

39th

ANNUAL REPORT

2017-18



 **एमपीकॉन लिमिटेड**
MPCON
LIMITED

*Driving
Development.....*

Glimpses of Activities undertaken by MPCON



Honorable Chief Minister, Madhya Pradesh interacting with one of our successful participants of Women EDP (DST – Sponsored) During MSME Meet



MD & CEO, IFCI Inaugurating MPCON, MSME Cell at Indore



MoU signed with CGSMFPCFL, Raipur for project Management Consultancy



MoU signing between MPCON & iDeCK for enhancing Consultancy capabilities.

39th

ANNUAL REPORT

2017-18



Project Consultancy | Training & Capacity Building | Waste Management | e-governance | CSR

(A Joint Venture of IFCI, SIDBI, ICICI Bank, State Govt. Corporations & Banks)

An ISO 9001-2015 Organisation

A Government of India Undertaking

(भारत सरकार का उपक्रम)

BOARD OF DIRECTORS

Shri Prasoon
Chairman, MPCON Ltd. and
CGM, IFCI Ltd., New Delhi

Shri Bibhuti Bhusan Sahu
Managing Director
MPCON Ltd., Bhopal

Shri Ashwini Kumar Shukla
GM, State Bank of India,
Bhopal

Shri Yogendra Singh
FGM, Union Bank of India,
Bhopal

Shri Rajendra Gargava
HOD (Marketing/Emporium)
M.P. Laghu Udyog Nigam Ltd, Bhopal

Shri Srinivasa Sarma Gunturi,
AGM, Small Industries Development
Bank of India (SIDBI), Bhopal

Shri Sanjeev Kumar
Zonal Manager
UCO Bank, Bhopal

Shri Raj Kumar Sharma
DGM, MPFinancial Corporation,
Bhopal

AUDITORS

G D K Associates
Chartered Accountants

COMPANY SECRETARY

Piyush Bindal & Associates
Company Secretary

BANKERS

- ◆ State Bank of India
- ◆ IDBI Bank
- ◆ Union Bank of India
- ◆ Central Bank of India

Registered Office

Ground Floor, Rajiv Gandhi Bhawan – 2, 35, Shyamla Hills, Bhopal – 462002
Phone : 0755-4909829, 2666556
E-mail: mpcon.bpl@mpconsultancy.org, Website: www.mpconsultancy.org

CONTENTS

Chapter	Particulars	Page No.
01	Notice to Shareholders ♦ Ordinary Business ♦ Special Business ♦ Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013	01- 07
02	Directors Report to Shareholders	08- 33
03	Audited Financial Statement for the Financial Year 2017-18 ♦ Auditors Report for 2017-18 ♦ Balance Sheet as on 31st March, 2018 ♦ Statement of Profit & Loss for the year ended 31st March, 2018 ♦ Statement of Cash Flow for the year ended 31st March 2018 ♦ Notes forming part of the Accounts for the year ended on 31st March, 2018	34- 56

MPCON LIMITED **NOTICE TO SHAREHOLDERS**

Notice is hereby given that the 39th Annual General Meeting of the members of the MPCON Ltd. will be held on Thursday, 20th day of September, 2018, at 12.30 p.m. at the Board Room of MPCON Ltd, Ground Floor, Rajeev Gandhi Bhawan No- 2, 35, Shyamla Hills, Bhopal, Madhya Pradesh, to transact the following business -

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of MPCON Ltd. including the Balance Sheet and the Statement of Profit & Loss Account for the year ended 31st March 2018 and the reports of the Board of Directors and Auditors thereon.
2. To declare dividend @ 10% on 10000 equity shares of Rs 1000/- each.
3. To fix and approve the remuneration of the Statutory Auditor's of MPCON Ltd. for the Financial year 2018-19 and to adopt the following resolution, with or without modification(s), as an Ordinary Resolution-

“RESOLVED THAT in terms of provisions contained under **Section 139(5)** and **Section 142** of the Companies Act, 2013, read with Companies (Audit & Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and all other applicable provisions, if any, of the said Act, the Board of Directors of MPCON Ltd. be and is hereby authorized to decide and fix the remuneration of the Statutory Auditor(s) of the company, appointed by the Comptroller and Auditor General of India (CAG) for the Financial Year 2018-19 as may be deemed fit.”

SPECIAL BUSINESS

4. To approve the extension in the tenure of Shri Bibhuti Bhusan Sahu, Managing Director, commencing w.e.f. 17th April, 2018 for two years or till further orders, whichever is earlier, on the existing terms and conditions as contained in IFCI's email dated 6th April, 2018, and pass with or without modification(s), the following Resolution as special Resolution:

“RESOLVED THAT pursuant to section 196 and other applicable provisions contained under the Companies Act, 2013 as amended up to date, approval of the Company be and is hereby accorded for the extension of one year in the tenure of Shri Bibhuti Bhusan Sahu, as Managing Director of MPCON, w.e.f. 17th April, 2018 for two year or till further order whichever is earlier, on the existing terms and conditions as contained in IFCI's email dated 6th April, 2018.”

5. To consider and adopt with or without modifications, the following resolutions as the Special resolution for the following:
 - (A) Adoption of new set of Memorandum and Articles of Association of the Company as per the companies act, 2013:

“RESOLVED THAT consequent upon the notification of the Companies Act, 2013 in place of the Companies Act, 1956 the Memorandum of Association of the Company as applicable under the Companies Act, 2013 be and is hereby adopted and that all the clauses of the Memorandum as per the new Companies Act, 2013.”

RESOLVED FURTHER THAT pursuant to provisions of section 371 (3) (1) and other relevant provisions of the Companies Act, 2013 consent of members is hereby accorded to adopt Table F of Schedule I as prescribed in the Companies Act, 2013 for the Articles of Association of the Company.

- (B) Amendment in the Main Objects of the Company as contained in Clause III of the Memorandum of Association of the Company by ways of incorporation of the following Clause(s) therein:

“RESOLVED THAT the following clause (s) be and are hereby incorporated in the objects of Memorandum and Article of Association of MPCON.”

- (i) To provide and impart vocational training for skill development and develop training centers either owned, rented or franchised as per the quality standards set by the Govt. or any agency appointed by the Govt. This would include livelihood trainings in any sector.
- (ii) To undertake Financial Inclusion business for Public Sector & Private Sector Banks and act as a Business Correspondent Agent, including providing third party services through this channel including development/hiring of technology (ies) for the same.
- (iii) To participate in Special Purpose Vehicle(s), in association with other companies/agencies for undertaking public private partnership projects and enter into MoU for such projects.
- (iv) To undertake Engineering, Procurement and Construction Projects (EPC) either directly or in association with other associates / companies through MoUs / association/ joint ventures.
- (v) To undertake IT related projects such as software development, digitization, document management, digital evaluation, website Development, IT/ITES trainings, Digital Signature, Managed IT operations (on Site), complete IT procurement, setup and management, either directly or through associates /agencies.
- (vi) To undertake Manpower Consultancy Services including outsourcing business either directly or through associates.

“RESOLVED FURTHER THAT Mr. Bibhuti Bhusan Sahu, Managing Director of the company be and is hereby authorized to sign and execute all the relevant documents in this regard.”

**By order of the Board of Directors
For MPCON Ltd.**

**Sd/-
(Bibhuti Bhusan Sahu)
Managing Director**

**Place: Bhopal
Date: 26.07.2018**

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED TO THE REGISTERED OFFICE OF THE COMPANY AT LEAST FORTY- EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
2. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the Special business under Item No five to seven.
3. All documents referred to in the accompanying Notice and the Explanatory Statement as well as the other documents as required under the provisions of the Companies Act, 2013 are open for inspection at the Registered Office of the Company on all working days except Saturdays, Sundays and Holidays between 11:00 a.m. to 1:30 p.m. up to the date of this Annual General Meeting.
4. Members seeking any information with regard to accounts or operations are requested to write to the Company at an early date, preferably at least seven days before the date of Meeting, to enable the management to keep the information ready.
5. Members / Proxies should bring the attendance slips duly filled in for attending the Meeting.

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

Item No. 4

The tenure of Shri Bibhuti Bhusan Sahu, Managing Director, MPCON was expiring on 17th April, 2018. IFCI Ltd. had approved the extension for two year or till further order, whichever is earlier, on the existing terms and conditions. Further, the Board of Directors of the Company in their 178th Meeting held on 27th April, 2018, had approved the extension of Shri Bibhuti Bhusan Sahu as Managing Director of the Company w.e.f. 17th April, 2018 for two year or till further orders, whichever is earlier, at the existing pay and other terms and conditions.

None of the Directors except Shri Bibhuti Bhusan Sahu himself is interested in this Resolution. Shareholders are requested to pass this Resolution in the best interest of the Company.

Item No. 5

The Memorandum and Articles of Association of the Company is presently in force since its incorporation of the Company i.e. year 1979.

The existing Memorandum and Articles of Association are in line with the erstwhile Companies Act, 1956, which are thus no longer in full conformity with the Companies Act, 2013 ('New Act'). The New Act is now largely in force and substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several articles of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles.

Hence the Board of Directors at its 179th Board Meeting held on 26th day of July, 2018 decided to adopt new set of Articles in place of existing Articles of Association of the Company and seek shareholders' approval for the same.

In view of the Changed business environment since the formation of the Company, The members of the company is requested to consider some additions to the main objects of the Company to expand and enhance its business opportunities by way of engaging in Financial Inclusion, Manpower and IT related works and thus it is proposed that the objects which are to be pursued by the company as contained in Clause III of the Memorandum of Association be amended by adding the new ones; therefore the Board of directors of your company considers the above mentioned object clause to be pursued by the company on its incorporation specified in Clause III to be more beneficial for the company and henceforth it is proposed to amend the clause as mentioned above with the approval of the shareholders of the Company and In-principle Approval of the Board of Directors.

The Board of Directors of MPCON in their 179th Meeting held on July 26, 2018, approved to incorporate a fresh clause in the Objects of Memorandum and Article of Association of MPCON in the best business/professional interest of the Company, subject to the approval of the Shareholders in their 39th Annual General Meeting.

Copy of the proposed set of new Memorandum and Articles of Association of the Company would be available for inspection for the members at the Registered Office of the company on all working days during usual business hours.

