.2015	11.30 a.m.	Port Administrative Office, Vallur Post, Chennai – 600 120	-NIL-
2013-14	29.09.2014	12.00 noon	P.T. Lee Chengalvaraya Naicker Maaligai, 1st Floor, No.23 Rajaji Salai, Chennai-600 001.	(i) Borrowing money in excess of aggregate paid up capital and free reserves upto Rs.1500 crores from GoI, ChPT, any bank/financial institution etc. (ii) Create Mortgage/ Charges/Hypothecation and floating charge (in addition to the existing mortgages/ charges/ hypothecation created by the Company in favour of lenders) subject to an overall limit of Rs.1500 crores of Loans or Advances obtained or to be obtained in any form. iii) For entering into an agreement with ChPT to avail their technical services for civil works of the company.
2012-13	21.08.2013	10.30 a.m.	P.T. Lee Chengalvaraya Naicker Maaligai, 1st Floor, No.23 Rajaji Salai, Chennai-600 001.	-NIL-

5.0 DISCLOSURES

- (i) Related Party Transaction are set out in note No. 33 to the notes forming part of the financial statement for the year ended 31st March 2016 in the Annual Report.
- (ii) The Company has not received any Presidential directives during the FY 2015-16.
- (iii) There was no case of non-compliance of provisions of Companies Act, 2013 or any other statutory laws, except regarding appointment of Independent directors and all related compliances and appointment of Woman director. Company being a PSU, the appointment of Directors both Executive and Non-Executive are to be made by the Government of India. Matter is being regularly followed up with the Ministry of Shipping, Government for appointing sufficient number of Independent Directors and Woman Director, on the Board of the Company. The statutory authorities have also not passed any strictures or imposed penalty on the company under any Act/Rules.
- (iv) Your Company has a Whistle Blower Policy as per the guidelines issued by the Department of Public Enterprises (DPE) and no personnel of the Company have been denied access to the Audit Committee.
- (v) No item of expenditure was debited in books of accounts which was not for the purpose of the business. Further, no expense was incurred which was personal in nature and was incurred for the Board of Directors and Top Management.
- (vi) The Company has complied with the requirements of DPE Guidelines on Corporate Governance. Statutory Auditors of the Company have certified the compliance of DPE Guidelines on Corporate Governance by the Company.
- (vii) None of the Part time Directors of the Company have pecuniary relationship or transaction with the company.
- (viii) Details of administrative & office expenses and

financial expenses for the year under review and for the previous year are available in annual accounts.

6.0 CODE OF CONDUCT

As part of Kamarajar Port's persisting endeavor to set a high standard of conduct for its employees a "Code of Business Conduct and Ethics" has been laid down for all Board Members and Senior Management Personnel. All Board Members and Senior Management personnel have affirmed compliance with Kamarajar Port's "Code of Business Conduct and Ethics" for the financial year 2015-16.

Declaration

As provided under the Guidelines on Corporate Governance for CPSEs issued by Department of Public Enterprises, all the Board Members and Senior Management of the Company have confirmed compliance with 'Code of Business Conduct and Ethics' for the year ended 31st March 2016.

For Kamarajar Port Limited

(M. A. Bhaskarachar)

Chairman-Cum- Managing Director

Place : Chennai

Date : 11.05.2016

7.0 TRAINING OF BOARD MEMBERS

Your Company has a policy for Training of Directors approved by the Board. The training policy for the directors has the following objectives:

- Empower and equip the board with skills and attitudes required to perform their challenging tasks and play their role in a transparent, objective and ethical manner as per the best corporate governance practices.
- Promoting better understanding of professional requirements as well as sensitization to professional, socio-economic and political environment in which work is done.
- Promoting an environment conducive to learning and development by serving as a role model for all the other employees of the Company.

8.0 REVIEW OF COMPLIANCE OF APPLICABLE LAWS

The Board has periodically reviewed the compliance reports of all laws applicable to the company and has ensured the compliance of all the applicable laws.

9.0 MEANS OF COMMUNICATION

- **Half-Yearly Results:** Pursuant to listing of Tax Free Bonds in the Bombay Stock Exchange, the Company intimated half-yearly financial results/audited annual financial results during 2015-16 to the Stock Exchange immediately after it was taken on record and approved by the Board. These financial results were published in the leading Tamil Newspapers having wide circulation in Southern region and English daily newspaper having circulation in whole or substantially whole of India. The results were also sent to Debenture Trustee and displayed on the website of the Company.
- **Website:** The Company's website is www.ennoreport.gov.in. Annual Report and Audited Financial statements including Directors' Report and Auditors' Report are also available on the web-site.

- **Annual Report :** Annual Report containing inter-alia, Audited Accounts, Directors' Report, Auditors' Report, cash flow statement and other important information is circulated to the members and others entitled thereto.

- **Compliance Officer:** The Company has designated Shri M.Gunasekaran, General Manager (Finance) and Chief Financial Officer as Compliance Officer for servicing Tax Free Bond holders. The email id mguna@epl.gov.in has been created for addressing the queries of Bond holders.

Registrar and Transfer Agent for Tax Free Bonds issued u/s (15)(iv)(h) of the Income Tax Act, 1961 for the financial years 2012-13 & 2013-14.

LINK INTIME INDIA PRIVATE LIMITED
C-13 PANNANLAL SILK MILLS COMPOUND
L.B.S MARG, BHANDUP(W)
MUMBAI - 400 078.
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SANKARAN & KRISHNAN CHARTERED ACCOUNTANTS

1E, Marble Arch Apartments,
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Mylapore, Chennai – 600 004.

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2499 0723
4214 4516
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COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To

The Shareholders
Kamarajar Port Limited

We have examined the compliance of condition of corporate Governance by Kamarajar Port Limited, Chennai, for the year ended **March 31, 2016** as per the guidelines issued by Department of public enterprises (DPE) vide reference No.18(8)/2005-GM dated 14th May 2010.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate Governance, as per the guidelines issued by department of public enterprises (DPE) vide reference No.18(8)/2005-GM dated 14th May 2010, except the condition with regard to appointment of Independent Director as envisaged in condition 3.1.4 of the Guidelines.

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

For Sankaran & Krishnan
Chartered Accountants
FRN 003582S

R. Swaminathan
(Partner)
(Membership No. 050564)

Place : Chennai
Date : 08.07.2016

Branches : HYDERABAD, VIZAG, NEW DELHI, BANGALORE, VIJAYAWADA

MANAGEMENT DISCUSSION AND ANALYSIS REPORT 2015-16

Global Scenario

Global growth, currently estimated at 3.1 percent in 2015, is projected at 3.4 percent in 2016 and 3.6 percent in 2017. The pickup in global activity is projected to be more gradual than in the October 2015, especially in emerging market and developing economies. The slowdown and rebalancing of the Chinese economy, lower commodity prices, and strains in some large emerging market economies will continue to weigh on growth prospects in 2016–17. The projected pickup in growth in the next two years—despite the ongoing slowdown in China—primarily reflects forecasts of a gradual improvement of growth rates in countries currently in economic distress, notably Brazil, Russia, and some countries in the Middle East, though even this projected partial recovery could be frustrated by new economic or political shocks. (Source World Economic Outlook (WEO))

Growth in South Asia is expected to reach 7.1 percent in 2016, and to strengthen to 7.3 percent by 2018, underpinned by robust domestic demand. In the near term, consumption spending continues to benefit from low oil prices and modest inflation rates, although these effects will wane in the medium term. Further Growth in India expected to reach 7.5 percent in 2016 and 7.7 percent in 2018. (Source Global Economic Prospects, World Bank)

Indian Scenario

Indian seaports play vital role in fastening the India's trade and economic growth as Indian ports handles around 95% of India's merchandised export-import trade. Increased import of energy, containerization of export and import cargo and fertilizer agro commodities will continue to grow the cargo volumes at Indian ports. On the concern side, the traffic at Indian ports has increased at a slow pace mainly on account of the ban on iron ore mining and exports since 2011. Moreover, the EXIM trade is getting affected on account of uncertainty associated with particular cargo categories

like imported coal, due to uncertainties plaguing the power sector and persisting delays in execution of greenfield power projects; and containers, due to the relatively weak global environment.

Nevertheless, the outlook for cargo growth continues to be strong over the medium to long term driven by series of steps taken by the current government to increase private participation in the ports industry development viz, PPP projects, Private sector participation in Major Ports and joint venture with foreign ports. In addition the governments plans to float global arm for international projects and speed-up port connectivity projects too will provide support to port sector.

In the past one year the port sector has witnessed significant recovery, signalling the revival of country's economy. In FY15, the country has registered significant increase in the handling of cargo by 12 major ports and these ports have registered higher profit. Currently, the cumulative net profit from 12 major ports is around Rs 1,500 crore and the government is targeting a net profit of Rs 2,500 crore from these ports in the next two years. Further, the government is planning to increase the capacity of these 12 major ports and about 200 minor ports to 2,000 MMT by 2018 from 1,400 MMT at present.

Traffic Handled at Indian Ports (Million Tonnes)					
Major / Non-Major	2011-12	2012-13	2013-14	2014-15	2015-16
Major Ports	560.19	545.83	555.49	581.33	606.37
% of growth	-1.7	-2.6	1.8	4.7	4.3
Non-Major Ports	353.74	387.92	416.97	470.67	473.63
% of growth	12.2	9.7	7.5	12.88	0.63
All Ports	913.93	933.75	972.46	1052.01	1080.00
% of growth	3.2	2.2	4.1	8.2	2.7

Source : TRW, MoS

Performance Overview

Since commencement the volume of traffic handled is nearly 9.5 times i.e 3.40 million tons in 2001-02 to

32.21 million tons in the year 2015-16. The details of cargo handled during the last five years are given under.

Traffic Handled at KPL (Million Tonnes)					
Cargo	2011-12	2012-13	2013-14	2014-15	2015-16
Coal TNEB	9.62	9.88	14.07	15.13	17.00
Coal Others	3.49	5.05	8.42	9.22	8.61
POL	0.60	1.22	2.43	3.31	3.99
Iron ore	NIL	NIL	NIL	NIL	NIL
Other Cargo	1.25	1.74	2.42	2.58	2.61
Total	14.96	17.89	27.34	30.24	32.21

Your Company has grown during the year under review by 6.51% as compared to the growth of 2.7% recorded by all ports and 4.3 % by major ports alone. While the share of traffic handles by Major ports vis a vis all ports has risen from 55.2% to 56.14% during the year, the share of traffic handled by your Company vis a vis all ports remain almost same. Share of traffic handled by your Company vis a vis major ports has risen from 5.24% to 5.31%.

A. Industry Structure, Market-Scenario, Opportunities & Threats, Outlook, Risks and Concerns.

❖ Industry Structure and Market Scenario:

The Port which was looked upon initially as a mono commodity coal port to serve the interest of TNEB, has over the period developed as a multi cargo port.

Kamarajar Port is operating as a landlord port limiting its functions to overall planning, development, mobilization of investments for development, conservancy of port, regulatory aspects, environment monitoring, providing / operating basic utilities (water, electricity supply, fire fighting facilities, security etc.) providing rail / road connectivity etc. The development and operations of most of the terminals are entrusted to private/captive operators. Similarly, most of the future terminal developments are proposed through private/captive sector participation. Many of the services are carried out by outsourcing.

❖ Strength and Weakness

Strength:

- Guaranteed captive cargo and income from TANGEDCO (formerly TNEB) as coastal based

power stations are developed and operated by TANGEDCO and its associates adjacent to the Port.

