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27th ANNUAL REPORT 2009-10

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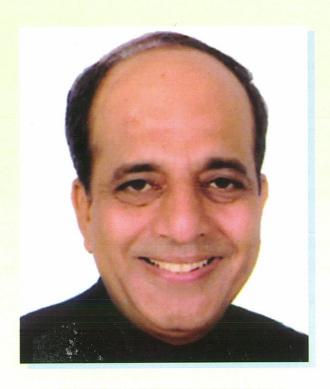
HSCC (India) Ltd.

(A Govt. of India Enterprise) (A Mini Ratna Company)

Annual Report



SHRI GHULAM NABI AZAD
Hon'ble Union Minister
of
Health & Family Welfare



SHRI DINESH TRIVEDI Hon'ble Minister of State for Health & Family Welfare



SHRI S. GANDHISELVAN
Hon'ble Minister of State
for
Health & Family Welfare



MS. K. SUJATHA RAO
Union Secretary
for
Health & Family Welfare

2009-10

BOARD OF DIRECTORS



Shri V. C. Sharma Chairman & Managing Director



Shri Naved Masood Additional Secretary & Financial Advisor MOH & FW



Dr. S. N. Pal Director (Engineering)



Dr. R. S. Shukla Joint Secretary MOH & FW

Spectrum of Services

Consultants, Engineers, Project Management



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HSCC's OFFICES

REGISTERED OFFICE:

205 (2nd Floor), East End Plaza Plot No.4, DDA LSC-Centre-II Vasundhara Enclave Delhi-110096

CORPORATE OFFICE:

E-6(A), Sector-1 NOIDA-201301 (U.P.)

OTHER UNIT OFFICE:

Business Unit – Procurement Business Unit – PG – III KRIBHCO Building, 4th Floor Sector -1 NOIDA-201301 (U.P.)

MAJOR SITE OFFICES

- 1. Trauma Centre for Bir Hospital, Kathmandu, Nepal
- 2. North Eastern Indira Gandhi Regional, Institute of Health & Medical Sciences, Shillong
- 3. National Institute of Unani Medicine, Bangalore
- 4. Lab & Animal House-Regional Medical Research Centre, Dibrugarh
- 5. Lala Ram Sarup Institute of Tuberculosis and Allied Diseases, New Delhi
- 6. Sports Injury Centre, Safdarjung Hospital, New Delhi
- 7. BSL-4 Lab for Microbial Containment Complex, ICMR, Pune
- 8. Sanjay Gandhi Post Graduate Institute of Medical Science, Lucknow
- 9. Kolkatta Medical College, Kolkatta
- 10. NIZAM Institute of Medical Science, Hyderabad
- 11. Indian Institute of Chemical Biology, Kolkatta
- 12. Housing Complex for AIIMS type of Institution, Raipur
- 13. Housing Complex for AIIMS type of Institution, Bhubneshwar
- 14. National Institute of Malaria Research, New Delhi.
- 15. All India Institute of Medical Sciences, New Delhi

2009-10

BOARD OF DIRECTORS

CHAIRMAN AND MANAGING DIRECTOR

Shri V. C. Sharma

DIRECTORS

Shri Naved Masood Dr. R. S. Shukla Dr. S. N. Pal, Director (Engg.)

EXECUTIVE DIRECTOR (F&A) & C.S.

Shri A. K. Aggarwal

SENIOR EXECUTIVES

Shri Sanjiv Sood - ED (Arch., Design & PG –II)

Shri A. K. Aggarwal - ED (F&A)

- CVO

Shri G. Pandey - CGM (PG-II)

Shri D. R. Nuna - CGM (HRM & Legal)

- PIO

Shri S. K. Mathur - CGM (Civil and Business

Development)

Shri S. A. Usmani - GM (Design Coordination)

Shri J. P. Behl - GM (F & A and Procurement)

Shri R. K. Khaitan - GM (Arch.)

Shri R. S. Raina - GM (PG-I)

Shri Anil Kumar - GM (PG –III)

Shri V. V. Govinda Rao - GM (Civil)

Dr. Neeraja L. Sethi - GM (Arch.)

STATUTORY AUDITORS

M/s Jindal & Co. Chartered Accountants 3803, David Street Daryaganj New Delhi-110002

INTERNAL AUDITORS

M/s D. D. Bansal & Co. Chartered Accountants, M-304, Dharma Apartments 2, Indraprastha Extension, New Delhi – 110092

SECRETARIAL AUDITORS

M/s Harbans Lal & Co., 59/1, Janak Palace, New Market (Near Liberty Cinema), New Rohtak Road, New Delhi – 110005

BANKERS

Indian Overseas Bank
Canara Bank
Punjab National Bank
State Bank of Patiala
Bank of Baroda
State Bank of India
Syndicate Bank
UCO Bank
Corporation Bank

2009-10

From Chairman and Managing Director



Distinguished Shareholders,

It gives me immense pleasure in welcoming you to the 27th Annual General Meeting of your Company. It is gratifying to note that the year 2009-10 has been another successful year for the company. Your presence motivates us to raise our confidence level to further excel and meet your expectations with greater resolve. The Annual Report for the financial year ended 31st March 2010, along with the Directors' Report, Audited Annual Accounts and Auditor's Report of your Company are with you, and with your permission I take them as read.

I am glad to report that your Company continued to maintain an all round progress in its activities and operations. The Company attained the highest ever Total Income of Rs. 3356 Lakhs as compared to Rs. 3273 lakhs in the previous year and highest ever Consultancy Fee of Rs. 2138 lakhs as compared to previous year Rs. 1936 lakhs. Profit before tax of Rs. 1346 Lakhs as compared to Rs. 1533 lakhs in the previous year. The decrease in Profit before tax is mainly due to the provisions for doubtful debts, loans & advances and bad debts written off to the extent of Rs. 205.17 Lakhs and higher input costs. The Company's Reserves & Surplus have also touched all time high of Rs. 6999 Lakhs and Net Worth has gone up to all time high of Rs. 7239 Lakhs.

The Board of Directors has recommended a dividend of 72% of paid-up capital amounting to Rs. 172.81 Lakhs for the year 2009-10. With this the cumulative dividend stands at Rs. 2117.33 Lakhs since HSCC's inception. It has been continuously making profit for the last twenty five years and paying dividend. HSCC has earned the distinction of maintaining its Mini Ratna status from September 1999 onwards. Further, based on results, for the year 2009-10, HSCC expects to get Excellent rating as per MOU Evaluation.

During the year the Company was awarded the work of rendering Consultancy Services for Design & Engineering, Project Management and Procurement of Medical Equipments, Drugs & Pharmaceuticals, etc for various prestigious & challenging projects like Comprehensive Redevelopment Plan for Lady Hardinge Medical College, New Delhi, Up gradation of Lokpriya Gopinath Bardoloi Regional Institute of Mental Health, Tezpur, Veterinary Ayurveda Research Institute, Department of Ayush, Lucknow, Detailed Project Report for up gradation of National Institute of Communicable Diseases (NICD) to National Centre for Disease Control (NCDC), Delhi, Feasibility Reports for Super Speciality Hospitals at Sibsagar, Assam and Ankleshwar, Gujarat for ONGC, etc.