None of the Directors are interested in this resolution. The shareholders are requested to pass this resolution in the best interest of the Company.

By order of the Board of Directors
For MPCON LTD.

-sd-

(Bibhuti Bhusan Sahu)
Managing Director

Bhopal: 26th July, 2018

MPCON LIMITED

CIN: U74140MP1979GOI001502

**Regd. Office: Ground Floor, Rajiv Gandhi Bhawan – 2, 35, Shyamla Hills,
Bhopal - 462002 (M.P.)**

Phone: 0755- 4909829, 2666556; Fax: 0755-2666556

Email:mpcon.bpl@mpconsultancy.org; Website: www.mpconsultancy.org

Attendance Slip

39th Annual General Meeting of MPCON Ltd.

(Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue)

Name of the Member(s) (In block letters).....

Name of the Proxy, if any (In block letters)

Folio No.

No of Shares

I hereby record my presence at the 39th Annual General Meeting of the Company to be held on Thursday, the 20th day of September, 2018, at 12.30 p.m. at the Board Room of MPCON Ltd, Ground Floor, Rajeev Gandhi Bhawan No- 2, 35, Shyamla Hills, Bhopal, Madhya Pradesh.

Signature of the Shareholder/Proxy.....

- 1) Only members or the Proxy holder can attend the meeting.
- 2) Member/Proxy Holder should bring his/ her copy of Annual Report for reference at the meeting.

MPCON LIMITED

CIN: U74140MP1979GOI001502

Regd. Office: Ground Floor, Rajiv Gandhi Bhawan – 2, 35, Shyamla Hills, Bhopal – 462002

(M.P.) Phone: 0755 - 4909829, 2666556; Fax: 0755-2980545

Email:mpcon.bpl@mpconsultancy.org; Website: www.mpconsultancy.org

Form MGT-11

Proxy form

39th Annual General Meeting of MPCON Ltd.

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

Name of the member (s):

E-mail Id:

Registered address:

Folio No/ Client Id:

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

2. Name:.....

1. Name:.....

Address:.....

Address:.....

Email Id:.....

Email Id:.....

Signature:.....,or failing him/her.

Signature:.....,or failing him/her.

As my/our proxy to attend and vote (on a poll) for me / us and on my/ our behalf at the 39th Annual General Meeting of the Company to be held on Thursday, the 20th day of September, 2018, at 12.30 p.m. at the Board Room of MPCON Ltd, Ground Floor, Rajeev Gandhi Bhawan No- 2, 35, Shyamla Hills, Bhopal, Madhya Pradesh, and at any adjournment thereof in respect of.

Item No.	Resolutions/matter	Optional	
Ordinary Business		For	Against
1	Adoption of Audited financial statements for the financial year ended 31 st March, 2018;		
2	To confirm the payment of interim dividend as final dividend on equity shares;		
3	To fix and approve the remuneration of the Statutory Auditor’s of MPCON Ltd. for the financial year 2018-19;		
Special Business			
4	Extension of tenure of existing MD of two year or till further order		
5	(A) Adoption of new set of Memorandum & Article of Association of MPCON as per new Companies Act, 2013 (B) Addition in objects of Memorandum & Article of Association of MPCON		

Signed this day of 2018

Signature of Shareholder.....

Signature of Proxy.....

Affix Revenue
Stamp

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

REPORT OF THE BOARD OF DIRECTORS TO THE SHAREHOLDERS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

Your directors are pleased to submit their 39th Annual Report on the operations of your company (MPCON) along with audited financial statements for the financial year ended 31st March, 2018.

FINANCIAL PERFORMANCE

The financial performance of the Company during the 12 months period ended 31st March 2018, is summarized hereunder-

(Rs in Lakhs)

PROFIT AND LOSS ACCOUNT

Operating Years	2017-18	2016-17
Revenue from operation	4371.06	4,344.88
Other income	5.54	34.05
Total Revenue	4,376.60	4,378.93
Operating expenses	4294.06	4,283.18
Profit before interest and tax & exceptional items	82.54	95.75
Exceptional Items	0.00	0.00
Payment of interest	0.00	0.00
Profit before extra-ordinary items	82.54	95.75
Extraordinary Items	--	0.00
Profit before tax	82.54	95.75
Provision of taxes		
Current tax	20.69	32.18
Deferred Tax	0.32	0.00
Profit After tax	61.53	63.57
Total Numbers of outstanding equity shares of Rs. 1000/- each	10000	10000
Earnings per share (Rs.)	615/-	636/-

BALANCE SHEET FOR THE YEAR ENDED 2017-18

(Rs in Lakhs)

Operating Years	2017-18	2016-17
Non-current assets	34.36	34.61
Net Current Assets	717.82	667.75
Capital Employed	752.18	702.37
<u>Represented by:</u>		
Equity Share Capital	100.00	100.00
Reserve & Surplus	651.85	602.37
Deferred tax Assets	0.00	0.00
Long term provisions	0.00	0.00
Net worth	751.85	702.37

A perusal of the aforesaid statistics reveals that during the Financial Year under report, the revenue from operations of the company was up by 0.60 % to Rs. 4371.06 Lakhs and the Profit after Tax decreased by 3.20% to Rs. 61.53 Lakhs as against Rs. 63.57 Lakhs in the previous year. The reason for lower PBT was contribution & provision of Rs. 90.00 lakhs towards Leave encashment, Bad Debt W-off and Service Tax for the previous years. Secondly majority of training programmes were received quite late in FY 2017-18 and hence, are still under execution resulting in lower turnover & profit margin. The PBT to turnover ratio declined from 2.19% during last year to 1.88% in the current year. The Earning per Share decreased from Rs 636 to Rs 615 of almost 3.30% due to aforementioned reasons.

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

During the year under review, MPCON completed various assignments. A summarized view of the same is as under-

S.No	Particulars	Nos.	Amount (Rs. in Lakhs)
1.	Project Consultancy & Allied Services Project reports, Feasibility Studies, Techno Economic viability Reports, LIE Reports, Valuations, Market Surveys/ Socio Economic Surveys	96	565.26
2.	HRD & Allied Services (Central & State Government Undertakings) Trainings & Capacity Building, Entrepreneurship, Faculty Development Programmes, Workshop & Seminars	118	1125.65
3.	CSR Activities	5	87.70
4.	Others (Manpower, Financial Inclusion etc.)	50	2592.46
	Total	269	4371.07

MPCON experienced a good rate of growth in the year 2017-18 by capitalising on its core competencies like Project Consultancy, Livelihood enhancement and skilling activities.

Hospitality & Tourism, Non Conventional Energy, Infrastructure Development, Food Processing, were the major sectors where MPCON prepared Techno Economic Viability Reports. We are also engaged in providing Consultancy in the field of Providing Lender Independent Engineering (LIE) Services , Assets Valuation Reports and Sick Unit Rehabilitation Studies .

In the training and capacity building spheres, which consists of skill development programmers, entrepreneurship development programmes , workshops etc., MPCON undertook projects in 10 different states of India such as MP, CG, Uttar Pradesh, Orissa, Karnataka, Tamil Nadu, Gujarat, Maharashtra, Andhra Pradesh, Telangana which were sponsored by National Safai Karamacharis Finance & Development Corporation (NSKFDC), New Delhi; The National Handicapped Financial Development Corporation (NHFDC), New Delhi, Ministry of Social Justice & Empowerment, Government of India; Department of Public Enterprises, Ministry of Heavy Industries, Govt. of India; Department of Science & Technology, Govt. of India and other esteemed sponsors. Around 10,000 candidates were trained under these programmes. During the Year MPCON was also recognized as a partner of National Skill Development Corporation.

Other major areas of intervention are as follows-

Digital Evaluation: MPCON continued with digital evaluation of answer scripts of the candidates undertaking examination through the M.P.State Open School. and Pt. Ravishankar Shukla University (PRSU), Raipur.

Digitization & Document Management: MPCON was also hired by the Directorate of Skill Development, GoMP for digitization of personal records of its employees and its document management .

Financial Inclusion: In the financial inclusion segment MPCON provided services in UP and NE region apart from Madhya Pradesh for Union Bank of India and Madhyanchal Gramin Bank in Madhya Pradesh, wherein catered to total 600 customer service points during the year.

Manpower Consultancy: MPCON has been carrying out manpower consultancy for various Govt. Departments and has outsourced approximately 1100 candidates to these departments.

OTHER AREAS OF INTERVENTION:

CSR IMPLEMENTATION & PROJECT MANAGEMENT:

During the year, MPCON entered into other spheres of CSR Intervention in the light of the Swachh India Mission by partnering with CPSEs like NTPC, NBCFDC, State Bank of India and NSFDC to install Sanitary Napkin Vending machine with incinerator in various schools and public places. This has given MPCON a new dimension in implementation of CSR programme.

Empanelment of Project Management Consultants in Chhattisgarh : Our Raipur office “CITCON” has continued to work as Project Management Consultant for Chhattisgarh State Industrial Development Corporation [CSIDC], Department of Women and Child Development

(WCD), Government of Chhattisgarh, Chhattigarh State Minor Forest Produce Co-operative Federation Ltd. [GSMFPCFL], Department of Commerce and Industry, Government of Chhattisgarh and Chhattisgarh Rajya Beej Avam Krishi Vikas Nigam (Beej Nigam).

Other special areas of intervention of our Raipur Office “CITCON” are as follows-

- CITCON continued as a member of Committee formed for “Swarojgar Margdarshan” which is organized under the directives of the Chairman CSIDC on every Tuesday. For Guidance to the Entrepreneurs from all the Districts of the Chhattisgarh State.
- Project Management Consultancy Services to Chhattisgarh State Minor Forest Produce (Trading & Development) Co-operative Federation Limited for establishment of Integrated Herbal Processing Plant for Manufacturing of Ayurvedic Medicines (for Human & Veterinary use) at Vill.: Barounda, Distt.: Raipur [C.G.] under PPP mode.
- Project Management Consultancy for Construction of New Building in ITI Raipur [C.G.].
- Capacity Building Programme for Public representative for SIRD & PR Government of Odisha at Bolangir, Odisha.
- Installation of Sanitary Napkin Wending Machine and Incinerator Project for Department of Women & Child Development, Govt. of Chhattisgarh.
- Installation of Sanitary Napkin Wending Machine and Incinerator Project for National Thermal Power Corporation Ltd. Raipur [C.G.] under CSR Initiative.