- As per the policy adopted by the Port company, not only the captive users TANGEDCO and its associates made substantial investments by installing top side facilities like fully mechanised unloading equipments, conveyors, etc., but also operation and maintain the unloading system resulting in assured cargo throughput and income to the company.
- Landlord Model wherein cargo operations are vested with the private operators who bring capital and efficiency in operations.
- Deep draft port facilitates berthing of large size and new generation vessels resulting in reduced freight rate and saving in time.
- Proximity to National Highways and Indian Railways mainlines providing excellent connectivity to hinterland.
- Fully mechanised cargo handling operations.
- Enough back up land for storage of cargo.

Weakness:

- The captive User TNEB and the BOT operators are responsible for day to day cargo handling operations. Hence KPL's role is limited in volume/throughput to be handled.
- Movement of Iron ore from Bellary-Hospet region was banned by the Government of Karnataka. Consequently export from this region is totally affected.
- The development of common infrastructure facilities like capital dredging, road & rail connectivity is vested with KPL for which huge amount of funds are raised from the market with no government assistance/grant.
- Raising of fresh funds on the strength of port assets is limited on account of BOT performances.

❖ Opportunities and Threats

Opportunities:

- Market demand for Coal to feed Thermal Power Stations and Industries.

- Market demand for Containerized traffic.
- Port is surrounded by a number of Container Freight Stations and Industries.
- Thinly populated neighbourhood area and availability of large tracts of land to trigger further port based developments.

Threats:

- No clear-cut policy on development of non-major ports particularly licensing of non-major port to private in the vicinity of major ports by the State Government which results in uneven playground by Public Sector Ports.
- Development of new ports at Kattupalli (adjacent to KPL) by L&T and at Krishnapatnam (150km from KPL).

❖ Outlook

The traffic at major ports of India is likely to grow to 1215 Million Metric tonnes by 2020 from the present level of 606 million metric tonnes whereas the traffic at non-major ports is expected to grow by 1280 million metric tonnes in the same period from the present level of 473.63 million metric tonnes. Thus the anticipated traffic at Indian Ports would grow to 2494 million metric tonnes by 2020 from the present level of 1080 million metric tonnes. Having set the tune for the growth plan, both the major ports and non-major ports have formulated ambitious plans in order to meet the growing opportunities in the EXIM trade (Source Maritime Agenda 2020 by MOS, GoI).

The Traffic forecast for the Company has been made for the period of 20 years from 2007-08 to 2026-27. The principal items of Cargo to be handled at Kamarajar Port comprises of Coal (for TNEB and non-TNEB), Iron Ore, POL & bulk liquids, Containers, Automobiles, General cargo like Timber, Granite, Steel, dust free cargo etc.

For the financial year 2015-16, KPL has projected the cargo throughput of 32.21 MMT which is higher than the cargo throughput projected in 2014-15. Accordingly all the financial parameters are worked out.

❖ Risks and Concerns

The port sector is all set to witness intense competition with the advent of many private ports being developed under State Maritime Boards.

KPL is fully prepared to match their investment, operations and pricing strategies so as to ensure adequate growth by roping in private sector in development and operations of the various cargo terminals.

B. Segmentwise or Productwise Performance

Sales Performance

The income from services during the year 2015-16 was 617.31 crores as against Rs.566.44 crores during the same period in previous year.

❖ Quantity

During the year 2015-16, a quantity of 32.21 million tonnes of cargo was handled as against 30.24 million tonnes previous year.

C. Internal Control Systems and their adequacy

The Company has an internal control system with proper internal delegation of authority, supervision and checks and balances and procedures through documented policy guidelines and manuals. This system is reviewed and updated periodically in order to improve upon it and to meet the business requirements.

The Directors' Report 2015-16 may kindly be referred to for the details in respect of following items:

- D.** Discussion on Financial Performance with respect to Operational Performance
- E.** Material developments in Human Resources, Industrial Relations front, including number of people employed.
- F.** Environmental Protection and Conservation, Technological conservation, Renewable energy developments, Foreign Exchange conservation.
- G.** Corporate Social Responsibility

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE
FINANCIAL STATEMENTS OF KAMARAJAR PORT LIMITED FOR THE YEAR
ENDED 31 MARCH 2016**

The preparation of financial statements of Kamarajar Port Limited for the year ended 31 March 2016 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditors appointed by the Comptroller and Auditor General of India under section 139(5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 02 June 2016.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under section 143(6)(a) of the Act of the financial statements of Kamarajar Port Limited for the year ended 31 March 2016. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. Based on my supplementary audit, I would like to highlight the following significant matters under section 143(6)(b) of the Act which have come to my attention and which in my view are necessary for enabling a better understanding of the financial statements and the related Audit Report:

A. COMMENT ON FINANCIAL POSITION

Balance Sheet – Equity and Liabilities

Current Liabilities–Other Current Liabilities – Note 9 - Rs.193.44 crore

- (a) The above does not include the enhanced compensation of Rs.5.13 crore payable to Tamil Nadu Generation and Distribution Corporation Limited (erstwhile Tamil Nadu Electricity Board) for the land acquired by the Company. Non-accounting of the same has resulted in understatement of Other Current Liabilities as well as Tangible Assets by Rs.5.13 crore.
- (b) This does not include seigniorage fee of Rs.2.57 crore payable to the Government of Tamil Nadu. Non-provision of the same has resulted in understatement of Current Liabilities as well as Tangible Assets by Rs.2.57 crore.

B. COMMENT ON DISCLOSURE

Out of land admeasuring 647.66 acres which was acquired by the company from the Salt Department, 1.84 acres of land had already been leased out to M/s. Zuari Cements by the Government of Tamil Nadu. The company has filed an appeal with the Government of Tamil Nadu for cancellation of the said lease. This fact has not been disclosed in the financial statements which has resulted in non-compliance to the provisions of section 129 read with Schedule III of the Companies Act, 2013.

For and on behalf of the
Comptroller & Auditor General of India.

(E. SRINIVASAN)

Principal Director Of Commercial Audit
And Ex-Officio Member Audit Board, Chennai

Place: Chennai

Date: 28-07-2016

**FINAL CAG COMMENT'S ON THE ACCOUNTS OF KAMARAJAR PORT LIMITED FOR FINANCIAL YEAR 2015-16 AND REPLIES
OF THE COMPANY THEREON**

S.N	Final Audit Comment	Management Reply	Statutory Auditors Comments
A.	COMMENT ON FINANCIAL POSITION Balance Sheet – Equity and Liabilities Current Liabilities – Other Current Liabilities – Note 9- Rs.193.44 crore		
(a)	<p>The above does not include the enhanced compensation of Rs.5.13crore payable to Tamil Nadu Generation and Distribution Corporation Limited (erstwhile Tamil Nadu Electricity Board) for the land acquired by the Company. Non-accounting of the same has resulted in understatement of Other Current Liabilities as well as Tangible Assets by Rs. 5.13 crore.</p>	<p>While setting up of North Chennai Thermal Power Plant in 1990s, TANGEDCO, the then TNEB has requested Government of India to construct a Port nearby to handle coal requirement of proposed power plant. Accordingly, the Government of India has appointed Chennai Port Trust as an executive agent to implement Ennore Port Project and requested TANGEDCO to procure land on behalf of Port also. As per the request of Government of India, the TANGEDCO has procured land about 1000 acres and handed over to Chennai Port Trust for which Chennai Port Trust had deposited a sum of Rs.5 crore on 24.02.1994 with the then TNEB towards land procurement/acquisition cost. After many years, TANGEDCO made a claim of Rs.20.13 crore without any details. Pending the receipt of complete details / Statement of accounts from TANGEDCO, KPL has paid another Rs.10 crore on 09.06.2003 and withheld the balance of Rs.5.13 crores for want of certified statement / reconciliation of accounts.</p> <p>The Board directed to accept the liability after reconciliation of accounts, which TNEB is yet to submit. Once TANGEDCO submits the reconciliation statement and if it is acceptable to KPL, then only necessity to make a provision would arise.</p> <p>Since there was no correspondence from TANGEDCO, the Company has not made any provision for the same but the balance amount of Rs.5.13 crores continued to be shown as contingent liability since the FY 2005-06. The Company will ascertain the facts and obtain the final account statement from TANGEDCO based on which the final provision, if required, will be made in the financial year 2016-17.</p>	<p>We concur with the reply given by the Management.</p>

(b)	This does not include seigniorage fee of Rs.2.57 crore payable to the Government of Tamil Nadu. Non-provision of the same has resulted in understatement of Current Liabilities as well as Tangible Assets by Rs. 2.57crore.	While setting up of North Chennai Thermal Power Plant in 1990s, TANGEDCO, the then TNEB has requested Government of India to construct a Port nearby to handle coal to meet the requirement of proposed power plant. Accordingly, the Government of India has appointed Chennai Port Trust as an executive agent to implement Ennore Port Project. Exemption from the levy of seigniorage fee was granted to Chennai Port Trust since it is a Local Authority by the State Government. KPL has requested the Additional Chief Secretary to Government, Industries Department vide Lr.No. KPL/ 006/VIII/07 dated 08-06-2016 to place the facts of the case before the Government of Tamil Nadu again and arrange to retain the orders of exemption already granted. The orders of the Government in this regard is awaited. The question of paying seigniorage fee or continuation of the exemption granted already will be clearly known only after the orders of the Government of Tamil Nadu based on which appropriate accounting entries will be passed by the Company.	We concur with the reply given by the Management.
B.	COMMENT ON DISCLOSURE Out of land admeasuring 647.66 acres which was acquired by the company from the Salt Department, 1.84 acres of land had already been leased out to M/s.Zuari Cements by the Government of Tamil Nadu. The company has filed an appeal with the Government of Tamil Nadu for cancellation of the said lease. This fact has not been disclosed in the financial statement which has resulted in non-compliance to the provisions of section 129 read with Schedule III of the Companies Act, 2013.	The Company has acquired about 647.66 acres of Salt lands from DIPP, Ministry of Commerce, Government of India in March 2014 on payment of consideration in cash. Before the transfer of 647.66 acres of salt lands to KPL, an extent of 1.53 acres in S.No.112/3 and an extent of 0.31 acres in S.No.90 of Athipattu village has been leased out to M/s. Zuari Cements by the Government of Tamil Nadu in G.O. Ms.294 Revenue Dept. dated 29-05-2007 and G.O. Ms.152 Revenue Dept. dated 14-03-2008 respectively. Since the lands belongs to salt department and land value has been paid by KPL for these lands, the Commissioner of Land Administration has been requested by KPL to bring it to the notice of the Government of Tamil Nadu and to arrange to cancel the lease and accordingly an appeal has been filed by the Company with Government of Tamilnadu. The Company retains the legal title for this land of 1.53 acres and the possession on the title of this land will be cleared on cancellation of lease for these lands of 1.53 acres by Government of Tamilnadu.	We concur with the reply given by the Management.

SANKARAN & KRISHNAN

CHARTERED ACCOUNTANTS

1E, Marble Arch Apartments,
4 & 5, Bishop Wallers Avenue East,
Mylapore, Chennai – 600 004.

Phone : 2499 0722
2499 0723
4214 4516
E-mail : sk@sankrish.ind.in

Ref: K-1/ /2016

Date: 02.06.2016

To

**The Chairman,
Kamarajar Port Limited,
Chennai.**

Sir,

**Sub: - Accounts of Kamarajar Port Limited for the year ended 31.03.2016
(FY 2015-16) – Reg.**

We wish to inform that we have issued Revised Audit Report dated 02.06.2016 along with required annexures to Office of the Principal Director of Commercial Audit (PDCA), Chennai consequent to the certain observations made by the Audit.

It is further informed that there are no changes in the Audited Financial Statements and Notes to Financial Statements dated 26.05.2016.