Annual Report

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All out efforts are being made to expand the area of operations of the Company. Further, during the year, services of a few Experts and Consultants are being utilized to avail higher degree of technical expertise in performing the various activities of the company.

I also wish to inform to the distinguished Shareowners that our business projects are shifting to North East. This involves longer gestation / completion period leading to spread of turnover over longer time. Further, the procurement business is going through its cycle of shrinking due to many factors and this could affect our turnover in the years to come. However, all efforts are being made to maintain turnover projection.

I must also express my sincere thanks to our esteemed shareholders & Board of Directors and Government agencies particularly Ministry of Health & Family Welfare for their valuable support, guidance and co-operation. I thank the valuable Clients, Ministry of External Affairs, various State Govt. & Other Business Associates for the continuous support and confidence. The Company, as always, will remain focused on customer satisfaction.

I also appreciate the enthusiasm, commitment and dedication of the HSCC's team of Executives and Staff whom we recognize as our core asset and without whose contribution, the Company could not have attained such position. I look forward to continued commitment and customer-focused approach so that the Company retains its edge to meet challenges ahead.

I am confident that with its successful track record your company will march towards achieving new heights of success in the years of come.

Thanking you,

(V. C. Sharma)

Chairman and Managing Director

New Delhi 30th September, 2010



Shri V.C. Sharma, Chairman and Managing Director showing the Model/ Design of Sports Injury Centre, Safdarjung Hospital, New Delhi to Shri Ghulam Nabi Azad, Hon'ble Union Minister of Health & Family Welfare, Seen in the picture are Other Senior Officials of HSCC and MOH & FW

2009-10

Vision

"To be a leading consulting company providing value-added, innovative and integrated services for enhancing healthcare in India and overseas, leveraging its core competence in other infrastructure projects and providing an invigorating and enabling work environment to its professional employees."

Mission

"Providing comprehensive, concept to commissioning, project planning, architectural, engineering, project management, procurement and related consulting services for development of buildings and infrastructure for healthcare and other purposes in India and overseas."

Corporate Values

- Focus on value addition to the customer
- Fostering creativity and innovation within the organization
- Create a learning organization
- Team Spirit- as the enabler for all of our activities

Corporate Quality Policy

To maintain leadership and customer confidence by providing continually improving quality consultancy services in the healthcare and other social sectors.

Annual Report

2009-10

SERVICE SPECTRUM

- Conceptual Studies & Management Consultancy
- Baseline Surveys & Economic Studies
- Epidemiological Survey
- Systems Planning
- Feasibility Studies
- Restructuring / Reorganization Studies
- Evaluation Studies
- Engineering Studies
- Renovation / Rehabilitation
- Modernization / Up-gradation
- Expansion
- Productivity / Efficiency Improvement
- Facility Design
- Conceptual Designs
- Basic Design
- Architectural Design / Plans
- Engineering Designs
- Equipment Planning
- Waste Management
- Design Coordination
- Project Management
- Project Planning including Selection of Contractors & award of work

- Project Monitoring
- Quality Control
- Construction Supervision
- Contract Administration
- Financial Control
- Procurement
- Drugs & Pharmaceuticals
- Medical Equipment
- Other Equipment
- Communication Systems
- Appliances
- Furniture & Fixtures
- Logistics & Installation
- Transportation
- Clearing & Forwarding
- Site Delivery
- Installation
- Testing & Commissioning
- Training
- Information Technology
- Health MIS
- System Integration

2009-10

Financial Summary

THE DECADES FINANCIAL RESULTS AT A GLANCE

									(rigures ii	(rigures in Rs. Lakins)
Particulars	00-01	01-02	02-03	03-04	04-05	90-20	20-90	07-08	60-80	01-60
FINANCIAL PERFORMANCE										
Paid-up Capital	40.00	40.00	40.00	160.01	160.01	160.01	160.01	160.01	240.02	240.02
Reserve & Surplus	1341.72	2175.97	2851.56	3521.68	3838.32	4553.54	5111.10	5694.58	6341.13	6998.85
Net Worth	1381.72	2215.97	2891.56	3681.69	3998.33	4713.55	5271.11	5854.59	6581.15	7238.87
Net Fixed Assets	347.50	432.29	399.39	363.22	335.84	748.96	726.96	707.32	675.46	631.94
Working Capital	1034.22	1783.68	2508.12	3320.63	3630.87	3901.10	4454.90	5105.34	5811.12	6439.72
Capital employed	1381.72	2215.97	2907.51	3683.85	3998.33	4713.55	5271.11	5854.59	6581.15	7238.87
OPERATING STATISTICS										
Consultancy Fee	1013.62	1507.06	1724.33	2009.67	1078.48	1845.46	1677.53	1740.45	1936.39	2137.87
Interest & Other Income	755.87	837.83	674.56	558.31	562.06	784.86	845.40	1355.89	1336.67	1217.90
Total Income	1769.49	2344.89	2398.89	2567.98	1640.54	2630.32	2522.93	3096.34	3273.06	3355.77
Expenditure	524.93	711.06	872.36	868.06	925.01	1115.15	1223.59	1711.33	1696.36	1970.48
Gross Margin	1244.56	1633.83	1526.53	1699.92	715.53	1515.17	1299.34	1385.01	1576.70	1385.29
.Depreciation	51.46	59.14	59.76	50.17	39.98	41.63	45.03	45.37	43.69	39.25
Profit before Tax	1233.08	1623.26	1467.81	1649.75	675.55	1473.54	1254.31	1339.64	1533.01	1346.04
Profit after Tax	758.11	1044.26	936.49	1027.71	417.53	961.53	797.83	836.42	969.93	859.24
Dividend	152.40	210.01	210.01	210.01	88.01	216.02	208.02	208.02	208.02	172.81
MANPOWER										
Employees (in Nos)	100	120	121	120	125	133	130	132	139	135
(On regular Pay Scales)										
RATIOS										
PBT/Total Income (%)	69.69	69.23	61.19	64.24	41.18	56.02	49.72	43.27	46.84	40.11
Net Profit/Total Income (%)	42.84	44.53	39.04	40.02	25.45	36.56	31.62	27.01	29.63	25.60
Net Profit/Net Worth (%)	54.87	47.12	32.39	27.91	10.44	20.40	15.14	14.29	14.74	11.87
Total Income Per Employee	17.69	19.54	19.83	21.40	13.12	19.78	19.41	23.46	23.55	24.86
Earning Per Share (EPS) (Rs.)	1895	2611	2341	642	261	601	499	523	404	358
Book Value Per Share (Rs.)	3454	5540	7229	2301	2499	2946	3294	3659	2742	3016