VISION

The future strategies for MPCON involves further strengthening of its core competency areas of Project Consultancy & Skilling activities and make its presence felt in Financial Inclusion & CSR sector. We are also trying to partner with large Public Sector undertakings. Another area of focus would be to increase Project Management Consultancy by partnering with large IT Sector and Infrastructure sector companies.

Effort would also be made to partner with more banks in the area of Financial Inclusion on the lines of earlier experience. Manpower Consultancy can also be expanded to include more government departments or institutions. Partnership with NSDC can boost our growth in the areas of Skill development and employability.

DIVIDEND

Your directors are pleased to recommend a dividend of Rs 100 per equity share i.e., 10% of the face value of Rs 1000 each as final dividend for the financial year ended 31st March 2018, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM). Total cash outflow in this regard will be Rs 1,203,580.00 including dividend distribution tax of Rs 2,03,580.00.

PUBLIC DEPOSIT

The Company has not so far gone for acceptance of any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet

CHANGES IN COMPOSITION OF DIRECTORS OF THE COMPANY

There have been the following changes in the Directors of the Company during the financial year ended 31st March, 2018:

Changes by Appointment

1. Shri Sachikanta Mishra, CCO, IFCI, nominee of IFCI, appointed as Nominee Director w.e.f 27th September, 2017 vice Shri Keshar Singh Chauhan.
2. Shri Prasoon, CGM, IFCI, nominee of IFCI, appointed as Nominee Director w.e.f 12th October, 2017 vice Shri Vasantharao Satya Venkatarao.
3. Shri Sanjeev Kumar, Zonal Manager, Bhopal with the UCO Bank appointed as a nominee Director of the UCO Bank w.e.f 16th October, 2017.
4. Shri Yogendra Singh, Dy. General Manager, FGMO, Bhopal with the Union Bank of India, appointed as a nominee Director of the Union Bank of India w.e.f 18th October, 2017.
5. Shri Prabhakar Hemantkumar Pammi, General Manager, Network - 1, Local Head Office, Bhopal Circle, Bhopal, with the State Bank of India appointed as a nominee Director of the State Bank of India w.e.f 18th October, 2017.
6. Shri Rajkumar Sharma, Deputy General Manager, Madhya Pradesh Financial Corporation, Bhopal Zonal Office, Nominee of Madhya Pradesh Financial Corporation, Appointed as Nominee Director w.e.f 13th November, 2017 vice Shri Subodh Dave.
7. Shri Ashwini Kumar Shukla, General Manager (NW-1) Bhopal Circle appointed as Nominee Director w.e.f 09th February, 2018 vice Shri Prabhakar Hemantkumar Pammi.

Changes by Resignations/transfers etc.

8. Shri Ram Girish Dwivedi, Regional Director, PHDCI (MP & CG), ceased to hold the office of Nominee Director following his resignation w.e.f 21st July, 2017.
9. Shri Lovleen Kumar Malhotra, Field General Manager of PNB, ceased to hold the office of Nominee Director following the nomination withdrawn w.e.f 22nd September, 2017.
10. Shri Neelratan Nirmalkumar Saha, Field General Manager of Allahabad Bank, ceased to hold the office of Nominee Director following the nomination withdrawn w.e.f 22nd September, 2017.
11. Shri Ajay Kumar Vyas, Field General Manager, Bhopal Zone ceased to hold the office of Nominee Director following the nomination withdrawn w.e.f 22nd September, 2017.

PARTICULARS OF EMPLOYEES

During the period under report, the company did not have any person on its rolls whose particulars are required to be reported under Section 197 of the Companies Act, 2013, read with Rule 5 (1) of the (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and therefore your company has nothing to report under the aforesaid provisions of the Act.

EXTRACT OF ANNUAL RETURN

In term of Section 134(3)(a), read with Rule 12 of the Companies Management & Administration Rules, 2014, extract of the Annual Return of the Company made out in Form No. MGT-9 is attached to this report as **Annexure-I**.

DETAILS OF BOARD MEETINGS

In term of Section 134(b) of the Companies Act, 2013, against the minimum requirement of four meetings, your board met four times during the 12 months period ending 31st day of March, 2018 the details of the meetings along with the attendance are given below-

Quarter ended	Date of Meeting	Strength of Board	No. of Directors Present
Jan - March 2018	23.01.2018	9	6
Oct - Dec 2017	27.10.2017	9	6
July - Sept 2017	21.07.2017	9	4
April - June 2017	21.04.2017	10	6

Particulars	Date of Appointment Date of cessation	Board Meetings			
		21 st April, 2017	21 st July, 2017	27 th October, 2017	23 rd January, 2018
Shri Bibhuti Bhusan Sahu (DIN:02289909) Managing Director	17.04.2015	✓	✓	✓	✓
Shri Piyush Mathur (DIN:00638331)	30.08.2006	✓	✓	✓	✓
Shri Subodh Dave (DIN: 00621386)	22.09.2012	×	×		
Shri R G Dwivedi (DIN:00194822)	12.10.2012	✓			
Shri M S R K Murthy (DIN:07278534)	27.07.2015	×	×	✓	×

Shri L K Malhotra (DIN:05192235)	21.03.2016	✓	✓		
Shri Ajay Vyas (DIN-07553649)	27.06.2016	×	×		
Shri Neelratan Nirmalkumar Saha (DIN-07644870)	07.10.2016	×	×		
Shri Vasantharao Satya Venkatarao (DIN-00334394)	30.12.2016	✓	✓		
Shri Keshar Singh Chauhan (DIN-07718851)	16.01.2017	✓	×		
Sachikanta Mishra (DIN-02755068)	27.09.2017			✓	✓
Prasoon (DIN-03599426)	12.10.2017			×	✓
Sanjeev Kumar (DIN-07967976)	16.10.2017			✓	✓
Yogendra Singh (DIN-07969631)	18.10.2017			×	✓
Rajkumar Sharma (DIN-07989766)	13.11.2017			✓	×
Ashwini Kumar Shukla (DIN- 08074802)	09.02.2018				

Your Directors are pleased to report further that in the matter of Board Meetings your company sought to comply with the Secretarial Standard on Board Meeting prescribed by the Institute of Company Secretaries of India and circulated agenda and notes of meetings to Directors well in advance and in defined agenda format incorporating all material information therein thereby facilitating meaningful and focused discussions at the meetings. Where it is not been practicable to attach any document to the agenda, it is tabled at the meeting itself. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are tabled with the permission of the Chair.

SUBSIDIARIES AND ASSOCIATE COMPANIES

The company does not have any subsidiary and associate companies and therefore it has nothing to report in respect thereof.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the year ended March 31, 2018 the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2018 and of the profit /loss of the Company for that period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors have prepared the annual accounts on a “going concern” basis;
- e) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MPCON POLICY ON DIRECTORS, KMPS AND OTHER EMPLOYEES

In term of net worth, turnover, volume of borrowings etc. the size of the company is very small and that, therefore, during the period under report it is beyond the bracket of specified companies that attract the provisions contained under Section 134(3) (e) read with Section 173 (3) of the Companies Act, 2013 and that therefore it has not formulated any policy respecting appointment, remunerations of KMPs and fixing criteria for determining their qualifications, attributes and independence.

AUDITORS REPORT

Being a subsidiary of IFCI Ltd. a government company within the meaning of Section 2(45) of the Companies Act, 2013 the Comptroller & Auditor General appointed **M/s G D K & Associates**, a firm of Chartered Accountants having firm registration No. 002159C, operating from their Office located at 87, Lala Lajpat Rai Colony, Raisen Road- 462023 (M.P), as statutory Auditors of MPCON to carry out the audit of the Company for the financial year, 2017-18.

The report dated 27.04.2018 submitted by the firm does not contain any qualification, reservations, or adverse remarks and therefore no comments or clarifications is required on the part of your directors.

Accordingly, in terms of the Section 139 and 142 of the Companies Act, 2013 a proposal for payment of remuneration to the Auditors for the audit function discharged by is being brought up as one of the business to be transacted at the ensuing 39th AGM of the company.

COMMENTS ON OBSERVATIONS OF CAG FOR FINANCIAL YEAR 2017-18

In terms of Section 143(6)(b) of the Companies Act, 2013, the Comptroller and Auditor General of India vide its letter dated 23.08.2018 under the signatures of Director General of Commercial Audit and Ex-Officio Member of the Audit Board-II, New Delhi has put comments on profitability and Company in reply to the Provisional Comments as stated in above CAG letter has properly justified and mentioned as:

C & AG Observation	Management Comments
<p>Balance Sheet - Current Liabilities - Other Current Liabilities (Note No 5) Rs. 6.07 crore</p> <p>Against the liability of Rs 1.24 crore and Rs 10.51 lakh respectively towards leave encashment and gratuity as assessed by LIC, the Company has created provision of Rs 65.00 lakh and Rs NIL towards leave encashment and gratuity respectively short provision of liability has resulted in understatement of current liability and overstatement of profit for the year by Rs 69.51 lakh.</p>	<p>The company is following the practice of accounting the Leave Encashment on payment basis since inception. The Accounting Standard (AS-15), though mandatory in nature the company may deviate if the compliance of the same affecting the financial presentation of the company adversely. The fact of the deviation should be reported in the notes to the account of the company with quantification and the same is noted for compliance in future. However the Board of Directors is reviewing the same and matter was brought to the board meeting with the provision to be provided in the phased manner over two years. Moreover the provision of amount without payment is viewed seriously by the Income Tax Departments which further leads to costly litigation. The amount does not belong to a single year thus the observation about understatement of profit during the current year is not correct. Hence this point is requested to be dropped.</p> <p>The actuarial valuation report dtd. 30.09.2017 of L.I.C. calculated a sum of money for Rs.173.68 Lakhs towards Gratuity Fund which was earmarked by the company and deposited the</p>

	<p>same till 30.09.2017 and no further demand was raised by L.I.C. towards the same. The total fund created by the company as per the valuation with L.I.C. was Rs.173.68 for which the provision made during the previous years of 2016-17 and accordingly deposited and only a part of the outstanding amount for Rs. 42.33 Lakhs was deposited during the year 2017-18. The further amount of Rs.10.51 Lakhs raised by the L.I.C. through their letter dtd.14.12.2017 received quite belatedly from their local office, Bhopal which was till 31.03.2018 remained un reconciled and the accuracy of the same was uncertain. Hence due to uncertainty and reliability of the demand in the above calculation no further amount was provided in the books during the period of 2017-18. The Accounting Standard (AS-15) though mandatory in nature, the company may deviate from its compliance if it affects it's financial presentation adversely. The fact of the deviation was only required to be disclosed through the notes to the account of the company for which the compliance is noted for the future. In line with above facts your office is requested to drop the point</p>
--	---

A copy of this communication is attached to this report as **Annexure-II**.