The above may please be noted and keep informed to Board of Directors.

Thanking you,

Yours faithfully,

For SANKARAN & KRISHNAN
Chartered Accountants

S. CHANDRAN
SENIOR PARTNER

SANKARAN & KRISHNAN

CHARTERED ACCOUNTANTS

1E, Marble Arch Apartments,
4 & 5, Bishop Wallers Avenue East,
Mylapore, Chennai – 600 004.

Phone : 2499 0722
2499 0723
4214 4516
E-mail : sk@sankrish.ind.in

AUDITORS' REPORT

TO THE MEMBERS OF KAMARAJAR PORT LIMITED

We have audited the accompanying financial statements of **KAMARAJAR PORT LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the Significant Accounting Policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

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

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

Opinion

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

Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements of the Company, which describes the uncertainty related to the outcome of the law suit filed against the Company.

- (i) **Regarding Rs.45,09,49,075/- being excess payments made to project contractors, pending finalization of Dispute Redressal Mechanism (Refer Note No 14.2)**
- (ii) **An amount of Rs.1,17,42,000/- relating to Service Tax on Upfront Fee has been paid under protest for the period 2006-07 and 2007-08. The matter is pending before Service Tax Appellate Tribunal, Chennai (Refer Note No.14.4)**
- (iii) **An amount of Rs.207,11,37,695/- relating to Claims (including interest accrued as per Award) against the company preferred by the contractors of Ennore Coal Port Project (implemented by Chennai Port Trust during the year 1996-2001) are pending before various Dispute Resolution Forums (Refer Note No.27.2)**

In our opinion these matters do not require qualification by us.

Report on Other Legal and Regulatory Requirements

1. With respect to the other matters to be included in the Auditor's Report in accordance with sub-section 11 of Section 143 of the Companies Act, we give in the Annexure-I a statement on the matters specified in Paragraph 3 and 4 of the Companies (Auditors Report) Order 2016.
2. We are enclosing to our report in terms of Section 143(5) of the Act, on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanation given to us, in the Annexure-II on the directions issued by Comptroller and Auditor General of India.
3. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is 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 of internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure III, 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—Refer (i), (ii) and (iii) as stated in Emphasis of Matters.
- (ii) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) As per the information and explanation furnished to us, there is no amount required to be transferred to investor education and

protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.

For Sankaran & Krishnan
Chartered Accountants
FRN 003582S

S. Chandran
(Sr. Partner)
(Membership No. 008646)

Place of Signature: Chennai
Date: 02-06-2016

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of **KAMARAJAR PORT LTD.** for the year ended on 31st March 2016, we report that:

Sl. No.	Particulars					
(i)	(a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.					
	(b) The management has physically verified the fixed assets of the company during the year. No material discrepancies were noticed on such verification.					
	(c) The company is in possession of 2816.42 acres of land acquired from TNEB, TIDCO and Salt Department, Ministry of Commerce, GoI. Out of which, 682.663 acres of land has been registered in the name of Kamarajar Port Limited and the balance of lands, the change of title deed are in process.					
(ii)	Since, the Company is engaged in the development and operation of port and does not maintain any inventory and hence this clause is not applicable.					
(iii)	The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.					
(iv)	The company has not given loan to directors and other body corporate, hence this clause is not applicable.					
(v)	According to the information and explanation given to us, the Company has not accepted any deposits from the Public.					
(vi)	According to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under Sub- section 1 of Section 148 of the Companies Act, 2013.					
(vii)	(a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities to the extent applicable and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.					
	(b) According to the information and explanation given to us and as per the records of the Company examined by us, the Service Tax amount not paid/paid under protest on account of pending dispute is as below:					
	Sl. No.	Name of the Statute	Nature of dues	Amount Involved (Rs. in crore)	Period	Forum where it is pending
	1	Central Excise & Service Tax	Service Tax on upfront fee	1.85 (Out of this, 1.17 paid under protest on 30.09.2008)	2006-07 & 2007-08	Customs, Central Excise & Service Tax Appellate Tribunal
(viii)	The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.					
(ix)	The company has not raised money by way of Initial Public Offer or further public offer (including debt instruments) and term loans during the year.					
(x)	During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.					

(xi)	This being a Government company the Notification no. GSR 463(E) dt. 05.06.2015, managerial remuneration u/s 197 read with Schedule V to the Act is not applicable.
(xii)	The Company is not a Nidhi Company and hence this clause is not applicable.
(xiii)	As per the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
(xiv)	The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
(xv)	The Company has not entered into any non-cash transactions with directors or persons connected with him.
(xvi)	According to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Sankaran & Krishnan
Chartered Accountants
FRN 003582S

S. Chandran
(Senior Partner)
Membership No: 008646

Place: Chennai
Date: 02-06-2016

KAMARAJAR PORT LIMITED

CHENNAI

1	Whether the company has clear title/lease deeds for freehold and leasehold land respectively? If not, please state the area of freehold and leasehold land for which title/ lease deeds are not available.	The company is in possession of 2816.42 acres of land acquired from TNEB, TIDCO and Salt Department, Ministry of Commerce, GoI. Out of which, 682.663 acres of land has been registered in the name of Kamarajar Port Limited. For remaining lands, change of title deed are in process.
2	Whether there are any cases of waiver/ write off debts/loans/interest etc., if yes, the reasons therefor and the amount involved.	No
3.	Whether proper records are maintained for inventories lying with third parties & assets received as gift/grant (s) from the Government or other authorities.	The company does not have any inventory and the company has not received any assets as gift / grant from the Government or other authorises.

Place : Chennai
Date : 02.06.2016

For Sankaran&Krishnan
Chartered Accountants.
FRN 003582S

S. CHANDRAN
(Senior Partner)
Membership.No:008646

Annexure - III to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of KAMARAJAR PORT LIMITED ("the Company") as of 31 March 2016 in conjunction with our audit of the stand alone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls

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 31.03.2016, 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 Sankaran& Krishnan
Chartered Accountants
FRN 003582S

S. Chandran
(Senior Partner)
Membership No. 008646

Place of Signature: Chennai
Date: 02.06.2016

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

BALANCE SHEET AS AT 31st MARCH 2016

PARTICULARS	Note No.	As at 31 st March 2016		As at 31 st March 2015	
EQUITY AND LIABILITIES		₹	₹	₹	₹
Shareholders' Funds					
Share Capital	4	3,00,00,00,000		3,00,00,00,000	
Reserves and Surplus	5	9,88,09,10,484	12,88,09,10,484	7,63,74,38,655	10,63,74,38,655
Non-Current Liabilities					
Long Term Borrowings	6	6,90,24,62,961		7,13,25,87,957	
Other Long Term Liabilities	7	1,02,58,25,981	7,92,82,88,942	2,93,64,902	7,16,19,52,859
Current Liabilities					
Trade Payables	8	55,83,59,237		42,57,88,567	
Other Current Liabilities	9	1,93,44,10,912		93,66,30,788	
Short Term Provisions	10	4,56,14,58,923	7,05,42,29,072	3,89,54,22,016	5,25,78,41,371
Total			27,86,34,28,498		23,05,72,32,885
ASSETS					
Non-Current Assets					
Fixed Assets	11				
Tangible Assets		16,17,04,26,300		15,26,61,54,196	
Intangible Assets		52,59,868		68,80,423	
Capital Work-in-Progress		3,09,09,69,225		28,36,40,853	
		19,26,66,55,393		15,55,66,75,471	
Non Current Investments	12	71,21,00,320		64,01,00,320	
Deferred Tax Assets (Net)	13	-		-	
Long Term Loans and Advances	14	85,87,27,971		74,87,43,758	
Other Non Current Assets		-	20,83,74,83,684	-	16,94,55,19,549
Current Assets					
Trade Receivables	15	59,17,90,819		49,88,23,996	
Cash and Cash Equivalents	16	2,41,23,21,095		2,87,61,30,571	
Short Term Loans and Advances	17	3,99,39,47,725		2,67,96,92,111	
Other Current Assets	18	2,78,85,175	7,02,59,44,814	5,70,66,658	6,11,17,13,335
Total			27,86,34,28,498		23,05,72,32,885
Significant Accounting Policies	3				

The notes referred to above form an integral part of the financial statements.

For **KAMARAJAR PORT LIMITED**

As per report of even date

M.A. BHASKARACHAR
Chairman cum Managing Director

SANJAY KUMAR
Director (Operations)

For SANKARAN & KRISHNAN,
Chartered Accountants,
Firm Regn. No. 003582S

M. GUNASEKARAN
Chief Financial Officer

JAYALAKSHMI SRINIVASAN
Company Secretary

S. Chandran
Partner
M. No. 008646

Place : Chennai
Date : 26-05-2016

Place : Chennai
Date : 26.05.2016

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

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

PARTICULARS	Note No.	For the year ended 31 st March 2016	For the year ended 31 st March 2015
CONTINUING OPERATIONS		₹	₹
Income			
Revenue from Operations	19	6,17,31,46,443	5,66,43,66,463
Other Income	20	26,53,94,333	31,06,96,594
Total Revenue		6,43,85,40,775	5,97,50,63,057
Expenses			
Employee Benefit Expenses	21	12,21,42,473	11,93,35,597
Finance Costs	22	75,55,53,589	77,19,53,992
Depreciation and Amortization	23	19,08,11,509	18,04,95,719
Other Expenses	24	90,82,13,210	46,84,00,216
Total Expenses		1,97,67,20,782	1,54,01,85,524
Profit / (Loss) before exceptional and extraordinary items and tax		4,46,18,19,993	4,43,48,77,532
Add / (Less) : Exceptional Items	25	(29,84,725)	(17,66,76,736)
Profit / (Loss) before extraordinary items and tax		4,45,88,35,268	4,25,82,00,796
Add / (Less) : Extraordinary Items		-	-
Profit Before Tax		4,45,88,35,268	4,25,82,00,796
Add / (Less) : Tax Expense			
(a) Current Tax		95,16,00,000	89,25,00,000
(b) Wealth Tax		6,335	-
Profit / (Loss) for the year from continuing operations		3,50,72,28,933	3,36,57,00,796
EARNINGS PER EQUITY SHARE			
Nominal value of share Rs. 10 (PY : Rs. 10 per share)			
Basic			
Computed on the basis of profit from continuing operations	26	11.69	11.22
Computed on the basis of total profit for the year	26	11.69	11.22
Diluted			
Computed on the basis of profit from continuing operations	26	11.69	11.22
Computed on the basis of total profit for the year	26	11.69	11.22
Significant Accounting Policies	3		

The notes referred to above form an integral part of the financial statements.