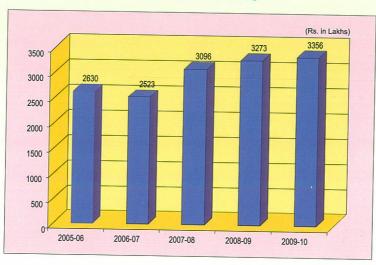
2009-10

PERFORMANCE AT A GLANCE

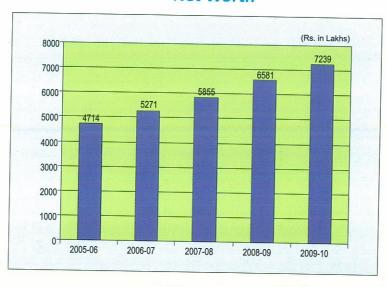
(Rs. in lakhs)

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Particulars	2005-06	2006-07	2007-08	2008-09	2009-10
Income	2630	2523	3096	3273	3356
Profit Before Tax	1474	1254	1340	1533	1346
Net Profit	962	798	836	970	859
Dividend	216	208	208	208	173
Total Order Book (Fee)	2949	2568	1926	3425	3663
Rating Against MOU	Very Good	Very Good	Excellent	Excellent	Excellent
					(Expected)

Total Income



Net Worth



DIRECTORS' REPORT

To,

The Shareholders, HSCC (India) Limited

The Directors of your Company have the pleasure in presenting the 27th Annual Report and the Audited Statement of Accounts of the Company for the financial year ended 31st March, 2010.

FINANCIAL PERFORMANCE

The Financial Performance of the Company for the year 2009-10 along with the comparative figures for 2008-09 is indicated below:-

(Rs. In lakhs)

Particulars	2009-10	2008-09
Total Income	3355.77	3273.06
Total Expenditure	1970.48	1696.36
Gross Margin	1385.29	1576.70
Depreciation	39.25	43.69
Profit Before Tax	1346.04	1533.01
Taxation (net)	486.80	563.08
Profit After Tax	859.24	969.93
Dividend	172.81	208.02
Net Worth	7238.87	6581.15

There is an increase of 10.40% in the consultancy fee with an overall increase of 2.50%, in the total income of the Company, for the year 2009-10, as compared to the previous year. The decrease in profit before tax is mainly due to the provisions for doubtful debts, loans & advances and bad debts written off to the extent of Rs. 205.17 lakhs.

CAPITAL STRUCTURE

The Authorised and the Paid- Up Capital of the Company stood at Rs.500 lakhs and Rs.240.01 lakhs respectively during the year under review.

2009-10

DIVIDEND

Directors have recommended Dividend @ 72% of the Paid-up Equity Share Capital of the Company amounting to Rs. 172.81 lakhs. This is subject to the approval of Members at the Annual General Meeting. This works out to 20.11% of the Post Tax Profit, which is in line with the guidelines issued by Department of Expenditure, Ministry of Finance. This is the 25th consecutive year in which the Company has recommended dividend and with this the Shri V. C. Sharma, Chairman and Managing Director cumulative dividend till 2009-10 will stand at presenting a cheque of Rs. 20.8 million to Shri Ghulam Nabi Rs.2117.33 lakhs.



Azad, Hon'ble Union Minister of Health & Family Welfare towards Dividend for the Financial Year 2008-09 in the presence of Board of Directors of HSCC on 6-10-2009

APPROPRIATION TO GENERAL RESERVE

After making provisions for dividend the Board of Directors recommends transfer of Rs.200 lakhs (Previous Year 200 lakhs) out of the Net Profit appearing in the Profit & Loss Account to the General Reserve, leaving a surplus of Rs. 4923.25 lakhs including Rs.4465.53 lakhs upto previous year. Cumulative Reserve & Surplus as on 31.3.2010 stands at Rs.6998.85 lakhs (Previous Year Rs.6341.13 lakhs).

PERFORMANCE HIGHLIGHTS

The Company continued to maintain its progress in its activities and operations. All out efforts are being made to expand the area of operations of the Company. Further, services of a few Experts and Consultants are being utilized to avail higher degree of technical expertise in performing the various activities of the Company.

In order to create awareness about the Company and its services, during the year the Company participated in various Exhibitions: On the occasion of Centenary Celebrations of National Institute of Communicable Diseases, Delhi on 30.07.2009, VI Health Submit organized by Confederation of Indian Industry, New Delhi from 05.11.2009 to 06.11.2009, inauguration ceremony of Food and Drug Administration Bhawan, Mumbai on 11.01.2010, wherein the Company displayed its service spectrum and work done during the last few years.

During the year 2009-10 HSCC was awarded the work of rendering Consultancy Services for Design & Engineering, Project Management and Procurement of Medical Equipments,

2009-10

Drugs & Pharmaceuticals, etc. for various prestigious & challenging projects. A list of major on-going projects where HSCC is rendering Consultancy Services is placed at Annexure-I.

MEMORANDUM OF UNDERSTANDING

The Company has been signing MOU with Ministry of Health & Family Welfare for more than a decade. The Company has been rated 'Excellent' by DPE for the year 2008-09 and expects to be rated "Excellent" based on the results for the year 2009-10.

DETAILS OF FOREIGN EXCHANGE

Expenditure

(Rs. in Lakhs)

Particulars	2009-10	2008-09
Traveling	0.24	1.39
Import of Capital Goods on C.I.F. basis (On behalf of Clients)	67.60	849.64

Income

During the year, the foreign exchange earnings of the Company remained at Nil (Previous Year Nil).

HUMAN RESOURCES

HSCC being the knowledge based Company, its real strength lies in its manpower. The manpower strength of the Company as on 31st March, 2010 was 135 on regular pay scales and 31 on fixed tenure basis including 39 SC/ST/OBC Category employees and 2 Physically handicapped. The employee management relationship was excellent throughout the year. In line with changing market requirements, the knowledge and skill of HSCC employees are continuously upgraded. During the year employees of the Company were deputed to various training programmes for approximately 1 manday per employee (totaling to 137 mandays) to further develop their skill in various areas of operations of the Company.

WELFARE ACTIVITIES

The Company continues to motivate the employees by providing various social benefits, organizing get together, picnics, annual day etc. for the employees and their families.

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Members of HSCC Employees Family on the occasion of HSCC Employees' Family get together on 16-01-2010



Celebrations of **Independence Day,** 2009 by HSCC Employees at Corporate Office, NOIDA on 15-08-2009

CORPORATE SOCIAL RESPONSIBILITY

The Company being in the field of Health Care, all its activities and operations are indirectly dedicated towards the social responsibility. During the current year 2010-11, the Company is taking steps to fulfil its Corporate Social Responsibility obligations and committed to spend 0.5% of its post tax profit.

IMPLEMENTATION AND PROMOTION OF OFFICIAL LANGUAGE

The usage of Hindi is being progressively increased in the Company in accordance with the Official Language Policy of the Government. Employees were motivated to use their working knowledge of Hindi in day-to-day official work. To popularize the use of Hindi, the Company organized a Hindi Pakhwara from 14.09.2009 to 29.09.2009; various competitions based on knowledge of Official Language were organized. Besides, the Company is also a member of the Town Raj Bhasha Implementation Committee, Noida under the Ministry of Home Affairs, Government of India and is also represented at various competitions, meetings, seminars, etc. Further, Town Raj Bhasha Implementation Committee, Noida has awarded towards of the Employees of HSCC for getting distinction marks in Hindi Subject.