DETAILS OF MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION

The Company has contributed Rs 73.0 lakhs towards leave encashment, Rs 13.50 lakhs towards service tax audit demand and Rs 3.95 lakhs towards bad debts written off, which affected the financial position of the Company which have occurred between the end of the last financial year of the company and this financial year to which the report relates.

MATERIAL ORDER PASSED AND INSTRUCTION FROM COURTS, TRIBUNAL THAT CAN AFFECT EXISTENCE OF THE COMPANY

During the period under report no orders are passed and no instructions are given by any court, tribunal, regulators that could impact the going concern status of your Company. The financial statements of the Company for the year under report have been compiled based on going concern concept.

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your Company believes that freedom of management should be exercised within a framework of appropriate checks and balances and therefore it remains committed to ensuring effective internal controls that, among others, provide an assurance on orderly and efficient conduct of operations, security of assets, prevention and detection of frauds, errors, accuracy and completeness of accounting records and facilitates accurate, reliable and timely preparation of requisite financial statements.

With a view to strengthening the existing mechanism for corporate governance and ensuring greater transparency in the Indian Corporates, the Companies Act, 2013 has re-emphasized the importance of a robust internal controls environment by introducing the concept of an Internal Financial Controls (IFC). Keeping in mind the said requirements /norms, our 'Advisor & Implementation Partner' viz. KPMG, implemented the ICFR Framework in accordance with Companies Act, 2013.

The Internal Audit System of your company consists of professionally qualified accountants, MBAs and IT Specialists competent to deliver internal audit assurances that commensurate to its size, business mix and business volume of turnover. In the context of the business environment, the system and policies relating to management of Information are periodically reviewed to ensure that the same are effective and purpose oriented at all the time.

SECRETARIAL AUDITORS REPORT

In term of size and volume of turnover, the company is small and does not attract the provisions contained under Section 204 of the Companies Act, 2013.

However your Directors are pleased to inform you that, to ensure that the company is able to comply with all the applicable laws and rules, it availed of the services of Mr. Piyush Bindal of Piyush Bindal & Associates, a professional practicing Company Secretary holding CP No. 7442 and Membership No. 6749, respectively, and your Board is pleased to report that there has been no contravention of any law and procedures on the part of your company.

POLICIES FRAMED IN THE COMPANY

The Company was not required to frame any policy during the financial year 2017-18. The Existing Policies of the Company as framed in the previous years are enlisted below-

- Uniform Delegation of Powers approved in the 170th Board Meeting of the Company held on 23rd April, 2016.
- Uniform Document Retention Policy approved in the 170th Board Meeting of the Company held on 23rd April, 2016.
- Uniform Policy on Pay Scale & Allowances, Perquisites/facilities and other staff related matters.
- Policy for Purchase of Goods and Procurement & Execution of Business Services.
- Uniform Promotion Policy of MPCON.
- Policy on Risk Management.

- Policy for prevention, prohibition and redressal of Sexual Harassment of women at workplace.

RISK MANAGEMENT POLICY

The Company has duly framed and adopted the Risk Management Policy in the year 2015-16 and the implementation and compliance during the year has been made as per the requirement of the Risk Management Policy of the Company. As of now, the company has not identified any element of risk which may threaten the existence of the Company.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has framed the Policy for Prevention, Prohibition and Redressal of Sexual Harassment of women at workplace based on the CCS (Conduct) Rules, 1964 Guidelines regarding prevention of working women in the work place. MPCON has constituted committees under these guidelines. During the period no cases were filed under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 in respect of the Company.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

As per directives of IFCI, the Chief Vigilance Officer of IFCI has been appointed as Chief Vigilance Officer in MPCON.

The company is formulating a Vigil Mechanism Policy for directors and employees to report their concerns or grievances and the same will be placed on web site of the Company after the approval from the Board. No such cases have been reported during F.Y. 2017-18.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

During the period under report, no loans were advanced, guarantee given and investments made that attract the provisions contained under Section 186 of the Companies Act, 2013 and that, therefore, the company has nothing to disclose under the aforesaid provision of the Act.

RELATED PARTY TRANSACTIONS

The company did not enter into any material contract details of which needs to be disclosed under the report. The transaction which the company has with its parent company/shareholdings institutions in the ordinary course of its business are disclosed under **Annexure III** to this report.

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

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under-

a) Conservation of Energy

Your company is a Service company engaged in providing consultancy services and it requires electrical energy only for the purpose of lighting its office premises and running its office equipments which it has installed. Such office equipments and electric fixtures do not consume much energy. Therefore it has nothing to report under Section 134(3)(m) of the Companies Act, 2013.

b) Technology Absorption

The Company continues to use the latest technologies for improving the quality of its services, its operations do not require import of any technology. Hence, it has nothing to report in the matter of absorption of technology.

c) Foreign Exchange Earnings/ Outgo

During the period under report, your company did neither earn nor expend anything in foreign exchange. Therefore it has nothing to report with respect of earnings and outgo of foreign exchange.

COMPLIANCE OF OTHER PROVISIONS OF THE COMPANIES ACT, 2013

Certain provisions of the Companies Act, 2013 and rules formulated therein and be enforced under them, dealing inter-alia, with the following aspects which are either not applicable to the Company or Company has nothing reportable in respect thereof-

- Disclosure about CSR Policy in term of Section 134 (o) & 135 (2) read with Companies CSR Rules, 2014
- Particulars of Subsidiaries and Associate Companies
- Disclosure of receipt of any commission by Managing Director/Whole Time Director from company and also receiving remuneration from its subsidiary/ holding company in term of Section 197(14) of the Act
- Declaration by Independent Directors in term of Section 134(3) (d) read with Section 149 (C) of the Act and other provisions related thereto
- Secretarial Audit report in term of Section 204(1) of the Act
- Manner in which formal Annual Evaluation of performance of the Board, its Committees, Individual Directors in term of Section 134(p) read with Companies (Accounts) Rules
- Composition of Audit Committee, Nomination and Remuneration Committee, and all other disclosure that are required on the part of listed Companies.
- Provisions dealing with purchase of its own shares by a company

- Provisions governing Issue of Sweat Equity and Employees Stock Options Scheme issue of shares with differential voting rights etc. regulated by the Act under Companies (Share Capital & Debentures) Rules, 2014.

ACKNOWLEDGMENT

The Board of Directors of your Company wish to express gratitude for the guidance, support and co-operation received by the MPCON from various Departments of the Government of India and Government of Madhya Pradesh, Government of Chhattisgarh and other State Governments, IFCI Ltd., the Directorate of Industries, State level Financial Corporations/Institutions, and Nationalized/Commercial Banks, Ministry of Heavy Industries and Public Enterprises, Ministry of New & Renewable Energy, Department of Science & Technology, Department of Scientific & Industrial Research and Ministry of Food Processing Industries, Government of India, the Ministry of Social Justice and Empowerment, GoI, GAIL, NMDC, NTPC.

The Directors of your Company are grateful to the entrepreneurs, Industries Associations of Madhya Pradesh & Chhattisgarh and other States for the confidence they reposed in MPCON. The Directors also place on record their appreciation for the dedicated and sincere services rendered by all the professionals and other staff of the MPCON.

Place: Bhopal
Date: 26.07.2018

For and on behalf of the Board

PRASOON
(Chairman)

Annexure-I
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on the year ended on 31.03.2018
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.
I. REGISTRATION & OTHER DETAILS:

1.	CIN	U74140MP1979GOI001502
2.	Registration Date	23.03.1979
3.	Name of the Company	MPCON Limited
4.	Category/Sub-category of the Company	Public Company
5.	Address of the Registered office & contact details	Ground Floor, 35, Rajeev Gandhi Bhawan -2, Shyamla Hills, Bhopal -462002 (M.P.)
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Providing Technical , Management And Consultancy Services	702	11.62
2	Training Activities	749	27
3	Manpower Outsourcing	782	62

III PARTICULARS OF HOLDING, SIBSIDIARY AND ASSOCIATE COMPANIES

S.No.	Name of the Company	CIN/GLN No.	Holding/Subsidiary /Associate	% of shares held by the company	Applicable Section
1	IFCI Limited	L74899DL1993GOI053677	Holding	79.72%	2 (46)

IV. SHAREHOLDING 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 [As on 01-April-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	--	--	--	--	--	--	--	--	--
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	8692	8692	86.92	--	8692	8692	86.92	--
e) Banks / FI	--	1308	1308	13.08	--	1308	1308	13.08	--
f) Any other	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)	--	10000	10000	100	--	10000	10000	100	--
B. Public Shareholding									
1. Institutions	--	--	--	--	--	--	--	--	--
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	10000	10000	100	--	10000	10000	100	--
2. Non-Institutions									
a) Bodies Corp.	--	--	--	--	--	--	--	--	--
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) Others	--	--	--	--	--	--	--	--	--
Non Resident Indians	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	10000	10000	100	--	10000	10000	100	--
Total Public Shareholding (B)=(B)(1)+(B)(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	10000	10000	100	--	10000	10000	100	--

ii) Shareholding of Promoters:

SNO.	Shareholders Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	IFCI LTD	7972	79.72	7972	79.72
2.	SIDBI	220	2.20	220	2.20
3.	ICICI BANK LTD	180	1.80	180	1.80
4.	MP STATE INDL.DEVE CORPORATION LTD	60	0.60	60	0.60
5.	MP LAGHU UDYOG LTD	420	4.20	420	4.20
6.	MP FINANCIAL CORPORATION LTD	60	0.60	60	0.60
7.	STATE BANK OF INDIA	320	3.20	320	3.20
8.	DENA BANK	32	0.32	32	0.32
9.	CENTRAL BANK OF INDIA	160	1.60	160	1.60
10.	PUNJAB NATIONAL BANK	160	1.60	160	1.60
11.	ALLAHABAD BANK	160	1.60	160	1.60
12.	UNION BANK OF INDIA	32	0.32	32	0.32
13.	BANK OF BARODA	32	0.32	32	0.32
14.	UCO BANK	32	0.32	32	0.32
15.	BANK OF INDIA	160	1.60	160	1.60
TOTAL		10000	100	10000	100

(iii) Change in Promoters Shareholding

There were no changes in the shareholding of the promoters during the year.