For **KAMARAJAR PORT LIMITED**

As per report of even date

M.A. BHASKARACHAR
Chairman cum Managing Director

SANJAY KUMAR
Director (Operations)

For SANKARAN & KRISHNAN,
Chartered Accountants,
Firm Regn. No. 003582S

M. GUNASEKARAN
Chief Financial Officer

JAYALAKSHMI SRINIVASAN
Company Secretary

S. Chandran
Partner
M. No. 008646

Place : Chennai
Date : 26-05-2016

Place : Chennai
Date : 26-05-2016

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2016

Sl. No.	Particulars	31.3.2016	31.3.2015
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit / (Loss) after tax	3,50,72,28,933	3,36,57,00,796
	Adjustment for:		
	a) Depreciation	19,08,11,509	18,04,95,719
	b) Interest Income	(20,35,45,661)	(22,50,94,207)
	c) Interest Expense	75,55,53,589	77,19,53,992
	d) Dividend and Dividend Tax	(1,26,37,57,106)	(1,15,19,42,400)
	Operating Profit before working capital changes	2,98,62,91,266	2,94,11,13,900
	Adjustment for:		
	(Increase)/Decrease Current Assets	(1,37,80,40,954)	(1,15,31,97,644)
	(Increase)/Decrease Non Current Assets	(10,99,84,213)	(98,78,101)
	Increase/(Decrease) Other long Term Current Liabilities	99,64,61,079	34,99,496
	Increase/(Decrease) Current Liabilities	1,79,63,87,701	34,47,17,527
	Cash Generated From Operations	4,29,11,14,879	2,12,62,55,178
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets & WIP	(3,90,08,65,899)	(36,34,80,988)
	Sale of Fixed Assets	74,470	1,23,000
	Non Current Investment	(7,20,00,000)	2,50,000
	Interest Received	20,35,45,661	22,50,94,207
	Net Cash used in Investing Activities	(3,76,92,45,768)	(13,80,13,781)
C.			
	Availment / (Repayment) of Loans	(23,01,24,996)	(23,01,24,996)
	Interest Paid	(75,55,53,589)	(77,19,53,992)
	Net Cash Generated from Financing Activities	(98,56,78,585)	(1,00,20,78,988)
	Net Increase in cash and cash equivalents (A+B+C)	(46,38,09,475)	98,61,62,409
	Cash and Cash equivalents as at (OB)	2,87,61,30,571	1,88,99,68,161
	Cash and Cash equivalents as at (CB)	2,41,23,21,095	2,87,61,30,571
		(46,38,09,474)	98,61,62,409

M.A. BHASKARACHAR

Chairman cum Managing Director

M. GUNASEKARAN

Chief Financial Officer

Place : Chennai

Date : 26.05.2016

SANJAY KUMAR

Director (Operations)

JAYALAKSHMI SRINIVASAN

Company Secretary

As per report of even date

For Sankaran & Krishnan,
Chartered Accountants,
Firm Regn. No. 003582S

S. Chandran
Partner
M. No. 008646

Place : Chennai

Date : 26.05.2016

Notes forming part of the Financial Statements for the year ended 31st March 2016

1. CORPORATE INFORMATION

Kamarajar Port Limited is a Public Limited Company domiciled in India and incorporated under the provisions of Companies Act, 1956. The Company is operating mostly on landlord port model limiting its functions to overall planning, development, mobilization of investments for the development of port and common infrastructure facilities. The development and operations of the terminals are mostly entrusted to private operators/captive users.

2. BASIS OF PREPARATION

The financial statements of the company have been prepared in accordance with 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 notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on mercantile basis and under the historical cost convention.

3. SIGNIFICANT ACCOUNTING POLICIES:

a. GENERAL :

The financial statements are prepared on historical cost convention and on mercantile system of accounting in accordance with generally accepted accounting principles.

b. REVENUE RECOGNITION :

Income is recognized upon completion of services rendered and when no significant uncertainty exists regarding the amount of consideration that would be derived after rendering the service. Revenue Share from BOT Operators are accounted on the date of receipt of details certified by the statutory auditors of BOT operators as stipulated in the respective license agreements. Interest income on belated/disputed revenue will be recognized on realization basis.

c. FIXED ASSETS :

(i) TANGIBLE ASSETS :

Fixed assets are stated at cost of acquisition, including any attributable cost for bringing the asset

to its working condition for its intended use, less accumulated depreciation. Expenses capitalised also include applicable borrowing costs. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. All upgradation/enhancements are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

The amounts becoming payable by the company on account of uncontested arbitral awards on project claims are capitalized in the year of award as additions during the year in the respective asset. The interest on such awards payable to the contractor is treated as revenue expenditure in the year of award.

(ii) INTANGIBLE ASSETS :

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Cost comprises the purchase price and any cost attributable for bringing the assets to its working condition for its intended use.

Amortisation is provided on Straight Line Method (SLM), which reflect the management's estimate of the useful life of the intangible assets.

d. DEPRECIATION :

Depreciation is provided on Straight Line Method by taking the useful life as prescribed in the manner specified in the Schedule II of the Companies Act, 2013. In the case of port specific assets, the depreciation is charged at the rate as determined in accordance with the life of those assets as per the practice prevailing in Major Ports in India. Depreciation on addition in value of assets due to arbitral award is claimed over the remaining useful life of the assets from the start of the financial year in which such award is passed and accepted.

e. INVESTMENTS :

Long Term Investments are stated at cost except where there is a diminution in value other than temporary, in which case the carrying value is reduced to recognize the decline. Current investments are stated at lower of cost or fair market value.

f. DEFERRED REVENUE EXPENDITURE :

Preliminary Expenses and Deferred Revenue Expenses are written off over a period of five years equally.

g. ACCOUNTING FOR TAXES ON INCOME :

Current tax is determined as the amount of tax payable in respect of taxable income for the period.

Deferred tax is recognized, on timing differences, being the differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are not determined on unabsorbed depreciation and carry forward of losses unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

h. RETIREMENT BENEFITS :

Provisions for gratuity, pension and leave salary have been made as per the service conditions and on the basis of actuarial valuation and for those employees who are on deputation from other organizations as per the advice received from the respective organizations.

i. FOREIGN CURRENCY TRANSACTIONS :

Foreign currency transactions are recorded in Indian currency at the exchange rates prevailing on the respective dates of transactions. Monetary items are denominated in foreign currencies at the year-end are restated at year-end rates. Non-monetary foreign currency items are carried at cost. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.

j. PREPAID EXPENSES :

Revenue expenditure under each head are segregated into current year and prepaid wherever the amount exceeds Rs.20,000/-.

k. PREMIA FOR FORECLOSURE :

Premia for foreclosure of loans or any part thereof is charged to revenue in the year in which the foreclosure is effected.

l. BORROWING COST :

Borrowing Cost are capitalised as part of the cost of a qualifying asset when it will result in future economic benefits to the company. Other borrowing costs are recognised as an expense in the period in which they are incurred.

m. MAINTENANCE DREDGING :

Expenditure for the maintenance dredging is provided every year based on the estimated quantity as assessed from the Hydrographic Survey Report and as per market rate based cost of such maintenance dredging. The adjustment entries will be made in the year in which actual maintenance dredging expenditure was incurred.

n. LIQUIDATED DAMAGES:

Liquidated damages recovered on certainty basis. In respect of Capital Projects, the same will be reduced from the Capitalisation of Asset and on all other cases, recognized as Other Income.

o. ACCOUNTING OF GRANTS :

i. Government and other grants received relating to depreciable fixed assets taken to capital grants and treated as “Deferred Income” and recognized in the Profit and Loss Account by allocating to income over the period in which the depreciation is charged.

ii. Grants relating to non-depreciable assets are credited to income over a period in which the cost of meeting the obligations attached to the grants is charged to income.

iii. Revenue grants to the extent utilized are accounted in Profit and Loss Account.

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

Notes forming part of the Financial Statements for the Year ended 31st March 2016

4. SHARE CAPITAL

Authorised Shares

500,000,000 Equity Shares of Rs. 10 each

(Previous year : 500,000,000 equity shares of Rs. 10 each)

Issued, subscribed and fully paid up shares

300,000,000 equity shares of Rs.10/- each fully paid up.

(Previous year: 300,000,000 equity shares of

Rs. 10 each fully paid up)

Total

a. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Equity shares

	31 st March 2016		31 st March 2015	
	Nos.	₹	Nos.	₹
Outstanding at the beginning of the year	30,00,00,000	3,00,00,00,000	30,00,00,000	3,00,00,00,000
Add : Shares Issued during the year	-	-	-	-
Less: Shares bought Back during the year	-	-	-	-
Outstanding at the end of the year	30,00,00,000	3,00,00,00,000	30,00,00,000	3,00,00,00,000

b. Details of shareholders holding more than 5% of shares in the Company:

	31 st March 2016		31 st March 2015	
	Nos.	₹	Nos.	₹
Equity Shares of Rs. 10 each				
Government of India (66.67%)	20,00,00,000	2,00,00,00,000	20,00,00,000	2,00,00,00,000
Chennai Port Trust (33.33%)	10,00,00,000	1,00,00,00,000	10,00,00,000	1,00,00,00,000
	30,00,00,000	3,00,00,00,000	30,00,00,000	3,00,00,00,000

5. RESERVES AND SURPLUS

5.1 General Reserve

Balance at the beginning of the year

Transferred from surplus account during this year

31 st March 2016	31 st March 2015
₹	₹
61,48,00,000	44,65,00,000
17,54,00,000	16,83,00,000
79,02,00,000	61,48,00,000

5.2 Debenture / Bond Redemption Reserve

Balance at the beginning of the year

Transferred from surplus account during this year

19,52,72,066	10,89,79,083
8,62,92,983	8,62,92,983
28,15,65,049	19,52,72,066

5.3 Profit and Loss Account

Balance at the beginning of the year

Profit for the year ended

6,82,73,66,589	4,89,67,10,236
3,50,72,28,933	3,36,57,00,796
10,33,45,95,524	8,26,24,11,034

Less : Appropriations

Transferred to General Reserve

Transferred to Debenture / Bond Redemption Reserve

Depreciation - Tfrd to Retained Earning

Dividend

Interim Equity dividend

Proposed equity dividend

Dividend distribution tax paid

Dividend distribution tax on equity shares

Total appropriations

Balance at the end of the year

TOTAL

17,54,00,000	16,83,00,000
8,62,92,983	8,62,92,983
-	2,85,09,061
45,00,00,000	-
60,00,00,000	96,00,00,000
9,16,09,106	-
12,21,48,000	19,19,42,400
1,52,54,50,089	1,43,50,44,444
8,80,91,45,435	6,82,73,66,589
9,88,09,10,484	7,63,74,38,655

- 5.1 The company has created statutory reserve for distribution of dividend during the year for Rs.17,54,00,000/-(Previous Year -Rs.16,83,00,000/-) being 5% of the current profit even though it is not mandatory to create a reserve as per the Companies Act, 2013.
- 5.2 Pursuant to Regulation 16 of the SEBI Debt Regulations and Section 71C of the Companies Act, 2013 the company creates Debenture / Bond Redemption Reserve (DRR) upto 25% of the value of bonds/ debentures issued through public issue during the maturity period of such bonds/ debentures. Accordingly, during the year, the company has created DRR amounting to Rs. 8,62,92,983/- (Previous year - Rs.8,62,92,983/-).

6. NON - CURRENT LIABILITIES

LONG TERM BORROWINGS (Secured)

	31 st March 2016	31 st March 2015
	₹	₹
6.1 Tax Free Bonds		
(i) Series 2012-13	94,64,90,000	94,64,90,000
(ii) Series 2013-14	3,65,47,23,000	3,65,47,23,000
6.2 Term Loan		
Chennai Port Trust	2,30,12,49,961	2,53,13,74,957
	6,90,24,62,961	7,13,25,87,957

6.1 Secured Redeemable Non-Convertible Bonds

(i) Redeemable at par, 829334 Nos of 10 Year Bonds of Face value - Rs.1000/- each amounting to Rs.82,93,34,000/- are due on 25.03.2023 and 117156 Nos of 15 Year bonds of Face Value - Rs.1000/- each amounting to Rs.11,71,56,000/- are due on 25.03.2028 with interest rates @ 7.51% and 7.67% to Retail Investors and 7.01% and 7.17% to others respectively, payable annually. The bonds are secured against the assets of the company viz. Small Craft Jetty - 1, 2 and 3 and General Cargo Berth pursuant to the terms of the Bond Trust Deed registered on 25.03.2013.