Celebration of Hindi Pakhkwara in HSCC on 29-09-2009

2009-10

VIGILANCE

The Company being a small Consultancy Organisation, there is no separate Vigilance Unit in the Company. Executive Director (F&A) is acting as part—time Chief Vigilance Officer. During the year, Vigilance Cell has functioned as an effective part of management. Returns and Reports were submitted to the statutory agencies and CVC guidelines, received from time to time, were followed and adhered to as precautionary and preventive measure and inquiries are properly and promptly attended to. Further, efforts were made to ensure transparency in the working of the Company. To maintain high moral standard of employees the Company observed Vigilance Awareness Week from 03.11.2009 to 07.11.2009. Which started with pledge taking ceremony by the employees.





A photograph taken during **Vigilance Awareness Week**. The pledge being administered by Shri V. C. Sharma, Chairman and Managing Director, Dr. S. N. Pal, Director (Engineering), Shri A. K. Aggarwal, Chief Vigilance Officer on 03-11-2009.

DIRECTIVES FROM THE PRESIDENT OF INDIA

Being a Government Company, the President of India is authorized to issue directives to the Company. During the year under review, the Presidential Directive regarding Revision of Scales of Pay of Board level executives and non-Unionised Supervisors in Central Public Enterprises (CPSEs) w.e.f. 1st January 2007 has been received on 22-4-09. Accordingly, the Company has implemented the revision of pay scales w.e.f. 01.01.2007.

PARTICULARS OF EMPLOYEES

Particulars of Employees as required under Section 217 (2A) of Companies Act, 1956 read with Companies Particulars of Employees Rules, 1975 are as per Annexure-II

CORPORATE GOVERNANCE

Corporate Governance practices in your Company focus on transparency, integrity, professionalism and accountability. The quarterly reports in the format prescribed by the

Annual Report

2009-10

Department of Public Enterprises (DPE), as per the guidelines on Corporate Governance, informing the status about Corporate Governance are being submitted to Ministry of Health & Family Welfare. Though the guidelines issued by SEBI on Corporate Governance are not applicable to Company (the paid-up capital of the Company being less than Rs. 500 lakhs), but efforts have been made to disclose the details to the extent possible and are placed at Annexure III.

BOARD OF DIRECTORS

The following Directors are holding offices as on the date of the Report.

Shri V. C. Sharma From 01.11.2006 onwards

Chairman & Managing Director

Dr. S. N. Pal From 21.11.2005 onwards

Director (Engineering)

Shri Naved Masood From 10.03.2008 onwards

Part-time Director (Official)

Dr. R. S. Shukla From 29.07.2008 onwards

Part-time Director (Official)

Statement pursuant to Section 217 (2AA) of the Companies Act, 1956

The Directors confirm that :-

- In preparation of the Annual Accounts, the applicable Accounting Standards have been followed.
- The Accounting Policies adopted by the Company are consistently followed that are reasonable
 and prudent to give true and fair view of the state of affairs of the Company at the end of
 financial year and of the Profit or Loss of the Company for that period.
- Proper and sufficient care has been taken for maintenance of accounting records in accordance with the provisions of this Act for safe-guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Annual Accounts have been prepared on a going concern basis.

COMPLIANCE CERTIFICATE

With reference to the Companies (Compliance Certificate) Rules, 2001 a Compliance Certificate issued by M/s Harbans Lal & Company, Company Secretary in whole time practice for the financial year ended on 31.03.2010 is enclosed at Annexure IV as addendum to Directors' Report.

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AUDITORS

Internal Auditors:

M/s D. D. Bansal & Company, Chartered Accountants have been appointed as Company's Concurrent-cum-Internal Auditors for the Financial Year 2009-10 This is their third year of appointment.

Statutory Auditors:

M/s Jindal & Company, Chartered Accountants have been appointed by the Office of the Comptroller & Auditor General of India as Statutory Auditors of the Company for the financial year 2009-10. The remuneration fixed by the Company for them for the financial year 2009-10 is Rs. 2,50,000/- (Rupees Two lakh fifty thousand only) plus Service Tax as applicable. This is their first year of appointment.

Management's replies to Comments in the Auditors' Report are enclosed at Annexure-V as addendum to Directors' Report.

The Comments of CAG are enclosed at Annexure-VI as addendum to Directors' Report.

The Board of Directors place on record their sincere thanks for the valuable service rendered by Auditors.

ACKNOWLEDGEMENT

We take this opportunity to acknowledge the continued assistance, cooperation, active support and guidance received from Ministry of Health & Family Welfare, Ministry of External affairs and other Ministries and Government Departments & Bankers of the Company. We are also thankful to our esteemed clients for reposing their confidence in the capability and professional competence of the Company.

The Directors are also grateful to the Comptroller & Auditor General of India, the Chairman and Member of the Audit Board, Statutory Auditors and Internal Auditors of the Company for their valued cooperation.

The Board is happy to put on record its appreciation for the dedication, hard work and unremitting devotion to the duty shown by the Company's employees at all levels in providing wide ranging services.

For and on behalf of the Board of Directors

NEW DELHI

Dated: 23-09-2010

(V. C. Sharma)

Chairman & Managing Director

2009-10

ANNEXURE-I

SUMMARY OF MAJOR ON-GOING CONSULTANCY PROJECTS AS ON DATE

A. Architectural Planning, Design Engineering & Project Management Services

- Upgradation and development of Government Medical College and associate hospitals consisting of Bebe Nanki Mother & Child Health Care Centre, Diagnostic Block, Drug Dependence Centre, Nursing College and Service Block at Amritsar
- Design Engineering for the construction of Academic Block, Senate Campus and Guru Gobind Singh Medical College for Baba Farid University of Medical Sciences, Faridkot
- North Eastern Institute of Ayurveda & Homoeopathy (NEIAH), Shillong
- Upgradation of Lokpriya Gopinath Bardoloi Regional Institute of Mental Health, Tezpur
- Nurses Hostel and other works / services for North Eastern Indira Gandhi Regional Institute
 of Health & Medical Sciences, Shillong, Meghalaya
- Comprehensive Redevelopment Plan for Lady Hardinge Medical College, New Delhi
- Upgradation of Health Care facilities in the state of Punjab
- Prime Minister's Swasthay Suraksha Yojna (PMSSY) for :-
 - Nizam Institute of Medical Sciences (NIMS), Hyderabad 300 Bed Super Specialty Block and 50 Bed Emergency & Trauma Block



NIZAM Institute of Medical Sciences (NIMS), Hyderabad



Sanjay Gandhi Post-Graduate Institute of Medical Sciences (SGPGI), Lucknow

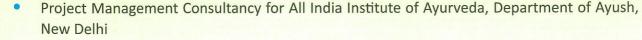
2009-10

- Sanjay Gandhi Post-Graduate Institute of Medical Sciences (SGPGI), Lucknow – 160 bed Super Speciality Block
- Kolkatta Medical College, Kolkatta
 OPD & Academic Block and Super Specialty Block
- Residential Complex for AIIMS like institutes at :-