(iv) Shareholding pattern of top ten shareholders

(Other than Directors, Promoters & Holders of GDRs and ADRs) as on March 31, 2018

S.N O.	Shareholders Name	Shareholding at the beginning of the year 01-04-2017			Shareholding at the end of the year 31-03-2018		Cumulative Shareholding	
		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	No. of shares	% of total shares of the company
1.	IFCI Ltd	7972	79.72	--	7972	79.72	7972	79.72
2.	SIDBI	220	2.20	--	220	2.20	220	2.20

3.	ICICI Bank Ltd	180	1.80	--	180	1.80	180	1.80
4.	MP Laghu Udyog Ltd	420	4.20	--	420	4.20	420	4.20
5.	State Bank of India	320	3.20	--	320	3.20	320	3.20
6.	Central Bank of India	160	1.60	--	160	1.60	160	1.60
7.	Punjab National Bank	160	1.60	--	160	1.60	160	1.60
8.	Allahabad Bank	160	1.60	--	160	1.60	160	1.60
9.	Bank of India	160	1.60	--	160	1.60	160	1.60
10.	MP State Indl.Deve Corporation Ltd	60	0.60	--	60	0.60	60	0.60

(v) Shareholding of Directors and Key Managerial Personnel:

S.N O.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	--	--	--	--
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
3	At the end of the year	--	--	--	--

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL -

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

SNo.	Particulars of Remuneration	Managing Director	Total Amount (in Rs.)
Mr. Bibhuti Bhusan Sahu			
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,298,670.00	3,298,670.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00
2	Stock Option	0.00	0.00
3	Sweat Equity	0.00	0.00
4	Commission	0.00	0.00
5	Others (LTA) Medical Expenses	Nil 8,732.00/-	Nil 8,732.00/-
Total		3,307,402.00/-	3,307,402.00/-

B. Remuneration to Directors

SNo.	Particulars of Remuneration	Name of Director	Total Amount (in Rs.)
1	Director		0
	Fee for attending Board/ Committee Meetings		
	Commission		
	Others, please specify		
	Total (1)		0
2	Other Non-Executive Directors:		
	Fee for attending Board/ Committee Meetings	1. Shri R G Dwivedi	5,000.00/-
	Commission	0	0
	Others, please specify	0	0
	Total (2)	0	0
	Total (1+2)	0	5,000.00/-
	Total Managerial Remuneration		5,000.00/-


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

S.No.	Particulars of Remuneration	Name of KMPs other than MD/WT/Manager	
1	Gross Salary	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961		
	(b) Value of perquisites u/s 17(2) if Income Tax Act, 1961	Nil	Nil
	(c) Profit in lieu of salary u/s 17(3) of Income Tax 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission as %age of profit others specify	Nil	Nil
5	Others, please specify	Nil	Nil
	Total	Nil	Nil
	Ceiling as per the Act	Nil	Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Annexure-II

 गोपनीय

संख्या / No. :
एमएवी-॥/सीएडी-॥/MPCON/41-1/A/c.s./2018-19/192
भारतीय लेखा तथा लेखापरीक्षा विभाग
कार्यालय महानिदेशक वाणिज्यिक लेखापरीक्षा
एवं पदेन सदस्य, लेखापरीक्षा बोर्ड-II,
नई दिल्ली
INDIAN AUDIT & ACCOUNTS DEPARTMENT
OFFICE OF THE DIRECTOR GENERAL OF
COMMERCIAL AUDIT & EX-OFFICIO MEMBER,
AUDIT BOARD - II, NEW DELHI

दिनांक / DATE 23.8.2018

सेवा में,

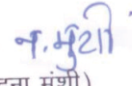
प्रबन्ध निदेशक,
एमपीकॉन लिमिटेड,
कॉरपोरेट ऑफिस, ग्राउंड फ्लोर,
राजीव गाँधी भवन-2,
35, श्यामला हिल्स
भोपाल, (म.प्र.)-462002

विषय:- कम्पनी अधिनियम 2013 की धारा 143 (6) (b) के अधीन 31 मार्च 2018 को
समाप्त वर्ष के लिए एमपीकॉन लिमिटेड, के वार्षिक लेखों पर भारत के नियंत्रक एवं
महालेखापरीक्षक की टिप्पणियाँ ।

महोदय,

मैं कम्पनी अधिनियम 2013 की धारा 143 (6) (b) के अधीन 31 मार्च 2018 को
समाप्त हुए वर्ष के लिए एमपीकॉन लिमिटेड, के वार्षिक लेखों पर भारत के नियंत्रक एवं
महालेखापरीक्षक की टिप्पणियाँ अग्रेषित करती हूँ । इन टिप्पणियों को कम्पनी की वार्षिक
रिपोर्ट में प्रकाशित किया जाए ।

भवदीया,


(नन्दना मुंशी)
महानिदेशक वाणिज्यिक लेखा परीक्षा
एवं पदेन सदस्य, लेखा परीक्षा बोर्ड-II
नई दिल्ली

संलग्नक:- यथोपरि

4th & 5th Floor, Annexe Building, CAG Office, 10, Bahadur Shah Zafar Marg, New Delhi - 110002
Tel. : 011-23239436 Fax : 011-23239433 E-mail : mabnewdelhi2@cag.gov.in

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF MPCON LIMITED FOR THE YEAR ENDED 31 MARCH 2018

The preparation of financial statements of MPCON Limited for the year ended 31 March, 2018 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 Auditor appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act is 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 27 April 2018.

I, on 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 MPCON Limited for the year ended 31 March, 2018. 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. Comments on Profitability

A.1. Balance Sheet

(4) Current Liabilities

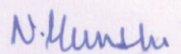
Other Current Liabilities (Note No 5) ₹ 6.07 crore

Against the liability of ₹ 1.24 crore and ₹ 10.51 lakh respectively towards leave encashment and gratuity as assessed by LIC, the Company has created provision of ₹ 65 lakh and ₹ Nil towards leave encashment and gratuity respectively. Short

provision of liability has resulted in understatement of current liability and overstatement of profit for the year by ₹ 69.51 lakh.

**For and on behalf of the
Comptroller and Auditor General of India**

**Place: New Delhi
Date: 23.08.2018**


**(Nandana Munshi)
Director General of Commercial Audit
& Ex-officio Member, Audit Board-II,
New Delhi.**

Annexure-III
MPCON LTD

Statement showing details of related party transactions during the 12 months period ended
31.03.2018

S.No.	Name of the Related Party	Nature of Relation	Nature of Transaction	Amount involved (DR/CR)	
				2017-18	2016-17
1.	IFCI LTD	Holding Company	1. Bills for project Consultancy	381,230.00/- (Dr)	70,150.00/- (Dr)
			2. Amount of Guest House Rent	Nil	Nil
			3. Travelling and other Expenses.	2,825.00/- (Dr)	45,365.00/- (Dr)
			4. Salary Reimbursement	3,298,670.00/- (Dr)	3,104,866.00/- (Dr)
			5. CSR Billed to IFCI Social Foundation	Nil	2,100,000.00/- (Dr)
			6. CSR Amount Received	1050000.00/- (Cr)	1,050,000.00/- (Cr)
2.	Key Managerial Remuneration		1. Salary & Contribution to PF	3,298,670.00/-	2,826,666.00
			2. Medical Expenses	8,732.00/-	Nil
			3. LTA	Nil	278,200.00/-
			3. Incidental Charges	Nil	Nil



G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO
THE MEMBERS
MPCON LIMITED
BHOPAL

Report on the Financial Statements

We have audited the accompanying financial statements of **MPCON LIMITED BHOPAL** which comprise the Balance Sheet as at 31st March, 2018, 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 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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



**G D K & ASSOCIATES**

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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, 2018, and its profit and its cash flows for the year ended on that date.

Emphasis of Matters

- a) The company has been following Accounting Standard-9 (Revenue Recognition) issued by the Institute Of Chartered Accountants Of India for recognizing revenue on complete completion basis method. The revenue expenditures related to the unfinished activity/projects are deferred to the date of revenue recognition and not treated as expenditure during the period under audit, though the bills by the third parties have been submitted which treated as an advance to the parties. However the disclosure is made vide Accounting Policy of the Company in Notes to the Account.

Other Matter

- a) The company does not maintain any books of accounts at the branches which are basically administrative in nature.



**G D K & ASSOCIATES**

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-I statement on the matters specified in the paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The company does not maintain accounts at its branch offices hence considering separate audit report is not applicable.
 - (d) 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.
 - (e) 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.
 - (f) The going concern matter described under the Emphasis of Matters paragraph above, in our opinion, may have no adverse effect on the functioning of the Company.
 - (g) The provision of section 164(2) 2013 are not applicable to the company (which are deemed to be applicable as per sec.164 of the Companies Act, 2013, as it's a Government Company, in terms of Notification No. GSR.829(E) dated 21st October 2003, issued by Government of India)
 - (h) The company has adequate internal financial controls over financial reporting of the Company and the operating effectiveness of such controls are adequate in commensurate to the size of the Company. Please refer our separate Report in "Annexure A"
 - (i) 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 not disclosed the impact of pending litigations on its financial position in its financial statements as they are of contingent nature could not be quantified.
 - ii. The Company does not have any long term contracts including derivative contracts hence no material foreseeable losses has been identified.