(ii) Redeemable at par, 794951 Nos of 10 Year Bonds of Face value - Rs.1000/- each amounting to Rs.79,49,51,000/- are due on 25.03.2024 and 1916630 Nos of 15 Year bonds of Face Value - Rs.1000/- each amounting to Rs.191,66,30,000/- are due on 25.03.2029 and 943142 Nos of 20 Year Bonds of Face Value - Rs.1000/- each amount to Rs.94,31,42,000/- are due on 25.03.2034 with interest rates @ 8.61%, 9% and 9% respectively to Retail Investors and 8.36%, 8.75% and 8.75% respectively to others, payable annually. The bonds are secured against the assets of the company viz. North Break Water pursuant to the terms of the Bond Trust Deed registered on 19.03.2014.

6.2 Term Loan - Chennai Port Trust

Term Loan due to Chennai Port Trust Rs.345,18,74,941/- converted at the time of taken over of assets & liabilities in the year 2001-02 and is repayable in 60 Equated Quarterly installments commencing from 30.06.2012. The installments are paid up to date during this period. The above loan is secured by hypothecation of specifically earmarked immovable fixed assets of the company.

7. OTHER LONG TERM LIABILITIES

	31 st March 2016	31 st March 2015
	₹	₹
Others		
7.1 Security Deposit payable	13,85,09,766	2,93,64,902
7.2 Upfront Licence Fee received	88,73,16,215	-
	1,02,58,25,981	2,93,64,902

- 7.1 Received from Indian Oil LNG Private Limited towards upfront licence fees for 30 years for 5,20,000 sq.m. land allotted for the construction of LNG Terminal as per the Licence Agreement dated

CURRENT LIABILITIES

8. TRADE PAYABLES

	31 st March 2016	31 st March 2015
	₹	₹
8.1 Advance from Customers	55,83,59,237	42,57,88,567
	55,83,59,237	42,57,88,567

- 8.1 Includes the balance Rs. 7,51,23,560/- payable to TANGEDCO being Discount of 50% share of composite tariff payable for handled above 10 MT for NTECL vessels handled at Coal Berth as per Minutes of Meetings dated 6th November, 2014. Includes Rs.36,60,00,000/- Bank Guarantee invoked for the augmentation charges receivable from M/s. Chettinad International Coal Terminal Private Limited - BOT operator is however repaid as per High Court's order on 2nd May, 2016.

9. OTHER CURRENT LIABILITIES

	31 st March 2016	31 st March 2015
	₹	₹
9.1 Current maturities of long term debt		
Others - Chennai Port Trust (Related Party)	23,01,24,996	23,01,24,996
9.2 Current maturities of Upfront Licence Fee	3,13,96,668	-
9.3 Income billed but not accrued	2,00,66,703	4,76,85,683
9.4 ECPP Liabilities	-	28,69,96,804
9.5 Creditors for Expenses	12,39,86,821	13,18,84,663
9.6 Creditors for Contract Liabilities	1,45,88,33,237	21,70,53,119
9.7 Statutory dues payable	6,16,34,143	1,77,67,373
9.8 Other Payables	83,68,344	51,18,151
	1,93,44,10,911	93,66,30,788

- 9.7 Includes Rs.52,84,312/- received grant from Ministry of Shipping for purchase of Oil Mitigation Equipment.

10. SHORT TERM PROVISIONS

	31 st March 2016	31 st March 2015
	₹	₹
Provisions		
10.1 - Terminal Benefits	27,02,137	53,97,064
10.2 - Income Tax	3,60,63,00,000	2,65,47,00,000
10.3 - Proposed Dividend	60,00,00,000	96,00,00,000
10.4 - Tax on Dividend	12,21,48,000	19,19,42,400
10.5 - Performance Related Pay	2,34,65,561	2,28,56,374
10.6 - Maintenance Dredging	7,79,89,500	4,95,00,000
10.7 - Expenses	12,88,53,725	1,10,26,178
	4,56,14,58,923	3,89,54,22,016

- 10.1 Provision for Terminal Benefits includes amount payable to Life Insurance Corporation of India towards Gratuity and Leave Encashment as per Actuarial valuation and the Terminal Benefits payable for employees on deputation.
- 10.2 Provision for tax has been made u/s. 115 JB on Book profit of the company, as the company is entitled for Tax Holiday u/s. 80 IA of the Income Tax Act, 1961.
- 10.5 Payment of Bonus Act, 1965 is not applicable to this company. However, Performance Related Pay provided on estimate basis for the year 2015-16 as per DPE Guidelines.
- 10.7 Includes Rs.11,09,264/- & Rs.61,85,189/- being interest accrued on Secured Redeemable Tax Free Bonds issued during the year 2012-13 and 2013-14 respectively.

11. FIXED ASSETS (Refer Fixed Assets schedule given separately)

12. NON CURRENT INVESTMENTS

	31 st March 2016	31 st March 2015
	₹	₹
Long Term - Other investments (valued at cost unless stated otherwise)		
12.1 Equity Shares of Sethusamudram Corporation Limited	30,00,00,000	30,00,00,000
12.2 Equity Shares of Chennai Ennore Port Road Company Limited	30,00,00,000	30,00,00,000
12.3 Investments in Renewable Energy Certificate	1,00,320	1,00,320

Other non-current investments		
12.4 Advance given to Ennore SEZ Company Limited for Equity Contribution	4,00,00,000	4,00,00,000
12.5 Advance given to Chennai Ennore Port Road Company Limited for Equity Contribution pending allotment	7,20,00,000	
	71,21,00,320	64,01,00,320
Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	60,01,00,320	60,01,00,320
Aggregate provision for diminution in value of investments	-	-
12.1 The Project is still under active consideration of the Government of India.		
12.5 The company has contributed Rs.7,20,00,000/- towards Share Application Money for 72,00,000 Equity shares of Rs.10/- each as per advice of Ministry of Shipping.		

13. DEFERRED TAX :

Deferred Tax has not been recognised since the company is entitled to exempt under Sec. 80 IA as per explanation under clause 13 of AS-22 issued by ICAI.

LONG TERM LOANS AND ADVANCES

14. Capital Advances:

	31 st March 2016 ₹	31 st March 2015 ₹
14.1 Secured, considered good	-	-
14.2 Unsecured, considered good	61,21,87,964	67,02,31,579
14.3 Doubtful	-	-
	61,21,87,964	67,02,31,579
Provision for bad and doubtful advances	-	-
	61,21,87,964	67,02,31,579

14.2 Capital advance includes RS.45,09,49,975/- being excess payment to Project contractors referred to Dispute Redressal Mechanism at the time of taken over the Assets and liabilities from Chennai Port Trust. Awaiting final outcome of the dispute, necessary accounting treatment will be made upon cristalisation of the same.

Security Deposits:

	31 st March 2016 ₹	31 st March 2015 ₹
14.3 Secured, considered good	-	-
14.4 Unsecured, considered good	2,62,49,041	4,90,13,650
14.5 Doubtful	-	-
	2,62,49,041	4,90,13,650
Provision for bad and doubtful advances	-	-
	2,62,49,041	4,90,13,650

14.4 Includes Rs.1,17,42,000/- paid to Service Tax Department under protest and the related case is pending with Central Excise Service Tax Appellate Tribunal (CESTAT) .

Other loans and advances (specify nature)

14.6 Secured, considered good	-	-
Staff Advance (HBA & Vehicle)	3,69,76,965	2,94,98,529
14.7 Unsecured, considered good - Related Party		
Upfront Lease Rent - Chennai Port Trust	18,33,14,001	-
14.8 Doubtful	-	-
	22,02,90,966	2,94,98,529
Provision for bad and doubtful advances	-	-
	22,02,90,966	2,94,98,529
	85,87,27,971	74,87,43,758

14.6 Secured by hypothecation of vehicles for Vehicle Advance and deposit of title deeds in respect of House Building Advance.

- 14.7 Upfront lease premium paid to Chennai Port Trust (Related Party) towards lease taken Corporate Office Building at Rajaji Salai, Chennai for 30 years. However, formal lease agreement is yet to be executed.

15. TRADE RECEIVABLES

(i) Receivables outstanding for a period exceeding six months from the due date of payment

15.1 Secured, considered good	-	-
15.2 Unsecured, considered good	29,96,19,444	20,14,04,206
15.3 Doubtful	-	-
	29,96,19,444	20,14,04,206
Provision for doubtful receivables	-	-
	29,96,19,444	20,14,04,206

(ii) Other receivables

15.4 Secured, considered good	-	-
15.5 Unsecured, considered good	29,21,71,375	29,74,19,790
15.6 Doubtful	-	-
	29,21,71,375	29,74,19,790
Provision for doubtful receivables	-	-
	29,21,71,375	29,74,19,790
	59,17,90,819	49,88,23,996

- 15.2 Includes Rs.10,98,98,335/- referred under dispute under redressal forum.

- 15.2 Included Rs.12,99,70,434/- receivable from M/s. SICAL Ironore Terminals, a BOT operator as the construction of Iron ore berth is yet to be commissioned. The Terminal was non-operation due to ban on Iron ore export /mines located in the hinterland area of the port company and the Company has issued RFP for conversion of Iron ore into Coal terminal and the matter is under subjudice.

16. CASH AND CASH EQUIVALENTS

16.1 Balances with banks	2,41,22,52,688	2,87,60,75,982
16.2 Cash on hand	68,407	54,589
	2,41,23,21,095	2,87,61,30,571
16.1 Balances with banks include :		
Held as Margin Money		
Guarantee - BSE Limited	-	2,31,00,000
Letter of Credit - VTMS	2,60,84,650	2,40,77,345

17. SHORT TERM LOANS AND ADVANCES

Secured considered good

17.1 Current maturities of Staff Advance	58,15,128	47,15,112
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Unsecured considered good

17.2 Other Advances	7,13,06,989	65,18,777
17.3 Service Tax Credit	11,85,31,581	89,42,347
17.4 Income Tax Paid	3,79,82,94,027	2,65,95,15,875
	3,99,39,47,725	2,67,96,92,111

- 17.1 Secured by hypothecation of vehicles for Vehicle Advance and deposit of title deeds in respect of House Building Advance.