- Regional Institute of Medical Sciences (RIMS), Imphal
- Master Plan and Renovation & Repair of existing Laundry and OPD and associated Works at AIIMS, New Delhi
- Sports Injury Centre at Safdarjung Hospital, New Delhi
- Design & Engineering of New Hospital Building at Oil India Ltd. Hospital, Duliajan, Assam
- BSL 4 Lab for MCC, ICMR, Pune
- Lab & Animal House Regional Medical Research Centre, Dibrugarh
- Indian Institute of Chemical Biology, Kolkatta
- BSL-3 Lab for NRCE, Ministry of Agriculture. Hissar
- NARI-Bhosari, ICMR, Pune
- Animal BSL-3 facility at ICPO, Noida
- Science Centre & National Institute of Medical Statistics (NIMS) under ICMR at ICPO Campus,
 Noida

ABROAD

- 200 beded Emergency and Trauma Centre for Bir Hospital, Kathmandu, Nepal
- District General Hospital at Dickoya, Sri Lanka



Residential Complex for AIIMS like Institute at Raipur

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2009-10

B. Procurement Management Services

- Medical Equipment for NEIGRIHMS, Shillong
- Drugs and Equipments for Central Government Health Scheme
- Medical Equipments for ONGC
- Medical Equipments for Ethopia, MEA
- Medical Equipments Liberia, MEA
- Medical Equipments for Bir Hospital, Kathmandu, MEA
- Lab Equipments for CDSCO
- Medical Equipments for Sports Injury Centre, Safdarjung Hospital, New Delhi.



Students' Hostel, Vardhman Mahavir Medical College & Safdarjung Hospital was inaugurated by Ms. K. Sujatha Rao, Union Secretary for Health & Family Welfare and Dr. R.K. Srivastava, Director General Health services, Govt. of India on 6th July, 2010



An Agreement signing for Detailed Project Report for the proposed Medical College at Thimpu, Bhutan for Bhutan Institute of Medical Sciences in the presence of Secretary for Health & Family Welfare and Joint Secretary, Ministry of External Affairs, Joint Secretary, MOH & FW & Other Board of Directors of HSCC on 11-08-2010



A view of Sports Injury Centre, Safdarjung Hospital, New Delhi



A view of Students' Hostel, Vardhman Mahavir Medical College & Safdarjung Hospital, New Delhi

2009-10

C. Studies and Training Services

- Feasibility Reports for the Super Speciality Hospitals at Sibasagar, Assam and Ankleshwar, Gujarat for ONGC
- Detailed Project Report for upgradation of National Institute of Communicable Diseases (NICD) to National Centre for Disease Control (NCDC), Delhi
- Detailed Project Report for the Proposed Medical College at Thimpu, Bhutan for Bhutan Institute of Medical Sciences (BIMS)

Annexure-II

Particulars of employees in terms of section 217 (2A) of the Companies Act 1956 read with the Companies Particulars of Employees Rules 1975.

A. Person employed for the full year who were in receipt of remuneration of not less than Rs.24,00,000/- per annum:-

Shri V. C. Sharma	Dr. S. N. Pal
Chairman & Managing Director	Director (Engineering)
1-11-2006	21-11-2005
58	59
*40.30	**29.97
Bachelor of Electrical Engineering	B.Sc (H), B.Tech, M.Sc (Tech.), Diploma in Management, Ph.D
35	32
Group General Manager, RITES Ltd.	Director (Technical & Operations), HLL Life Care Ltd.
	Chairman & Managing Director 1-11-2006 58 *40.30 Bachelor of Electrical Engineering 35 Group General Manager,

^{*} Includes pay revision arrears of Rs. 9.28 lakhs

B. Persons employed for part of the year who were in receipt of remuneration of not less than Rs.2,00,000/- per month.

--- NIL ---

^{**}Includes pay revision arrears of Rs. 6.13 lakhs

Annexure-III

CORPORATE GOVERNANCE REPORT

A. COMPANY PHILOSOPHY

A good Corporate Governance Policy is one which results in the control of the company in a regulated manner which makes management transparent, ethical, accountable and fair resulting in enhanced shareholder value. The management provides a detailed disclosure of relevant specific matters.

B. COMPOSITION OF BOARD OF DIRECTORS INCLUDING CATEGORY AND DIRECTORSHIP IN OTHER COMPANIES

The Company's Board of Directors as on 31.03.2010 has two functional directors and two part- time official directors. The details are given below:-

Director (s)	Whole-time / Part- time	Member of Board of other PSUs
Shri V. C. Sharma	Whole-time, CMD	Nil
Dr. S. N. Pal	Whole-time, Director (Engg.)	Nil
Shri Naved Masood	Part- time, Official Director	2
Dr. R. S. Shukla	Part- time, Official Director	Nil

C. BOARD MEETINGS

During April, 2009 to March, 2010, Four meetings (112th to 115th) of the Board of Directors were held with minimum one meeting in each quarter on 24.06.09, 11.08.09, 21.12.09 (deferred) again held on 13.01.10 and 29.03.10.

MEETINGS AND ATTENDANCE

Director (s)	No. of Board Meetings held during their respective Tenure	Attended	Attended last Annual General Meeting
Shri V. C. Sharma	4	4	Yes
Dr. S. N. Pal	4	4	Yes
Shri Naved Masood	4	4	Yes
Dr. R. S. Shukla	4	4	Yes

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D. GENERAL BODY MEETING

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The last three Annual General Meetings were held as under :-

Financial Year	Date	Time	Location
2008-09	17.09.2009	12.30 Noon	Office of Secretary (H & FW), Nirman Bhawan, New Delhi
2007-08	17.09.2008	12.00 Noon	Office of Secretary (H & FW), Nirman Bhawan, New Delhi
2006-07	21.09.2007	12.00 Noon	Office of Secretary (H & FW), Nirman Bhawan, New Delhi

E. REMUNERATION OF DIRECTORS

Being a Government Company, the functional directors including CMD are appointed by the President of India through the Ministry of Health & Family Welfare and draw remuneration as per Industrial Dearness Allowance (IDA) pay scales pre-determined by the Government and as per the terms and conditions of their appointment / contract issued by the Government. The allowances and perquisites are being given as per the Company Rules.

The part-time official directors on the Board do not draw any remuneration from the Company for their role as a director but draw their remuneration from the Government as Government official. The part-time non-official directors of the Company also do not draw any remuneration from the Company, they are only paid sitting fee of Rs.2,500/- per meeting attended by them in accordance with the approval of the Board of Directors. The Company, therefore, has not constituted any Remuneration Committee.

F. SHAREHOLDING PATTERN OF DIRECTORS

Shares held out of the total equity share capital of Rs. 2,40,01,800 (240018 Equity Shares of Rs. 100/- each)

Director (s)	No. of Shares of HSCC
Shri V. C. Sharma, CMD	6
Dr. S. N. Pal, Director (Engineering)	6
Shri Naved Masood, ASFA, MOH & FW	6
Dr. R. S. Shukla, JS, MOH & FW	NIL

Further, these share are held on behalf of President of India

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G. SHAREHOLDERS' GRIEVANCE COMMITTEE

Being a wholly owned Government Company (Shares are not listed), the shares are held by the President of India or its nominees. As such the Company has not constituted a Shareholders' Grievance Committee.