G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023 * TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

- iii. The investor Education and protection fund is not applicable to the company as there is not unclaimed amount outstanding in the financial statement.
- iv. As required by Section 143(5) of the Companies Act, 2013, our report on directions and sub directions as issued by the Comptroller and Auditor General of India are reported in enclosed Annexure-II & III respectively.

For GDK & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO 002159C

(CA ALPANA GOYAL)
PARTNER
M.NO.042779



Place :- BHOPAL
Date :- 27.04.2018



G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C
CHARTERED ACCOUNTANTS
87, LALA LAJPAT RAI COLONY, RAISEN ROAD
BHOPAL (M.P.) 462 023*TEL +91 755 2592316
E-Mail : gdk.associates83@yahoo.co.in

MPCON LIMITED, BHOPAL

ANNEXURE TO THE AUDITOR'S REPORT

Annexure- I

The Annexure referred to in our report to the members of MPCON LIMITED for the year Ended on 31.03.2018. We report that:

(i) **In respect of Fixed Assets:**

(a) The company has Leasehold Land and the rights of the holding is cancelled by the competent authority on 03.07.2015 against which an appeal is preferred by the Company, however the original Title Deed is not in the possession of the Company.

(b) The Company has maintained proper records showing full particulars, including quantitative details and situations of Fixed Assets.

(c) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.

(ii) (a) The company does not carry any inventories during the year hence, clause 2 is not applicable to the company.

(b) Since the company does not carry any inventory during the year the procedures of physical verification of inventory is not applicable.

(c) The company does not carry any inventory; the maintenance of record of inventory is not required.

(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, hence the conditions of (a),(b),(c) is not applicable.

(iv) The company has not granted any loan, made investment, given any guarantee and security under section 185 and 186 of the Companies Act 2013.

(v) The company has not accepted any deposits, and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, are not applicable. No contraventions have been noticed and no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.



**G D K & ASSOCIATES**

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

- (vi) As informed by the management, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act.
- (vii) (a) According to the records of the company, undisputed statutory dues including provident fund, employees' state insurance, income-tax, GST, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been deposited on time with the appropriate authorities.

(b) The disputed statutory dues aggregating to Rs.16.71 Lacs have not been deposited on account of matters pending before appropriate authorities are as under:

Name of the statute	Nature of dues	Forum where dispute is pending	Amount (Rs. in Lacs)
Income Tax Act	Income Tax	CIT(Appeals)	16.71 Lacs

- (viii) The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- (ix) The Company has not issued any initial public offer or further public offer and not availed any term loans, hence its being applied for the purpose of taking the same is not applicable.
- (x) To the best of our knowledge and according to the information and explanation given to us, no fraud by the company or no material fraud on the company by its officers or employees has been noticed or reported during the year. Hence the nature and the amount involved is not applicable to the company.
- (xi) The Company is a Public Sector Government Company hence the provision of section 197 read with schedule V of the Companies Act 2013 regarding managerial remuneration is not applicable vide Ministry of Company Affairs notification. Dated 5th June 2015
- (xii) The Company is not a Nidhi Company.
- (xiii) The Company is having Related Party Transaction on behalf of its Parent Company and its disclosure as required under section 177 and 188 of the Companies Act 2013 and related Accounting Standard is made vide Notes to the Accounts.
- (xiv) The Company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during year under review.





G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

- (xv) The Company has not entered into non cash transaction with the directors or persons connected with him hence the provisions of section 192 of the Companies Act 2013 not applicable.
- (xvi) The Company is not a Non Banking Financial Institution; hence registration under section 45IA of the Reserve Bank Of India Act 1934 is not applicable.

For GDK & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO 002159C

(CA ALPANA GOYAL)
PARTNER
M.NO.042779



Bhopal
Dated- 27.4.2018



G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C
CHARTERED ACCOUNTANTS
87, LALA LAJPAT RAI COLONY, RAISEN ROAD
BHOPAL (M.P.) 462 023 * TEL +91 755 2592316
E-Mail : gdk.associates83@yahoo.co.in

MPCON LIMITED, BHOPAL

Annexure – II

Directions for the year 2017-18

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.

Reply: The company has Leasehold Land and the rights of the holding is cancelled by the competent authority on 03.07.2015 against which an appeal is preferred by the Company, area admeasuring 6000 Sq.ft.

2. Whether there are any cases of waiver/ write off of debts/ loans/ interest etc., if yes, the reasons thereof and the amount involved.

Reply: An amount of Rs.3.95 Lakhs has been written off as bad debts during the year under audit as it's being unrealizable.

3. Whether proper records are maintained for inventories lying with third parties & assets received as gift/grant(s) from Govt. or other authorities.

Reply: Not Applicable

For GDK & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO 002159C

(CA ALPNA GOYAL)
PARTNER
M.NO.042779



Bhopal
Dated- 27.4.2018



G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

MPCON LIMITED, BHOPAL

Annexure –III

Sub- Directions under section 143(5) of the Companies Act, 2013 for the year 2017-18

On the basis of the Books of accounts of the Company, the reply to the following questions and/ or information may be supplied:-

1. Investments

Whether the titles of ownership in respect of CGS/ SGS/ Bonds/ Debentures etc. are available in physical/demat form and these, in aggregate, agree with the respective amounts shown in the Company's books of accounts? If not, details may be stated.

Reply: No investment made by the company during the period under audit.

2. Loans

In respect of provisioning requirement of all restructured, rescheduled, renegotiated loan whether a system of periodical assessment of realizable value of securities available against all such loan is in place and adequate provision has been created during the year ? Any deficiencies in this regards, if any, may be suitably commented upon along with financial impact.

Reply: Not applicable

For GDK & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO 002159C

(CA ALPANA GOYAL)
PARTNER
M.NO.042779



Bhopal
Dated-27.4.2018


G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

ANNEXURE-A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS

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 **MPCON LIMITED** ("The Company") as of 31st March, 2018 in conjunction with our audit of the financial statements of the company for the year ended on the 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 the Internal Control stated of the Guidance Note on audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities included 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's Internal Financial Controls over Financial Reporting based on our audit, we conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the standard on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013' to the extend 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 required 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 control over Financial Reporting included obtaining an understanding of Internal Financial Reporting, assessing the risk that a material weakness exists, and testing and evaluation 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 risk of material misstatement of the financial Statements, whether due to fraud or error.




G D K & ASSOCIATES

ICAI FIRM REG. NO. 002159C

CHARTERED ACCOUNTANTS

87, LALA LAJPAT RAI COLONY, RAISEN ROAD

BHOPAL (M.P.) 462 023*TEL +91 755 2592316

E-Mail : gdk.associates83@yahoo.co.in

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 Control System over Financial Reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's Internal Financial Control over Financial Reporting is 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 the records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance the transactions are recorded as necessary to permit preparation of Financial Statements in accordance 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 acquisitions, use, or disposition of the company's assets that could have a material effect on the financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitation of Internal Financial Controls over Financial Reporting, including the possibility of collusion or improper management override of controls, material mismanagement due to error of fraud may occur and not to 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 Controls 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, and adequate Internal Financial Controls over Financial Reporting and Internal Financial Controls over Financial Reporting were operating effectively as on March 31st 2018, 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 GDK & ASSOCIATES
 CHARTERED ACCOUNTANTS
 FIRM REG. NO 002159C

(CA ALPANA GOYAL)
 PARTNER
 M.NO.042779



Place: Bhopal
 Date: 27.04.2018

MPCON LIMITED BHOPAL
BALANCE SHEET
Balance Sheet as at 31st March, 2018

(Fig. in Rupees)

Particulars	Note No	Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	10,000,000	10,000,000
(b) Reserves and Surplus	2	65,161,266	60,236,515
(c) Money received against share warrants		-	-
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)	3	31,880	-
(c) Other Long term liabilities		-	-
(d) Long-term provisions	3A	-	-
(4) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	4	89,761,479	62,274,592
(c) Other current liabilities	5	60,706,544	38,984,309
(d) Short-term provisions	6	3,297,014	4,421,580
Total		228,958,183	175,916,996
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	7	3,436,576	3,461,537
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	8	-	-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	9	120,439,521	90,814,502
(d) Cash and cash equivalents	10	53,843,319	32,935,053
(e) Short-term loans and advances	11	31,992,950	34,892,583
(f) Other current assets	12	19,245,817	13,813,321
Total		228,958,183	175,916,996

Notes Forming Parts of Accounts

1 to 20

for and on behalf of **MPCON LTD**

As per our report of even date
For: **GDK & Associates**
Chartered Accountants

Bibhuti Bhushan Sahu
Managing Director

Prasoon
Chairman

CA Alpna Goyal
Partner

Dated : 27.04.2018

M.No. 42779

MPCON LIMITED BHOPAL STATEMENT OF PROFIT AND LOSS Profit and Loss statement for the year ended 31st March, 2018				
(Fig. in Rupees)				
	Particulars	Note No	Figures for the current reporting period	Figures for the previous reporting period
			2017-18	2016-17
I.	Revenue from operations	13	437,106,972	434,488,019
II.	Other Income	14	553,461	3,404,669
III.	Total Revenue		437,660,433	437,892,688
IV.	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Stock-in-Trade		-	-
	Employee Benefit Expense	15	42,065,182	44,765,645
	Financial Costs		-	-
	Depreciation and amortization expenses	19	489,045	376,396
	Other Expenses	16	386,852,561	383,175,907
	Total Expenses		429,406,788	428,317,948
V.	Profit before exceptional and extraordinary items and tax		8,253,645	9,574,740
VI.	Exceptional Items		-	-
VII.	Profit before extraordinary items and tax		8,253,645	9,574,740
VIII.	Extraordinary Items		-	-
IX.	Profit before tax		8,253,645	9,574,740
X.	Tax expense:			
	(1) Current tax		2,093,434	3,218,000
	(2) Deferred tax		31,880	-
XI.	Profit/(Loss) from the period from continuing operations		6,128,331	6,356,740
XII.	Profit/(Loss) from discontinuing operations		-	-
XIII.	Tax expense of discounting operations		-	-
XIV.	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV.	Profit/(Loss) for the period (XI + XIV)		6,128,331	6,356,740
XVI.	Earning per equity share (Basic & Diluted):	17	613	636