18. OTHER CURRENT ASSETS

Interest accrued on Bank Deposits	1,92,80,289	5,07,73,471
Interest accrued on Staff Advances	78,31,608	62,77,448
Income accrued but not received	7,57,539	-
Others	15,739	15,739
	2,78,85,175	5,70,66,658

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

II. FIXED ASSETS

SL. No.	Particulars	GROSS BLOCK				DEPRECIATION						NET BLOCK AS AT	
		As at 01.04.2015	Additions	Deletions / Adjustments	As at 31.03.2016	As at 01.04.2015	For the Opening Balance	Additions	Depreciation	Additions/ Adjustments	Depreciation	As at 31.03.2016	31.03.2015
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
	A. TANGIBLE ASSETS												
1	Land	5,46,49,01,004	38,70,40,200	-	5,85,19,41,204	-	-	-	-	-	-	5,85,19,41,204	5,46,49,01,004
2	Buildings,Sheds & Other Structures												
	Administrative Building	5,46,40,895	-	-	5,46,40,895	1,22,36,538	8,60,652	-	-	-	8,60,652	1,30,97,190	4,24,04,357
	Security Cabins	1,15,125	-	-	1,15,125	1,15,125	-	-	-	-	-	1,15,125	-
	Rest House	8,78,229	-	-	8,78,229	1,71,278	13,851	-	-	-	13,851	1,85,129	7,06,951
	Electrical Substation	23,15,345	-	-	23,15,345	5,06,540	36,727	-	-	-	36,727	5,43,267	18,08,805
	Substation Building - GCB & Parking Yard	81,19,490	-	-	81,19,490	1,44,143	1,28,903	-	-	-	1,28,903	78,46,444	79,75,347
	Security Watch Tower	91,303	-	-	91,303	14,316	1,442	-	-	-	1,442	15,758	76,987
	Security Watch Towers	47,64,884	-	-	47,64,884	1,29,979	75,613	-	-	-	75,613	2,05,592	46,34,905
	Tide Gauge	7,45,870	-	-	7,45,870	1,04,393	11,791	-	-	-	11,791	1,16,184	6,29,686
	Fire Station Building	17,01,443	-	-	17,01,443	2,26,188	26,908	-	-	-	26,908	2,53,096	14,48,347
	Temporary Shed	3,41,260	-	-	3,41,260	10,28,742	-	-	-	-	-	3,41,260	-
	Temporary Vehicle Shed	10,28,742	-	-	10,28,742	22,095	-	-	-	-	-	10,28,742	-
	Toilet Block	13,92,966	-	-	13,92,966	56,443	22,095	-	-	-	22,095	78,538	13,36,523
	Switch Room - RMG Unit	3,76,080	-	-	3,76,080	39,056	5,953	-	-	-	5,953	45,009	3,37,024
	Pre-fabricated Pass section Building	8,38,220	-	-	8,38,220	8,38,220	-	-	-	-	-	8,38,220	-
	Mobile Toilet	1,35,250	-	-	1,35,250	-	-	5,867	-	-	5,867	1,29,383	-
	Mobile Toilet	17,606	-	-	17,606	-	-	61	-	-	61	17,545	-
	Building-Apex Point at holding Yard (Railway)	16,18,661	-	-	16,18,661	-	-	15,728	-	-	15,728	16,02,933	-
	Building - RRI Cabin 1 (G+2) (Railway)	2,27,03,426	-	-	2,27,03,426	-	-	91,591	-	-	91,591	2,26,11,835	-
	Building - RRI Cabin 2 (G+1) (Railway)	41,22,224	-	-	41,22,224	-	-	16,630	-	-	16,630	41,05,594	-
	Building - Railway Service Office	1,70,35,935	-	-	1,70,35,935	-	-	68,727	-	-	68,727	1,69,67,208	-
	Building	7,25,40,000	-	-	7,25,40,000	-	-	5,75,848	-	-	5,75,848	7,19,64,152	-
	Car Parking Yard II	1,99,20,000	-	-	1,99,20,000	-	-	1,17,951	-	-	1,17,951	1,98,02,049	-
	Car Parking Yard II	1,05,13,409	-	-	1,05,13,409	-	-	41,730	-	-	41,730	1,04,71,679	-
	Wharves, Roads and Boundaries												
	Port Access Roads	22,03,88,719	-	-	22,03,88,719	5,12,76,757	60,45,540	-	-	-	60,45,540	16,30,66,422	16,91,11,962
	Port Access Roads	68,59,698	-	-	68,59,698	15,66,434	1,55,133	-	-	-	1,55,133	51,38,131	52,93,264
	Road - South to North & West Gate	8,41,85,646	-	-	8,41,85,646	91,79,255	20,98,287	-	-	-	20,98,287	7,29,08,104	7,50,06,391
	Road - Extn of Tank farm & Security Road	7,80,52,735	-	-	7,80,52,735	65,79,889	19,17,852	-	-	-	19,17,852	84,97,741	7,14,72,846
	Coal Wharves	80,38,14,126	-	-	81,57,66,761	27,52,08,259	1,86,76,851	4,34,176	-	-	1,91,11,027	52,14,47,475	52,86,05,867
	Boundary Walls	3,29,86,171	-	-	3,29,86,171	74,06,986	9,14,995	-	-	-	9,14,995	2,46,64,190	2,55,79,185
	R.R. Masonary Wall & Widening of West Gate	83,62,419	-	-	83,62,419	6,45,949	2,04,674	-	-	-	2,04,674	75,11,796	77,16,470
	Parking Yard including Buildings	18,92,81,499	-	-	19,55,14,529	46,23,509	47,90,759	-	-	-	47,90,759	17,67,90,535	17,53,48,264
4	Railway and Rolling Stocks												
	Rail Connectivity - 2.3 Km	6,70,91,272	-	-	8,51,81,888	1,53,14,218	45,70,044	16,21,998	-	-	61,92,042	2,15,06,260	5,17,77,054
	Rail Connectivity - 6.56 Km	24,54,86,061	-	-	25,05,75,424	1,83,24,225	1,56,51,510	3,52,154	-	-	1,60,03,663	3,43,27,889	22,71,61,836
5	Docks, Seawalls, Piers & Nav. Aids												
	Breakwater & Coastal Protection	4,52,49,98,100	-	-	4,55,95,85,145	81,30,10,850	5,70,72,323	5,38,217	-	-	5,76,10,540	87,06,21,390	3,71,19,87,250
	General Cargo Berth	48,79,79,229	-	-	48,79,79,229	2,69,39,707	61,89,667	-	-	-	61,89,667	3,31,29,374	46,10,39,522
	Navigational Aids	2,77,27,162	-	-	2,77,27,162	2,77,27,162	-	-	-	-	-	2,77,27,162	-
	Channel Buoys	49,29,001	-	-	49,29,001	11,34,068	3,09,682	-	-	-	3,09,682	14,43,750	37,94,933
6	Cranes & Vehicles												
	Vehicles - Motor Cars	52,92,546	-	9,59,332	43,33,214	27,79,380	6,68,553	-	-	-	6,68,553	17,96,646	25,13,166
	Vehicles - Two wheelers	4,26,263	-	-	4,26,263	2,15,380	39,636	-	-	-	39,636	1,71,247	2,10,883
	Bicycles	23,244	-	-	23,244	-	-	-	-	-	-	23,244	-

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

II. FIXED ASSETS Contd

Sl. No.	Particulars	GROSS BLOCK				DEPRECIATION					NET BLOCK AS AT		
		As at 01.04.2015	Additions	Deletions / Adjustments	As at 31.03.2016	As at 01.04.2015	For the Opening Balance	Additions	Depreciation	Additions/ Adjustments	Depreciation	As at 31.03.2016	31.03.2015
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
7	Installation of Water, Elec, Telecom & Fire												
	Water & Communication Facilities	1,17,12,370	-	-	1,17,12,370	1,11,26,755	-	-	-	-	-	1,11,26,755	5,85,615
	Pipelines - Water - GCB & MLT	1,46,45,437	-	-	1,46,45,437	2,78,556	4,65,033	-	4,65,033	-	-	7,43,589	1,43,66,881
	Internal Electrical Facilities	2,80,85,664	-	-	2,80,85,664	2,61,93,572	1,40,693	-	1,40,693	-	-	2,63,34,265	18,92,092
	Internal Electrical - Street Lights	1,31,73,486	-	-	1,31,73,486	30,18,344	15,33,804	-	15,33,804	-	-	45,52,148	1,01,55,142
	Lighting - GCB & Parking Yard	1,43,38,262	-	-	1,43,38,262	35,76,324	16,38,360	-	16,38,360	-	-	51,14,684	1,07,61,938
	Sub Station	3,08,81,594	-	-	3,08,81,594	22,34,474	29,41,789	-	29,41,789	-	-	2,57,05,331	2,86,47,120
	Solar Lighting - 1000 Nos	15,73,440	-	-	15,73,440	3,29,979	1,70,321	-	1,70,321	-	-	5,00,300	12,43,461
	Solar Lighting	46,20,000	-	-	46,20,000	6,88,139	4,65,149	-	4,65,149	-	-	11,53,288	39,31,861
	Search Lights		2,70,000	-	2,70,000			21,082	21,082	-	-	2,48,918	
	External Electrical Facilities	1,70,04,396	-	-	1,70,04,396	1,55,73,460	2,09,195	-	2,09,195	-	-	1,57,82,655	14,30,936
8	Other Assets												
	Electrical Appliances	1,49,64,028	10,09,508	5,30,076	1,54,43,460	56,67,563	15,06,618	62,936	15,69,554	-	5,03,573	67,33,544	92,96,465
	Office Equipments	1,86,16,727	33,84,134	-	2,20,00,861	1,30,46,664	15,63,876	6,27,198	21,91,074	-	-	1,52,37,738	55,70,063
	Furniture & Fittings	2,48,97,088	1,70,25,298	-	4,19,22,386	1,64,43,669	17,24,704	15,40,516	32,65,220	-	-	1,97,08,889	84,53,419
	Computers	1,16,70,654	8,84,014	-	1,25,54,668	86,56,630	14,89,473	2,05,043	16,94,516	-	-	1,03,51,146	30,14,024
9	Port Basin and Entrance Channel												
	Port Basin and Entrance Channel	1,04,03,99,618	21,77,763	-	1,04,25,77,381	14,22,40,350	98,40,079	24,060	98,64,139	-	-	15,21,04,489	89,04,72,892
	Port Basin and Entrance Channel	8,42,71,396	-	-	8,42,71,396	87,15,883	8,30,345	-	8,30,345	-	-	95,46,228	7,55,55,513
	Port Basin and Entrance Channel	28,31,957	-	-	28,31,957	1,83,576	29,316	-	29,316	-	-	2,12,892	26,48,381
	Capital Dredging - Stage I	92,01,62,758	-	-	92,01,62,758	5,62,37,228	87,40,373	-	87,40,373	-	-	6,49,77,601	86,39,25,530
	Capital Dredging - General Cargo Berth	81,37,23,699	-	-	81,37,23,699	2,48,43,269	77,42,785	-	77,42,785	-	-	3,25,86,054	78,88,80,430
	Capital Dredging - Phase II (DCI)	1,50,90,23,244	3,70,81,578	-	1,54,61,04,822	1,43,04,713	1,43,67,756	3,56,621	1,47,24,377	-	-	2,90,29,090	1,49,47,18,531
	CD - Deepening of CB1,CB2 & CICTPL Berth		33,06,19,468	-	33,06,19,468	-	-	13,25,195	13,25,195	-	-	13,25,195	32,92,94,273
10	Plant & Machinery												
	VTMS Equipment (Vessel Traffic Mgt System)		6,83,34,737	-	6,83,34,737		-	41,73,723	41,73,723	-	-	41,73,723	6,41,61,014
	Radiological Detection Equipment		2,09,65,381	-	2,09,65,381		-	8,98,544	8,98,544	-	-	8,98,544	2,00,66,837
10	Total (A)	16,90,67,30,564	1,09,33,51,281	14,89,408	17,99,85,92,437	1,64,05,76,369	17,57,21,860	1,32,82,846	18,90,04,706	-	14,14,938	1,82,81,66,137	15,26,61,54,196
	B. INTANGIBLE ASSETS												
	Computers Software	71,59,611	1,86,248	-	73,45,859	61,75,188	4,13,580	7,562	4,21,142	-	-	65,96,330	9,84,423
	ERP - Software	73,70,000	-	-	73,70,000	14,74,000	13,85,661	-	13,85,661	-	-	28,59,661	58,96,000
	Total (B)	1,45,29,611	1,86,248	-	1,47,15,859	76,49,188	17,99,241	7,562	18,06,803	-	-	94,55,991	68,80,423
	Total (A + B)	16,92,12,60,175	1,09,35,37,529	14,89,408	18,01,33,08,296	1,64,82,25,557	17,75,21,101	1,32,90,408	19,08,11,509	-	14,14,938	1,83,76,22,128	15,27,30,34,618
11	Previous Year figures	15,32,80,87,374	1,59,45,95,223	14,22,422	16,92,12,60,175	1,44,05,20,198	16,07,40,742	1,97,54,977	18,04,95,719	-	-	1,64,82,25,556	13,88,75,67,176
	C. Capital Work In Progress	28,36,40,853	3,44,12,75,762	63,39,47,390	3,09,09,69,225								
	Previous Year figures	1,51,47,55,089	41,05,27,770	1,64,16,42,006	28,36,40,853								
11.1	Land: (a) Land represents the company is in possession of 2816.42 acres of land acquired from TNEB, TIDCO and Salt Department, Ministry of Commerce, Gol . Out of which, 11.78 acres of patta land retained by TANGEDCO and 35 acres of Salt land and 34.06 acres of patta land is not yet handed over by TIDCO.												
	(b) Includes leased land measuring about 33 acres, 128 acres and 116 acres to BOT operators viz., M/s. Ennore Tank Terminals Private Limited, M/s. Chettnad International Coal Terminal Private Limited and M/s. Sical Iron ore Terminals Limited respectively. The company would be signing the required land lease agreement, wherever applicable, with BOT operators on receipt of title transfer in favour of the company from the competent authority.												