H. AUDIT COMMITTEE

The guidelines issued by SEBI and the provisions of The Companies Act, 1956 with regard to constitution of Audit Committee are not applicable to Company. As such the Company has not constituted an Audit Committee.

I. DISCLOSURES

During the period there were no materially significant related party transactions with its directors & management that had a potential conflict with the interest of the Company at large. Further, the Company does not have any subsidiary company.

The quarterly reports in the format prescribed by the Department of Public Enterprises (DPE), as per the guidelines on Corporate Governance, informing the status about Corporate Governance are being submitted to Ministry of Health & Family Welfare.

2009-10

Annexure-IV

(Addendum to Directors' Report)

Compliance Certificate FORM (SEE RULE 3)

To,

The Members, **HSCC (India) Limited**(Government of India Enterprise)

CIN: U74140DL 1983GOI015459

Authorised Capital: Rs. 5,00,00,000/-

Paid up Capital: Rs.2,40,01,800/-

We have examined the registers, records, book and papers of **M/s HSCC (India) Limited** as required to be maintained under the companies Act, 1956, and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended as on **31**st **March**, **2010**. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year.

As per information & explanations provided to us the Company has kept and maintained the
registers as stated below, as per the provisions and the rules made thereunder and all entries
therein have been duly recorded.

Sr.	Registers as maintained by the Company	U/s	Remarks
No.			
1.	Register of Members	150	Upto Date
2.	Registers and Returns	163	Upto Date
3.	Minutes Book of Meetings	193	Upto Date
4.	Books of Accounts	209	Upto Date
5.	Register of Transfers	108	Upto Date
6.	Register of Share Application Money & Share Allotment	150	Upto Date
7.	Register of Particulars of Contracts in which Directors are Interested	301	Upto Date
8.	Register of Directors, Managing Directors, Managers and Secretary	303	Upto Date
9.	Register of Directors' Shareholdings	307	Upto Date
10.	Directors Attendance Register	193	Upto Date
11.	Fixed Assets Register	209	Upto Date
12.	Dividend Register	205	Upto Date

2. As per information & explanations provided to us, the Company has filed the forms and returns as stated below, with the Registrar of companies, Regional Director, Central Government, Company Law Board or other authorities prescribed under the Act and the rules made there under during the financial year ended on 31st March, 2010.

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Forms / Returns filed by the Company during the Financial Year

Sr. No.	Form No.	Authority with whom forms & Returns filed	Filed U/s	Remarks		
1.	Form 66	ROC	383A	Annual General Meeting		17.09.2009
				Filing date		10.10.2009
2	F- 200			Receipt No.		P35740661
2.	Form 20B	ROC	159	Annual General Meting		17.09.2009
				Filing date		10.10.2009
3.	F 2246 0 22424			Receipt No.	:	P35723774
э.	Form 23AC & 23ACA	ROC	220	Financial Year	:	31.03.2009
				Filing date		10.10.2009
				Receipt No.	:	P35751403

3. The Company being a Government of India Enterprise has paid-up capital of Rs. 2,40,01,800/-and its number of members as on 31st March 2010 as per information & explanations provided to us was **TEN**. The detail of shareholders is given below:

Sr. Particulars of Shareholders No. of Shares Distinctive Share Ladaus III					
No.	i articulars of Shareholders	No. of Shares	Distinctive	Share	Ledger Follo
	B		Nos.	Certificate No.	
1.	President of India	5994	1-5994	000003	2/I
	President of India	10000	6001-16000	000010	2/I
	President of India	24000	16001-40000	000011	2/I
	President of India	17982	40004-57985	000015	2/I
	President of India	30000	57986-87985	000016	2/1
	President of India	72000	87986-159985	000017	2/I
	President of India	79988	160013-240000	000027	2/I
2.*	Shri Amarjeet Sinha, JS (P)	1	5995	000004	12/III
	Shri Amarjeet Sinha, JS (P)	3	159989-159991	000019	12/III
	Shri Amarjeet Sinha, JS (P)	2	240001-240002	000028	12/III
3.	Shri R. K. Srivastava, DGHS	1	5996	000007	3/III
	Shri R. K. Srivastava, DGHS	3	159992-159994	000020	3/III .
	Shri R. K. Srivastava, DGHS	2	240003-240004	000029	3/III
4.	Shri Vineet Chawdhary (J.S.)	1	5997	000006	9/111
	Shri Vineet Chawdhary (J.S.)	3	159995-159997	000021	9/111
	Shri Vineet Chawdhary (J.S.)	2	240005-240006	000030	9/111
5.**	Smt. Shakuntala D. Gamlin, JS (A)	1	5998	000009	13/III
	Smt. Shakuntala D. Gamlin, JS (A)	3	159998-160000	000022	13/III
	Smt. Shakuntala D. Gamlin, JS (A)	2	240007-240008	000031	13/III
6.	Shri Naved Masood (ASFA)	1	5999	000005	11/
	Shri Naved Masood (ASFA)	3	160001-160003	000023	11/III
	Shri Naved Masood (ASFA)	2	240009-240010	000032	11/

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Sr. No.	Particulars of Shareholders	No. of Shares	Distinctive Nos.	Share Certificate No.	Ledger Follo
7.	Shri Debashish Panda (J.S.)	1	6000	000008	10/III
	Shri Debashish Panda (J.S.)	3	160004-160006	000024	10/III
	Shri Debashish Panda (J.S.)	2	240011-240012	000033	10/111
8.	Shri V. C. Sharma (CMD, HSCC)	1	40001	000012	5/111
	Shri V. C. Sharma (CMD, HSCC)	3	160007-160009	000025	5/111
	Shri V. C. Sharma (CMD, HSCC)	2	240013-240014	000034	5/111
9.	Shri B. K. Prasad (J.S.)	1	40003	000014	7/111
	Shri B. K. Prasad (J.S.)	3	160010-160012	000026	7/111
	Shri B. K. Prasad (J.S.)	2	240015-240016	000035	7/111
10.	Dr. S. N. Pal (Director, HSCC)	1	40002	000013	6/111
	Dr. S. N. Pal (Director, HSCC)	3	159986-159988	000018	6/111
	Dr. S. N. Pal (Director, HSCC)	2	140017-240018	000036	6/111

- * Transferred from Shri K. Raamamoorthy in the 115th Meeting of the HSCC Board held on 29.03.2010 on approval by MOH & FW vide letter No. L-20026/1/2010/SSH dated 17.02.2010
- ** Transferred from Shri A. S. Bhatia in the 115th Meeting of the HSCC Board held on 29.03.2010 on approval by MOH & FW vide letter No. 1-20026/1/2010/SSH dated 17.02.2010
- 4. As per information & explanations provided to us the Board of Directors duly met **FOUR** times on the date mentioned below in the table, in respect of those meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the minutes Book maintained for the purpose.