Notes Forming Parts of Accounts

1 to 20

For and on behalf of MPCON LTD

As per our report of even date

For: GDK & Associates

Chartered Accountants

Bibhuti Bhusan Sahu
Managing Director

Prasoon
Chairman

CA Alpna Goyal
Partner

Dated: 27.04.2018

M.No. 42779

MPCON LIMITED BHOPAL

Notes forming part of Balance Sheet and Profit & Loss Statement for the year ended 31st March, 2018

Note No		(Fig. in Rupees)	
		Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
1	Share Capital		
	Equity Share Capital		
	Authorised Share capital (10000 Equity Shares of Rs. 1000/- each)	10,000,000	10,000,000
	Issued, subscribed & fully paid share capital (10000 Equity Shares of Rs. 1000/- each fully paid up)	10,000,000	10,000,000
	Calls unpaid	-	-
	Forfeited shares	-	-
	Preference Share Capital		
	Authorised Share capital	-	-
	Issued, subscribed & fully paid share capital	-	-
	Calls unpaid	-	-
	Forfeited shares	-	-
	Total	10,000,000	10,000,000
Shares Held by Holding Company			
	Name of Shareholder	No. of Shares Held	Percentage
	IFCI Ltd.	7972	79.72%
Reconciliation of Number of Shares Outstanding			
		31-Mar-18	31-Mar-17
	At the Beginning of Year	10,000	10,000
	At the End of Year	10,000	10,000
	Increase/ (Decrease)	-	-
Details of Shareholders holding more than 5% of Paidup Share Capital			
	Name of Shareholder	No. of Shares Held	Percentage
	IFCI Ltd.	7972	79.72%
2	Reserves and Surplus		
	General Reserve	600,000	600,000
	Surplus/ Balance of profit & loss a/c		
	Opening Balance	59,636,515	54,483,355
	Add: Profit/(Loss) during the year	6,128,331	6,356,740
	Add: Excess Provision for Income Tax	-	-
	Less: Assets Written off	-	-
	Less: Proposed Dividend & Tax	1,203,580	1,203,580
	Closing Balance	64,561,266	59,636,515
	Total	65,161,266	60,236,515
3	Deferred tax liabilities (Net)		
	Deferred tax liabilities after set off	31,880	-
	Total	31,880	-
3A	Long-term provisions		
	Provision for employee benefits	-	-
	Others	-	-
	Total	-	-



Note No		Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
4	Trade Payables		
	Trade Payables	88,165,970	60,650,581
	Payables for Expenses	1,595,509	1,624,011
	Total	89,761,479	62,274,592
5	Other current liabilities		
	Income received in Advance		
	Advance for Consultancy Assignments	3,328,566	6,865,487
	Grant-in-Aid for Other Trainings	52,070,247	24,972,151
	Other payables - Statutory Dues		
	Leave Encashment payable	3,000,000	-
	Gratuity Payable	-	4,233,278
	Employer's PF Payable	185,257	189,104
	Employees PF Payable	185,257	189,104
	Employees Income Tax payable	75,206	152,430
	Employees LIC Payable	-	15,353
	Employees Professional Tax Payable	-	5,546
	Service Tax/GST Payable	676,969	683,619
	TDS Payable	1,185,042	1,678,237
	Total	60,706,544	38,984,309
6	Short-term provisions		
	Income Tax for F.Y. 2017-18	2,093,434	-
	Income Tax for F.Y. 2016-17	-	3,218,000
	Proposed Dividend & Tax Payable	1,203,580	1,203,580
	Total	3,297,014	4,421,580
7	Tangible Assets		
	(REFER Note - 19)		
	Opening Balance	9,949,862	8,149,328
	Add: acquisition during the year	464,084	1,844,534
	Other Adjustments	-	-
	Sub total	10,413,946	9,993,862
	Less: Disposals	-	44,000
	Gross Block at year end (a)	10,413,946	9,949,862
	Less: Depreciation		
	Opening Depreciation	6,488,325	6,118,134
	Depreciation for the year	489,045	376,396
	Depreciation On discarded assets	-	6,205
	Total accumulated depreciation (b)	6,977,370	6,488,325
	Net carrying value (a) - (b)	3,436,576	3,461,537
	Total	3,436,576	3,461,537
8	Non-current investments		
	Investments in Equity instruments	-	-
	Total	-	-



Note No		Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
9	Trade receivables		
	Unsecured considered Good		
	More Than Six Months	65,200,741	52,158,159
	Others	55,238,780	38,656,343
	Total	120,439,521	90,814,502
10	Cash and cash equivalents		
	Balances with banks	42,786,126	9,311,442
	Cash in hand	57,193	32,874
	Other - Fixed Deposits - maturity within 12 months	11,000,000	23,590,737
	Fixed Deposits kept as security against bank guarantee	-	-
	Fixed Deposits- Others	-	-
	Total	53,843,319	32,935,053
11	Short term loans and advances (unsecured considered good)		
	Sundry Deposits (Unsecured)	7,342,466	6,296,951
	Others	-	-
	To Related Parties	-	-
	IFCI Ltd.	-	-
	MPCON Finestar	76,537	175,557
	To Other Parties	24,573,947	28,420,075
	Total	31,992,950	34,892,583
12	Other Current Assets		
	Interest accrued but not due on Fixed Deposit	-	1,030,903
	Prepaid Expenses	26,694	-
	TDS F.Y. 14-15	4,008,994	4,008,994
	TDS F.Y. 15-16	2,357,751	2,376,310
	TDS F.Y. 16-17	6,696,840	6,397,114
	TDS F.Y. 17-18	6,155,538	-
	Total	19,245,817	13,813,321
13	Revenue from Operations		
	Revenue from Services		
	Project Consultancy	56,526,178	77,740,497
	Manpower Consultancy	257,955,950	209,979,509
	Revenue from EDP		
	For Entrepreneurs Development Programme	121,335,196	144,144,863
	Other operating revenues	1,289,648	2,623,150
	Less: Excise Duty	-	-
	Total	437,106,972	434,488,019
14	Other Income		
	Interest income	553,461	3,404,669
	Excess Provision Written Back	-	-
	Profit on Sale of Share	-	-
	Profit on Sale of Assets	-	-
	Provision for leave encashment written back	-	-
	Total	553,461	3,404,669



Note No		Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
15	Employee Benefits Expenses		
	Salaries and wages	29,168,863	28,122,900
	Contribution to Provident Fund & ESI	2,472,541	2,458,900
	Gratuity	-	10,252,924
	Medical Exps.	339,365	341,136
	Mediclaime Exps.	245,620	231,519
	Leave Encashment	7,302,571	996,420
	Conveyance ,Telephone and Newspapers Allowance	1,573,389	1,546,373
	Staff welfare expenses	962,833	815,473
	Total	42,065,182	44,765,645
16	Other Expenses		
(A)	Administrative & Other Expenses		
	Rent	1,161,870	1,559,861
	General Repairs	539,358	362,100
	Electricity	291,183	370,232
	Travelling Expenses	978,972	1,070,658
	Conveyance Expenses	41,100	30,950
	Stationary & Printing	474,115	477,388
	Postage Expenses	57,167	77,754
	Telephone Charges	233,018	264,746
	Computer Consumables	233,361	152,032
	Vehicle Expenses	273,771	170,731
	Books,Periodicals & Subscription	35,767	37,344
	Internal Audit Fees	50,000	50,000
	Statutory Auditors Remuneration	30,000	30,000
	Tax Audit Fee	12,000	12,000
	Business Development Expenses	248,513	229,752
	Legal Expenses	52,900	14,940
	Office Upkeeping	237,985	393,018
	Advertisement & Publicity	88,798	257,400
	Bank Charges	18,248	79,152
	Director Sitting Fees	5,000	25,000
	Board Meeting Expenses	76,006	128,069
	Professional Tax Paid	2,500	2,500
	General Expenses	154,621	148,758
	Service Tax paid	1,353,726	-
	Sub Total	6,649,979	5,944,385
(B)	Specific Expenses		
	Expenses On Grant-in-Aid/EDP		
	EDP Boarding & Lodging	-	-
	EDP Honorarium	-	-
	EDP EDP Misc. & Gen. Expenses	-	-
	EDP Training Exps.	84,057,456	109,958,032
	Consultancy Expenses		
	Professional Fees	46,491,582	65,488,863
	Manpower Consultancy Exp.	249,258,031	201,201,618
	Loss on Sale of Assets		
	Bad Debts W/off	395,513	552,214
	Sub Total	380,202,582	377,231,522
	Total	386,852,561	383,175,907



Note No		Figures for the current reporting period	Figures for the previous reporting period
		2017-18	2016-17
17	Earning Per Share		
	(A) Net Profit Attributable to Equity Shareholders	6,152,765	6,356,740
	(B) Number of Share outstanding	10,000	10,000
	(C) Earning Per Share (Basic & Diluted)= (A)/(B)	615	636
	(D) Face Value Per Share	Rs. 1000	Rs. 1000
18	Additional Information		
	Value of Imports	-	-
	Expenditure in foreign currency	-	-
	Total Value of Material Consumed (Imported+Indigenous)	-	-
	Amount Remitted in Foreign Currency	-	-
	Earning in Foreign Exchange	-	-

for and on behalf of MPCON LTD


Bibhuti Bhusan Sahu
Managing Director


Prasoon
Chairman

As per our report of even date
For: GDK & Associates
Chartered Accountants


CA Alpna Goyal
Partner
M.No. 42779



Dated:27.04.2018

MPCON LIMITED, BHOPAL
SCHEDULE FORMING PART OF THE BALANCE SHEET FOR THE YEAR ENDED ON 31st MARCH 2018

Note-19

FIXED ASSETS






(Fig. in Rupees)