Land: (a) Land represents the company is in possession of 2816.42 acres of land acquired from TNEB, TIDCO and Salt Department, Ministry of Commerce, Gol . Out of which, 11.78 acres of patta land retained by TANGEDCO and 35 acres of Salt land and 34.06 acres of patta land is not yet handed over by TIDCO.

(b) Includes leased land measuring about 33 acres, 128 acres and 116 acres to BOT operators viz., M/s. Ennore Tank Terminals Private Limited, M/s. Chettinad International Coal Terminal Private Limited and M/s. Sical Iron ore Terminals Limited respectively. The company would be signing the required land lease agreement, wherever applicable, with BOT operators on receipt of title transfer in favour of the company from the competent authority.

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

Notes forming part of the Financial Statements for the year ended 31st March 2016

19. REVENUE FROM OPERATIONS (Net of Service Tax)	For the year ended 31 st March 2016 ₹	For the year ended 31 st March 2015 ₹
19.1 Composite Tariff on Coal	2,39,97,68,106	2,07,38,37,915
19.2 Estate Income	22,33,01,632	13,99,50,527
19.3 Revenue Share	1,71,29,81,265	1,67,27,20,468
19.4 Vessel Related Income	1,42,62,61,230	1,38,04,88,418
19.5 Wharfage	40,49,71,067	38,46,04,802
Other operating revenue		
19.6 Other Services	58,63,143	1,27,64,333
Revenue from operations (Net)	6,173,146,443	5,66,43,66,463

19.3 In view of the uncertainty of the revenue receipt, Land Lease rental of Iron Ore Terminal amounting to Rs.3,95,15,520/- for the year 2015-16 not recognized as Income as per the accounting policy of the company.

19.3 In view of the uncertainty of the revenue receipt, Augmentation charges amounting to Rs.8,58,71,678/- for the year 2015-16 (Previous Year - Rs.23,59,58,873/-) not recognized as Income as per the accounting policy of the company.

20. OTHER INCOME	31 st March 2016 ₹	31 st March 2015 ₹
Interest from Banks	20,35,45,661	225,094,207
Other Interest	30,27,139	11,827,773
Short Term Gain from Mutual Fund	6,52,39,452	8,270,530
Foreign Exchange Fluctuation - Cr	(1,46,53,100)	38,763,451
Other non operating income		
Sale of Tender Documents	7,07,214	1,254,635
Personnel & Vehicle Entry Pass	65,94,617	3,714,899
Profit on sale of Fixed Assets	2,00,310	183,789
Others	7,33,041	21,587,310
	265,394,333	310,696,594

21. EMPLOYEE BENEFITS EXPENSE	31 st March 2016 ₹	31 st March 2015 ₹
Salaries and Wages	8,06,14,752	7,44,85,431
Staff welfare expenses	8,75,921	7,25,102
Superannuation - Contribution	67,12,992	60,54,958
Performance Related Pay	1,32,00,000	1,20,00,000
Employee Medical expenses	76,33,104	89,46,483
Terminal Benefits	1,31,05,704	1,71,23,623
	12,21,42,473	11,93,35,597

22. FINANCE COSTS	31 st March 2016 ₹	31 st March 2015 ₹
Interest Expense :		
22.1 - From Banks	-	-
22.2 - Tax Free Bonds - 2012-13	6,76,64,924	6,73,09,914
22.3 - Tax Free Bonds - 2013-14	32,33,95,918	32,16,95,726
22.4 - Others	29,51,99,546	31,96,20,990

Other Borrowing Costs :		
22.5 - ECPP Liabilities	6,85,88,239	62,107,217
22.6 - Guarantee Fees	18,100	1,50,215
22.7 - Tax Free Bonds Expenses	6,86,863	8,69,931
22.8 - Processing Charges	-	2,00,000
	75,55,53,589	77,19,53,992

22.4 Includes Rs.29,50,78,564/- paid to Chennai Port Trust for Secured borrowings (Refer Note No. 6.2)

23. DEPRECIATION AND AMORTIZATION EXPENSE

	31 st March 2016	31 st March 2015
	₹	₹
Depreciation		
- Tangible Assets	18,90,04,706	17,81,08,520
- Intangible Assets	18,06,803	23,87,199
	19,08,11,509	18,04,95,719

24. OTHER EXPENSES

	31 st March 2016	31 st March 2015
	₹	₹
Port Operating Expenses		
Time Charter Crafts	20,45,02,610	7,33,77,045
Consultancy Services - Operations	5,19,48,657	2,58,71,220
Power & Water charges	1,47,41,049	1,21,16,603
Environment	47,00,229	47,21,592
Research & Development Expenses	1,27,09,607	1,08,91,519
Fuel Expense	4,15,24,616	5,18,36,495
Manning Services	2,74,33,512	2,66,93,001
Maintenance Dredging	2,88,07,492	2,16,76,339
Pilotage Expense	1,41,59,618	1,28,41,632
Repairs and Maintenance	6,17,43,791	4,88,58,690
Incentive payable	18,79,80,071	-
Administration Expenses		
AMC - Software Expenses	29,68,796	13,22,796
Auditors' remuneration		
Statutory audit	3,00,000	3,00,000
Tax Audit Fees	50,000	50,000
Payment for other Services	1,05,000	1,45,000
Reimbursement of expenses	30,000	30,000
Books and periodicals	1,16,551	1,53,945
Electricity & Water Charges	56,13,220	39,98,388
Insurance	46,03,529	99,945
Legal & professional charges	1,07,34,193	86,46,819
Miscellaneous Expense	85,69,712	62,64,773
Service Tax - Rev Charge & SBC	61,53,487	-
Printing and stationery	35,05,351	27,76,438
Rent, Rates & Taxes	82,28,140	44,44,872
Safety & security expenses	8,07,35,942	6,98,56,431
Seminars & conference expenses	15,48,649	15,14,963

Corporate Social Responsibility Expenses	7,29,51,960	3,19,50,482
Subscription & Membership fees	46,77,151	80,41,523
Communication Expenses	39,48,879	31,23,350
Travelling and conveyance	44,45,817	46,08,834
Vehicle running expenses	1,90,71,681	1,82,34,524
Advertising and promotional expenses	1,96,03,899	1,39,52,996
	90,82,13,210	46,84,00,215

Corporate Social Responsibility Expenses

- (a) Gross amount required to be spent by the Company during the year
- (b) Amount spent during the year on :

Rs. 6.95 Crores

S. No.	Particulars	In Cash	Yet to be paid in cash	Total
(i)	Construction / acquisition of any asset	85,72,750	-	85,72,750
(ii)	on purposes other than (i) above	6,43,79,210	-	6,43,79,210
		7,29,51,960	-	7,29,51,960

25. EXCEPTIONAL ITEMS

Expenses

- 25.1 Prior Period Expense / (Income)
- 25.2 Interest to ChPT

31 st March 2016	31 st March 2015
₹	₹
29,84,725	(3,88,35,337)
-	21,55,12,073
29,84,725	17,66,76,736

KAMARAJAR PORT LIMITED

4th Floor, Super Speciality Diabetic Centre, Rajaji Salai, Chennai 600 001.

Notes forming part of the Financial Statements for the year ended 31st March 2016

26. Basic & Diluted Earnings Per Share :

Particulars	For the year ended 31 st , March 2016	For the year ended 31 st , March 2015
Nominal value of Equity Shares	10/-	10/-
Profit After Tax	3,50,72,28,933	3,36,57,00,796
Profit attributable to Equity Shareholders	3,50,72,28,933	3,36,57,00,796
Weighted average number of Equity Shares outstanding during the year	30,00,00,000	30,00,00,000
Basic Earnings Per Share	11.69	11.22
Diluted Earnings Per Share	11.69	11.22

27. CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for)

CONTINGENT LIABILITIES

	31 st March 2016	31 st March 2015
	₹	₹
27.1 Service tax dues not acknowledged as debt	67,52,975	67,52,975
27.2 Claims against the Company not acknowledged as debt	2,12,31,28,318	2,45,59,65,530
27.3 Guarantees	-	2,31,00,000
	2,12,98,81,293	2,48,58,18,505

27.2. Claims includes Disputed Arbitration awards and others.

CAPITAL COMMITMENTS

	31 st March 2016	31 st March 2015
	₹	₹
27.4 Estimated amount of contracts remaining to be executed on Capital Expenditure (net of advances) and not provided for	5,11,00,82,266	2,84,52,23,325
27.5 Equity Commitments		
Chennai Ennore Port Road Company Limited	2,00,000	2,00,000
Sethusamudram Corporation Limited	20,00,00,000	20,00,00,000
	5,31,02,82,266	3,04,54,23,325

28. Expenditure in Foreign Currency (in Accrual basis)

Travelling Expenses	-	2,66,199
Purchase of Equipments	2,89,867	-
Exchange Rate difference	-	-
- On Contract Liabilities	1,43,63,233	(3,87,63,451)

29. Earnings in Foreign Currency (on accrual basis)

30. As per the requirement of Section 22 of the The Micro, Small and Medium Enterprises Development Act, 2006, the following information are disclosed

The principal amount remaining unpaid to supplier as at the end of the year	Nil	Nil
The interest due thereon remaining unpaid to supplier as at the end of the year	Nil	Nil
The amount of interest paid in terms of Sections 16, along with the amount of payment made to the supplier beyond the appointment day during the year.	Nil	Nil
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act.	Nil	Nil
The amount of interest accrued during the year and remaining unpaid at the end of the year.	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil

31. EMPLOYEE BENEFITS

Disclosures required under Accounting Standard 15 'Employee Benefits' notified in the Companies (Accounting Standards) Rules 2006, are given below :

1. Defined Contribution Schemes :

Contributions to Defined Contribution Schemes charged off for the year are as under :

	31 st March 2016	31 st March 2015
	₹	₹
Employer's Contribution to Provident Fund	52,08,642	46,05,152
Employer's Contribution to Family Pension Fund	14,78,910	6,42,708

2. Defined Benefit Plans

The present value of obligation in respect of Provision for Payment of Gratuity and Leave encashment is determined, based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation, recognized and charged off during the year as under :

Reconciliation of opening and closing balances of Defined Benefit

	2015-16	2014-15
	Gratuity (Unfunded)	
	₹	₹
Defined Benefit Obligation at the beginning	1,22,91,937	83,10,945
Current Service Cost	15,18,594	14,35,016
Interest Cost	9,83,355	6,64,876
Actuarial gain/Loss	-11,99,214	18,81,100
Defined Benefit Obligation at the end	1,35,06,084	1,22,91,937

i) Expenses recognized during the year :

Current Service Cost	15,18,594	14,35,016
Interest Cost on benefit obligation	9,83,355	6,64,876
Expected return on plan assets	-9,57,734	6,88,289
Actuarial gain / Loss recognized in the year	-11,99,214	18,81,100
Net Benefit Expenses	3,45,001	32,92,703

ii) Actuarial assumptions :

Mortality Table (L.I.C)		
Discount Rate (per annum)	8%	8%
Attrition Rate (per annum)	1-3%	1-3%
Rate of escalation in salary (per annum)	5%	5%

Reconciliation of opening and closing balances of Defined Benefit

	Leave encashment (Unfunded)	
Defined Benefit Obligation at the beginning	1,21,77,763	1,00,65,760
Current Service Cost	16,41,431	14,84,673
Interest Cost	9,74,221	8,05,261
Actuarial gain/Loss	-4,46,100	25,690
Defined Benefit Obligation at the end	1,41,92,057	1,21,77,763

i) Expenses recognized during the year

Current Service Cost	16,41,431	14,84,673
Interest Cost on benefit obligation	9,74,221	8,05,261
Expected return on plan assets	10,84,271	8,34,489
Actuarial gain / Loss recognized in the year	-4,46,100	25,690
Net Benefit Expenses	10,85,281	14,81,135

ii) Actuarial assumptions :

Mortality Table (L.I.C)		
Discount Rate (per annum)	8%	8%
Attrition Rate (per annum)	1-3%	1-3%
Rate of escalation in salary (per annum)	5%	5%

32. SEGMENT REPORTING

Since the Company primarily operates in one segment - Port Services, Segment reporting as required under Accounting Standard 17 on Segment Reporting issued by Institute of Chartered Accountants of India is not applicable. There is no reportable Geographical Segment either.