Dates of Meetings of Board of Directors

Meeting No.	Dates on which Meeting held	Remarks
112 th	24.06.2009	Meeting held at office of ASFA, Ministry of Health & Family Welfare, Nirman Bhawan, New Delhi, proper notices given & proceedings were properly recorded.
113 th	11.08.2009	Meeting held at office of ASFA, Ministry of Health & Family Welfare, Nirman Bhawan, New Delhi, proper notices given & proceedings were properly recorded.
114 th	21.12.2009 (Deferred) again held on 13.01.2010	Meeting held at office of ASFA, Ministry of Health & Family Welfare, Nirman Bhawan, New Delhi, proper notices given & proceedings were properly recorded.
115 th	29.03.2010	Meeting held at office of ASFA, Ministry of Health & Family Welfare, Nirman Bhawan, New Delhi, proper notices given & proceedings were properly recorded.

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- 5. The Company was not required to close its Register of Members during the financial year.
- As per information & explanations provided to us, the Annual General Meeting for the financial year ended on 31.03.2009 was held on 17.09.2009 after given due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Books maintained for the purpose.
- As per information & explanations provided to us No Extraordinary General Meeting was held during the financial year ending 31st March 2010.
- 8 The company being a Government of India Enterprise, all loans and advances given to directors are as per the guidelines specifically laid down by the Government.
- As per information & explanations provided to us the Company, being a Government Company, has been exempted from the purview of Section 297 of the Act vide exemption notification No. GSR no. 233 Dated 31.01.1978.
- 10. As per information & explanations provided to us the Company was not required to make any entries in the register maintained under section 301 of the Act, as the company has been exempted from the purview of section 297 of the Act vide exemption notification No. GSR No. 233 dated 31.01.1978.
- 11. As per information & explanations provided to us there are no instances falling within the purview of Section 314 of the Act.
- 12. As per information & explanations provided to us the Company has not issued any duplicate share certificates during the financial year.
- 13. As per information & explanations provided to us:
 - (i) There was **no** transfer/transmission of shares during the financial year.
 - (ii) The Company has declared and paid the following amount of dividend during the financial year.

Sr.	Particulars	Amount of Dividend	Date of Declaration of	Date of payment of
No		Declared	Dividend	Dividend
1.	Final Dividend	2,08,01,560/-	17.09.09 (AGM)	05.10.2009

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The Company is wholly owned by Government of India and is maintaining a separate Bank Account since 27.09.2001 for payment of dividend and the Company was not required to post warrants to any member of the company as dividend was credited to Government of India account.

- (iv) There are no amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years;
- (v) The Company has duly complied with the requirements of section 217 of the Act.
- 14. The Board of Directors of the company is duly constituted and the appointments of directors have been duly made; none of the directors of the company are eligible to retire by rotation.

Detail of Board of Directors- As on 31.03.2010

Sr. No.	Name of the Director	Date of Appointment	Date of Cessation	Authority by whom appointed	Under Section
1.	Dr. S. N. Pal	21.11.2005	-197 - 199	Government of India	617
2.	Shri V. C. Sharma, CMD	01.11.2006	-	Government of India	617
3.	Shri Naved Masood	10.03.2008	-	Government of India	617
4.	Dr. R. S. Shukla	29.07.2008	r -	Government of India	617

- 15. The Company has **not** appointed any managing Director / Whole time Director / Manager diring the financial year.
- 16. As per information & explanations provided to us, the Company has **not** appointed any sole-selling agents during the financial year.
- 17. As per information & explanations provided to us, the Company has obtained the requisite approval form the Central Government or such other authorities prescribed under the various provisions of the Companies Act during the financial year.
- 18. Directors interest have been duly disclosed.
- 19. As per information & explanations provided to us, all the directors have been nominated by the Government of India and general disclosure of interest has been recorded in the Minutes.
- 20. As per information & explanations provided to us the company has **not** bought back any shares during the financial year.
- 21. As per information & explanations provided to us the company does not have preference shares or debentures.
- 22. As per information & explanations provided to us there was **no** transaction necessitating the company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

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- 23. As per informations & explanations provided to us the company has **not** invited/accepted any deposits including any unsecured loans falling with in the purview of Section 58A during the financial year.
- 24. The Company has **not** made and borrowing during the financial year ended **31**st **March, 2010.**
- 25. As per information & explanations provided to us the company has **not** made loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
- 26. The Company has **not** altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
- 27. The Company has **not** altered the provisions of the Memorandum with respect to the object of the Company during the year under scrutiny.
- 28. The company has **not** altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
- 29. The Company has **not** altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
- 30. The company has not altered the provisions of its Articles of Association during the year under scrutiny.
- 31. As per information & explanations provided to us there was **no** prosecution initiated against or show cause notices received by the Company and no fines of penalties or any other punishment was imposed on the company during the financial year, for the offences under the Act.
- 32. As per information & explanations provided to us the company has **not** received any money as security from its employees during the financial year.
- 33. As per information & explanations provided to us the company has deducted contribution towards Provident Fund and has deposited both employees' and employer's contribution with the prescribed authorities pursuant to Section 418 of the Companies Act, 1956.

Place: New Delhi

Signature

Date: 30-08-2010

Name of the Company Secretary : Harbans Lal C. P. No. : 3944

For Harbans Lal & Company

Company Secretaries

2009-10

Annexure-V

(Addendum to Directors' Report)

Replies to Comments in Auditors' Report

A. Para 2(f)

Observation

Note No. 2 : regarding acceptance by the company of joint moral responsibility with the client for reported lapses in one of the projects (CRI, Kasauli) and to bear half of the assessed cost (infructuous expenditure on construction). The amount of the liability has not been ascertained.

Reply

Disclosed in Note No. 2 of Schedule 14, which is self explanatory.

Observation

Note No. 4: regarding accounting of Rs. 267.82 lakhs interest out of client's funds (corpus accounts) as income of the company during the year, wherever agreements do not specify credit to the client corpus accounts.

Reply

Disclosed in Note No. 4 of Schedule 14, which is self explanatory.

Observation

Note No. 6: regarding non confirmation of sundry debtors, creditors and loans and advances, deposits and various balances on behalf of the ministries/ clients in various schedules. The consequential impact thereof, if any, on the accounts can neither be determined, nor quantified.

Reply

Disclosed in Note No. 6 of Schedule 14, which is self explanatory.

Observation

Note No. 8: regarding old credit balances of Rs. 3159.16 lakhs lying unadjusted in the deposit accounts of the clients.

Reply

Disclosed in Note No. 8 of Schedule 14, which is self explanatory.

Observation

Note No. 21: regarding deferred tax asset of Rs. 72.64 lakhs for the year. This assets has been overstated by Rs. 3.60 lakhs with the consequent overstatement of income by the said amount.

Reply

Necessary adjustment will be made in the Annual Account for the year 2010-11.

Observation

Note No. 22: regarding pending adjustments of Rs. 1.25 lakhs in profit and loss account towards discrepancies noticed in physical verification of fixed assets.

2009-10

Reply

Necessary adjustment will be made in the Annual Account for the year 2010-11.