PARTICULARS	GROSS BLOCK				DEPRECIATION				RATE %	NET BLOCK	
	COST AS ON 1.4.2017	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	TOTAL COST AS ON 31.3.18	TOTAL UPTO LAST YEAR	DEPRECIATION ON DISCARDED ASSETS	DEPRECIATION FOR THE YEAR	TOTAL UP TO 31.3.2018		AS AT 31.3.2018	AS AT 31.3.2017
LAND (Leasehold)	19754	0	0	19754	0	0	0	0		19754	19754
FURNITURE & FITTINGS	3267649	133313		3400962	1265722		197990	1463712	9.50	1937250	2001927
OFFICE EQUIPMENTS	944218	149200		1093418	336828		138616	475444	19.00	617974	607390
ELECTRICAL FITTINGS	617911			617911	50186		53934	104120	9.50	513792	567726
VEHICLES	1503894			1503894	1404932		11757	1416688	11.88	87206	98962
LIBRARY	66471			66471	66471		0	66471	-	0	0
COMPUTERS	3326966	178756		3505722	3161189		83933	3245121	31.67	260601	165779
MISC. ASSETS	202998	2815		205813	202998		2815	205813	100.00	0	0
TOTAL	9949862	464084	0	10413946	6488325	0	489045	6977370		3436576	3461537
Previous Year	8149328	1844534	44000	9949862	6118133	6205	376396	6488324		3461537	2031195



MPCON LIMITED
Statement of Cash Flows
For the year ended 31st March 2018

(Fig. in Rupees)

	2017-18	2016-17
Cash flows from operating activities		
Profit before taxation and extraordinary items	8,253,645	9,574,740
Adjustments for:		
Depreciation	489,045	376,396
Extraordinary Items	-	-
Profit on sale of Share/fixed assets	-	37,795
Reduction in assets due to retained earnings	-	-
Interest on Fixed deposits	553,461	(3,404,669)
Working capital changes:		
(Increase) / Decrease in advances/assets	(2,532,863)	(5,664,735)
(Increase) / Decrease in trade and other receivables	(29,625,019)	(15,434,956)
Increase / (Decrease) in provisions	20,573,235	(7,772,331)
Increase / (Decrease) in trade payables	27,486,887	(4,650,598)
Cash generated from operations	25,198,391	(26,938,358)
Interest paid	-	-
Income taxes paid	(2,069,000)	(3,218,000)
Dividends paid	(1,203,580)	(1,203,580)
Net cash from operating activities	21,925,811	(31,359,938)
Cash flows from investing activities		
Purchase of fixed assets	(464,084)	(1,844,534)
Sale of shares of RAJCON	-	-
Payment for Fixed deposits	-	-
Maturity of Fixed deposits	-	-
Payment of Tender fees deposits	-	-
Money received from tender fees deposits	-	-
Payment of sundry deposits	-	-
Money received from sundry deposits	-	-
Reduction in assets due to retained earnings	-	-
Interest recd on Fixed deposits	553,461	3,404,669
Net cash from investing activities	89,377	1,560,135
Cash flows from financing activities		
Proceeds from issue of share capital	-	-
Proceeds from long-term borrowings	-	-
Payment of long-term borrowings	-	-
Net cash used in financing activities	-	-
Net increase in cash and cash equivalents	22,015,188	(29,799,803)
Cash and cash equivalents at beginning of period	32,935,053	62,734,856
Cash and cash equivalents at end of period	53,843,319	32,935,053
<p>For and on behalf of MPCON LTD</p> <p>As per our report of even date</p> <p>For GDK & Associates</p> <p>Chartered Accountants</p> <p>  </p> <p>Bibhuti Bhushan Sahu Managing Director Prasoon Chairman</p> <p> </p> <p>CA Alpna Goyal Partner</p> <p>Dated: 27.04.2018 M.No. 42779</p>		

MPCON LIMITED, BHOPAL**NOTES-20****FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED ON 31st MARCH 2018****1. SIGNIFICANT ACCOUNTING POLICIES:-**

- a. Company prepares its accounts on accrual basis under the historical cost convention and in accordance with applicable Accounting Standards in India.
- b. Assets are recorded on historical cost basis.
- c. In compliance to New Companies Act enacted in the year 2013, the depreciation is being charged on SLM Method under section 123 of Schedule II of Companies Act 2013.
- d. Accounts have been prepared in consonance with all applicable accounting standards, which are mandatory in nature for the Company.

2. The Company has continued to act as Nodal Agency for the implementation of Various Government Programmes Some of the major Amounts sanctioned during the year 2017-18 are as follows:

Sr.No.	Name of Sponsored Agency	Amount (Rs)
1.	M.P.State Open School Bhopal	3,60,28,982/-
2.	Entrepreneurship Development Institute of India	86,90,000/-
3.	National Handicapped Fin & Dev Corp.	3,85,80,261/-
4.	National Safai Karamchari Fin & Dev Corp.	21,48,000/-
5	Ministry of Heavy Industry, Govt of India	28,16,000/-

3. Income & Expenses on Project Consultancy, Entrepreneurship Development Trainings etc/similar other programs awarded by the Central/ State Govt. Department/ Other Agencies were accounted for as per approved accounting policy of the company in accordance with AS-9 "Revenue Recognition" of ICAI.
4. Postal stamps being nominal are booked under expenditure head directly.
5. Stationery purchased during the year is treated as consumed during the year of purchase itself, as the purchases are as per requirements only and as such no inventories are maintained.
6. Travelling expenses include Rs.2,22,746/- on Managing Director's travelling.



7. Related Party Transactions during the year.
(a) IFCI Limited: Holding Company of MPCON Ltd.

Nature	Amount (Rs) (Dr/Cr) 2017-18	Amount (Rs) (Dr/Cr) 2016-17
Bills for Project Consultancy	3,81,230 DR 2,23,550 CR	70,150 DR
CSR	10,50,000 CR	21,00,000 DR 10,50,000 CR
Amount of Guest House Rent	Nil	Nil
Travelling & Other Expenses	2,825 DR	,45,365 DR
Salary Reimbursement	32,98,670 DR	31,04,866 DR

- (b) Key Management Remuneration:

Particulars	2017-18(Rs)	2016-17(Rs)
Salary to MD (Shri B B Sahu)	32,98,670/-	28,26,666/-
Medical Expenses	8,732/-	NIL
LTA	Nil	2,78,200/-
Incidental Charges	Nil	NIL
Total:	33,07,402/-	31,04,866/-

8. There are no outstanding dues towards small-scale industry. All the Current Assets & Current Liabilities balances are subject to confirmation.
9. The company has a total debtors of Rs 1204.40 Lacs out of which a total sum of Rs 245.83 Lacs is more than two years and the following are the examples of debtors to whom notices are served for recovery ,
- a) Municipal corporation ,Gwalior (MPHS Survey- 2011) Rs. 5328611.00
b) Municipal corporation,Jabalpur (MPHS Survey 2011) Rs. 1368833.00
c) CMO Bairsia (Survey 2014) Rs. 539097.00
d) CMO Balaghat (Survey 2014) Rs. 108530.00
e) Municipal corporation ,Gwalior (Water survey2013) Rs. 700000.00

10. Contingent Liabilities:

The Asst. Commissioner of Income Tax -2(1), Bhopal raised a demand of Rs 16,70,690/- excluding interest and penalty towards Income Tax for the Assessment Year 2013-14. At present the appeal is pending before the Hon'ble Commissioner of Income Tax (Appeals), Bhopal. Income Tax (Appeals), Bhopal.



11. Deferred Taxation:

The Major components of deferred taxation arising out of differences are -

(Figures in Rs.)

Particulars.	As at 31 st March, 2018
Total Deferred Tax Assets (A)	NIL
Liabilities	
Depreciation as per Company Law	489045.00
Depreciation as per Income Tax Act	612850.00
Timing Difference	123805.00
Deferred Tax Liabilities @ 25.75%	31880.00

The above deferred tax has been taken as per AS 15 in the books .

12. No depreciation is charged on the leasehold land (original cost- Rs. 19754/-) as the management is of the opinion that it has an unlimited useful life for the enterprise and hence does not fall within the purview of AS-6.

13. As per AS-15 , a fund has been opened with LIC for Leave encashment liability. Total amount transferred and provided during the year under audit is Rs.65 lacs as against liabilities of Rs. 1.24 crores upto 31st Mar 2018.(Rs.1.20 crores upto 31/03/2017)

14. Figures of the previous year are regrouped, rearranged and reclassified wherever necessary to confirm to current year's presentation.

15. All receivables and payables are subject to the confirmation & reconciliation.

For MPCON LIMITED

Bibhuti Bhusan Sahu
Managing Director



Prasoon
Chairman

For G&K & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO 002159C

CA ALPANA GOYAL
Partner
M.NO.042779



BHOPAL

DATE : 27.04.2018

Glimpses of Activities undertaken by MPCON



Validictory function of Village adoption programme under CSR initiative of IFCI



Inspection of 4- Laning of Lucknow-Sultanpur Section of NH-56 for LIE report



Faculty Development Programme at Gwalior sponsored by NSTEDB, New Delhi



B C point of UBI operated by MPCON



Field visit under TEDP, Gwalior at Taragram, Orchha, M.P.



Awareness Camp of SBI sponsored CSR initiative for Installation of Sanitary Napkin Vending machines and incinerators

Promoters of MPCON



Madhya Pradesh
Laghu Udyog Nigam

MPSIDC

Madhya Pradesh
Industrial Development
Corporation



Madhya Pradesh
Financial Corporation



CORPORATE OFFICE:

Ground Floor, Rajiv Gandhi Bhawan – 2,
35, Shyamla Hills, Bhopal - 462002
Phone : 0755-4909829, 2666556
E mail: mpconltd.bpl@gmail.com,
mpcon.bpl@mpconsultancy.org

ZONAL OFFICE, Gwalior :

H-217, Patel Nagar City Center,
Gwalior (M.P.)
Phone: 0751-2425224
E mail: mpcon.gwl@mpconsultancy.org

ZONAL OFFICE, Indore :

610-A, Rajani Bhawan Building, 569, M.G. Road,
Opposite High Court, Indore -452 001
Phone : 0731- 4091848
E mail: mpcon.ind@mpconsultancy. org

Chhattisgarh Industrial & Technical
Consultancy Center (CITCON)

CITCON OFFICE, Raipur :

First Floor, House no. 3, Sahakari Marg No. 3,
Choubey Colony, Raipur - 492001 (C.G.)
Phone- 0771-4265407
E mail: citcon.raipur@gmail.com