33. RELATED PARTY DISCLOSURE

As per Accounting Standard - 18 on 'Related Party Disclosure' related parties of the Company are disclosed below:

A. List of related parties :

Key Management Personnel (KMP)

Mr. M.A. Bhaskarachar - Chairman Cum Managing Director
 Mr. Sanjay Kumar - Director (Operations)
 Mr. M. Gunasekaran - Chief Financial Officer
 Mrs. Jayalakshmi Srinivasan - Company Secretary (From 29.05.2015)

Joint Ventures (JVs)

M/s. Sethusamudram Corporation Limited
 M/s. Chennai Ennore Port Road Company Limited
 M/s. Indian Rail Corporation Limited

B. Transaction with related parties (Previous figures are in brackets) :

S. No.	Nature of Transactions	Joint Venture	Key Managerial Personnel	Total
		₹	₹	₹
	Transactions with JV			
1	Investments - Sethusamudram Corporation Limited	30,00,00,000		30,00,00,000
		(300000000)		(300000000)
2	Investments - Chennai Ennore Port Road Company Limited	30,00,00,000		30,00,00,000
		(137500000)		(137500000)
3	Equity Advance - Chennai Ennore Port Road Company Limited	4,00,00,000		4,00,00,000
		(202500000)		(202500000)
4	Equity Advance - Indian Port Rail Corporation Limited	7,20,00,000		7,20,00,000
	Transactions with KMP	(-)		(-)
	Payment to Key Management Personnel		1,36,85,336	1,36,85,336
			(11539785)	(7037226)

34. A. Operating Lease : As a Lessee

The Company has entered into operating lease for Motor Cars ranging from

Particulars	Not later than one year	Later than one year but not later than five years	Later than five years
	₹	₹	₹
Minimum Lease payments	18,35,808	44,74,536	-

Lease payments amounting to Rs.33,98,735/-(Previous Year - Rs.26,08,812/-) are included in Vehicle Running Expenses in the Statement of Profit and Loss during the year.

The company has taken Corporate Office Building at Rajaji Salai under Thirty years lease from Chennai Port Trust and lease amount has paid in upfront for 30 years. However, the company is yet to finalise the extent and execute the format lease agreement. The disclosure under Operating lease would be made on execution of lease agreement.

35. Impairment of Assets

During the year the company has reviewed its assets as per As-28 on 'Impairment of Assets', no provision for impairment is required to be recognised during the year.

36. The Company is working on availing the income tax benefit of deduction under section 80IA of the Income Tax Act, 1961 for every terminal/eligible project separately.

37. Confirmation of balances :

Trade Receivables, Loans & Advances and Deposits are subject to confirmation.

For Kamarajar Port Limited

M.A. BHASKARACHAR
 Chairman cum Managing Director

SANJAY KUMAR
 Director (Operations)

M. GUNASEKARAN
 Chief Financial Officer

JAYALAKSHMI SRINIVASAN
 Company Secretary

Place : Chennai

Date : 26.05.2016

As per report of even date

For SANKARAN & KRISHNAN,
 Chartered Accountants,
 Firm Regn. No. 003582S

S. Chandran
 Partner
 M. No. 008646

Place : Chennai

Date : 26.05.2016



Proxy Form

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

CIN : U45203TN1999GOI043322
Name of the Company : KAMARAJAR PORT LIMITED
Registered Office : 4th Floor, Super Speciality Diabetic Centre (erstwhile DLB Building)
Near Clive Battery Bus Stop, Rajaji Salai, Chennai - 600 001.

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

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company, to be held on Wednesday, the 28th day of September, 2016 at 11.30 a.m. at Port Administrative Office, Vallur Post, Chennai – 600 120 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business	
1	To receive, consider and adopt the financial statements of the Company for the year ended 31 st March 2016, including the audited Balance Sheet as at 31 st March, 2016, the Statement of Profit & Loss Account for the year ended on that date and the reports of the Board of Directors' and the Auditors' thereon.
2	To confirm the payment of Interim Dividend and declare Final Dividend on equity shares for the financial year 2015-16.
3	To appoint a Director in place of Shri M.A. Bhaskarachar (DIN No. 02250459), who retires by rotation and being eligible, offers himself for re-appointment.
Resolution No.	Resolutions
Special Business	
4	To appoint Shri. Pravir Krishn (DIN No.06519104) as a Director of the Company, liable to retire by rotation.
5	To appoint Shri Cyril George (DIN No. 07499367) as a Director of the Company, liable to retire by rotation.

Signed this day of 2016

Signature of shareholder

Signature of Proxy holder(s)

Revenue
Stamp

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



KAMARAJAR PORT LIMITED

(CIN: U45203TN1999GOI043322)

(A Mini Ratna Government of India Undertaking)

Regd Office: 4th Floor, Super Speciality Diabetic Centre (erstwhile DLB Building)
Near Clive Battery Bus Stop, Rajaji Salai, Chennai - 600 001.

Phone: 044 - 25251666-70 Fax No: 044 - 25251665.

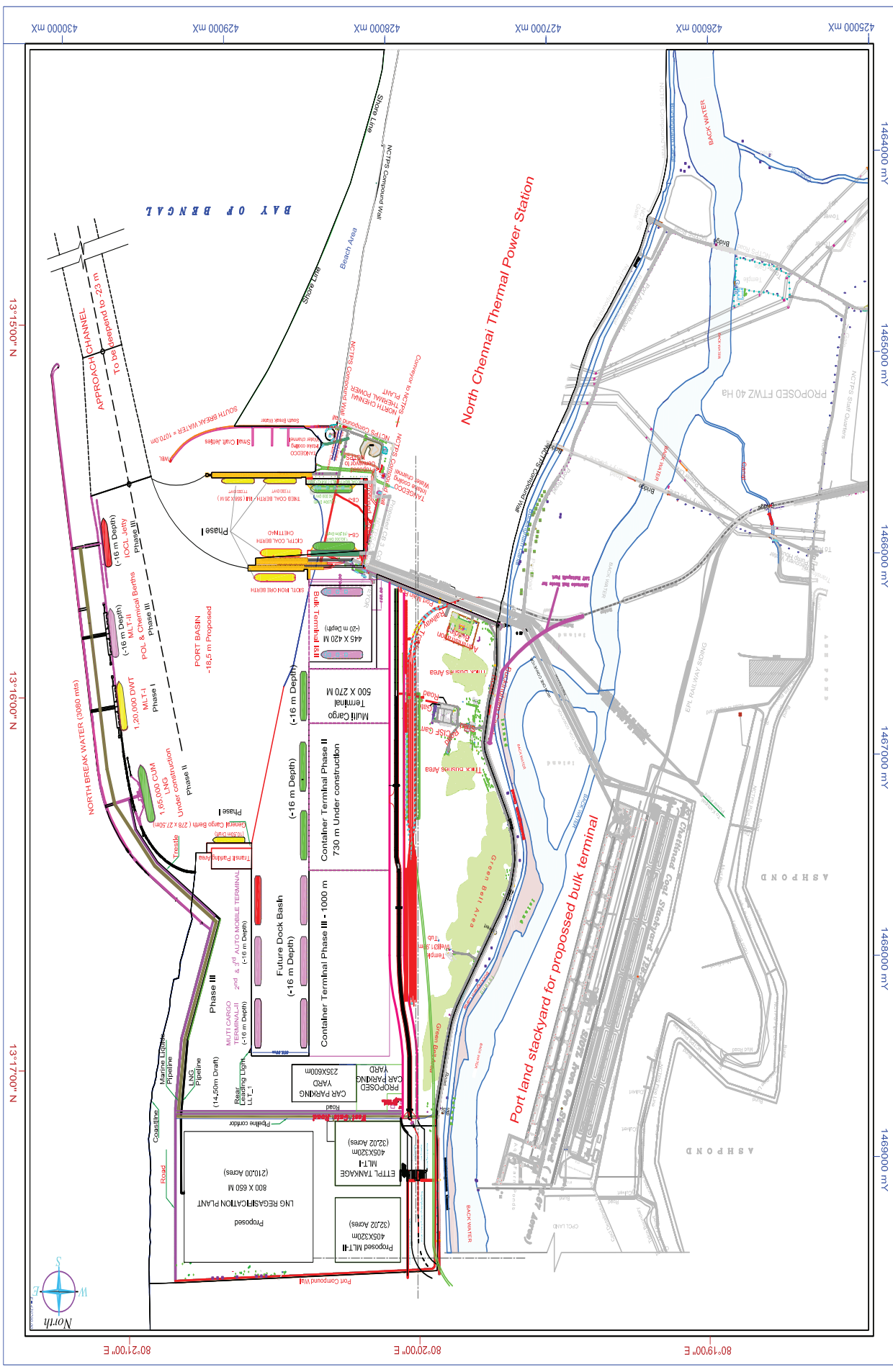
Website: www.ennoreport.gov.in Email: info@epl.gov.in

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Name of Shareholder	
Address	
Folio No.	
No. of Shares	

I hereby record my presence at the **16th ANNUAL GENERAL MEETING** of the Company held on **Wednesday, the 28th day of September, 2016** at **11.30 a.m.** at **Port Administrative Office, Vallur Post, Chennai – 600 120.**

Signature of Shareholder / Proxy



MASTER PLAN OF KAMARAJAR PORT [2016]

LEGEND:

- EXISTING BERTHS (9)
- ONGOING BERTHS (9)
- PROPOSED BERTHS (8)
- RECENTLY AWARDED BERTHS (2)

KAMARAJAR PORT LIMITED



KAMARAJAR PORT LIMITED

Regd. Office :

4th Floor, Super Speciality Diabetic Centre, (erstwhile DLB Building) Near Clive Battery Bus Stop,
Rajaji Salai, Chennai - 600 001.

Ph : + 91-44-2525 1666 Fax : + 91-44-2525 1665

Port Office :

Vallur (PO) Chennai - 600 120, Ph : + 91-44-2795 0030 - 40

e-mail : info@kplmail.in / website : www.kamarajarport.in

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