B. Annexure Para (i) (b)

According to information and explanation given to us, the company has a system of physical verification of all major fixed assets, the programme of physical verification is reasonable having regard to the size of the company and the value of its fixed assets. We have been informed by the management that no physical verification was carried out during the year as it would be done biennially. As explained, the review of the discrepancies is under process and adjustment of such discrepancies shall be carried out in the books of accounts after finalization of the process.

Reply

Disclosed in Note 22 of Schedule 14, which is self explanatory.

C. Annexure Para (iv)

In certain cases considerable delay takes place in submission of bills/certification of measurement sheets for works done by the contractors in respect of projects of the company on behalf of the clients. Further, the measurement sheet do not indicate the details of joint measurement checking by the representatives of the company and the contractor.

Reply

There is no provision in the contracts about joint measurement, however the measurement Sheets/ Bills are jointly signed by the engineers of contractor and HSCC. This practice is being followed consistently for last number of years and no dispute has arisen so far on this account.

Observation

The company's budget is prepared under a few broad heads only and the amount is not broken up into sub-heads of accounts. There should be improvement in the system of budgeting, budget allocation and budgetary control by the company.

Reply

HSCC being small consultancy organization, the Budget for Fixed Assets have been made into subheads of accounts, however budget for Revenue Expenditure is made under two broad heads i.e. i) Employees remuneration & benefits ii) Administrative & other expenses.

Proper Budgetary control is being exercised and the overall expenditure remains within the Budgeted heads. This practice is being followed consistently for last number of years. Now as suggested the Budget for Revenue expenditure will also be broken into sub -heads of accounts from the financial year 2011-12.

D. Annexure Para (viii)

Observation

As informed to us by the management, the Central Government has not prescribed the maintenance of cost records for the company under section 209(1)(d) of the Companies Act. It is observed that there is no costing policy in practice. As such, the system of project costing is not followed.

Reply

Disclosed in Note 14 of Schedule 14, which is self explanatory.

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Annexure-VI

(Addendum to Directors' Report)



गोपनीय

भारतीय लेखा तथा लेखापरीक्षा विभाग, कार्यालय प्रधान निदेशक वाणिज्यिक लेखापरीक्षा एवं पदेन सदस्य, लेखापरीक्षा बोर्ड-1

INDIAN AUDIT & ACCOUNTS DEPARTMENT,
OFFICE OF THE PRINCIPAL DIRECTOR OF COMMERCIAL
AUDIT & EX-OFFICIO MEMBER, AUDIT BOARD-1

दिनांक / Dated: 29-09-2010

सेवा में.

अध्यक्ष एवं प्रबन्ध निदेशक, एच एस सी सी (इंडिया) लिमिटेड नोएडा (उत्तर प्रदेश)

विषय: कम्पनी अधिनियम 1956 की धारा 619(4) के अधीन 31 मार्च 2010 को समाप्त वर्ष के लिए एच एस सी सी (इंडिया) लिमिटेड के लेखाओं पर भारत के नियंत्रक की टिप्पणियाँ।

महोदय,

कम्पनी अधिनियम 1956 की धारा 619(4) के अधीन 31 मार्च 2010 को समाप्त हुए वर्ष के लिए एच एस सी सी (इंडिया) लिमिटेड के लेखाओं पर भारत के नियंत्रक महालेखा परीक्षक की 'शून्य टिप्पणियाँ' अग्रेषित करता हूँ। इन शून्य टिप्पणियों को कम्पनी की वार्षिक रिपोर्ट में प्रकाशित किया जाए और कम्पनी की महासभा में उसी समय व उसी प्रकार रखा जाए जिस प्रकार सांविधिक लेखा परीक्षकों की लेखा परीक्षा रिपोर्ट रखी जाती है।

भवदीय,

संलग्न : शून्य टिप्पणियाँ

(एम.के. बिश्वास) प्रधान निदेशक

3rd Floor, A-Wing, Indraprastha Bhawan, New Delhi-110002. दूरभाष / Tele. : 011-23378473, फैक्स / Fax : 0411-23378432

e-mail: mabNewdelhi1@cag.gov.in

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Comments of The Comptroller and Auditor General of India Under Section 619(4) of The Companies Act, 1956 on The Accounts of HSCC (India) Limited For The Year Ended 31st March 2010

The preparation of financial statements of **HSCC** (India) Limited for the year ended 31st March, 2010 in accordance with the financial reporting framework prescribed under the Companies Act, 1956 is the responsibility of the management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 619(2) of the Companies Act, 1956 are responsible for expressing opinion on these financial statements under Section 227 of the Companies Act, 1956 based on independent audit in accordance with the Auditing and Assurance Standards prescribed by their professional body the Institute of Chartered Accountants of India. This is stated to have been done by them vide their Audit Report dated 30th August 2010.

I on behalf of the Comptroller and Auditor General of India have conducted a supplementary audit under Section 619(3) (b) of the Companies Act, 1956 of the financial statement of HSCC (India) Limited for the year ended 31st March, 2010. 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. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditor's report under Section 619(4) of the Companies Act, 1956.

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

Place: New Delhi Dated: 29.09.2010

(M. K. Biswas)

Principal Director of Commercial Audit

& Ex-officio Member, Audit Board-I,

New Delhi.

2009-10

AUDITORS' REPORT

To,

The Members,
HSCC (India) Limited

We have audited the attached Balance Sheet of **HSCC** (India) Limited as at 31st March, 2010 and also the annexed Profit and Loss Account of the company for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We have conducted out audit in accordance with auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material mis-statement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

- 1. As required by the Companies (Auditor Report) Order, 2003 as amended by Companies (Auditors' Report) (Amendment) Order 2004 issued by the Company Law Board in terms of section 227 (4A) of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and on the basis of information and explanations given to us by the management during the course of our audit, we enclose in the Annexure a statement on the matters specified in the paragraphs (4) and (5) of the said Order.
- 2. Further to our comments in the Annexure referred to in paragraph (1) above, we report that:
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, proper books of accounts, as required by the law have been kept by the company, so far as appears from our examinations of the books.
 - (c) The Balance Sheet and Profit and Loss Account dealt with in this report are in agreement with the books of accounts.

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- (d) In our opinion, the Balance sheet and the Profit & Loss Account comply with the mandatory Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 in so far as they apply to this company.
- (e) In terms of Notification No. G.S.R. 829 (E) dated 21.01.2003 issued by the Ministry of Finance, Department of Company Affairs, Government of India, clause (g) of subsection (1) of Section 274 of the Companies Act, 1956 is not applicable to the Government companies.
- (f) Attention is invited to the following Notes in Schedule 14 to the Accounts :-
 - (i) Note No. 2: regarding acceptance by the company of joint moral responsibility with the client for reported lapses in one of the projects (CRI, Kasauli) and to bear half of the assessed cost (infructuous expenditure on construction). The amount of the liability has not been ascertained
 - (ii) **Note No. 4**: regarding accounting of Rs. 267.82 lakhs interest out of client's funds (Corpus Accounts) as income of the company during the year, wherever agreements do not specify credit to the client corpus accounts.
 - (iii) Note No.6: regarding non confirmation of sundry debtors, creditors and loans and advances, deposits and various balances on behalf of the ministries/clients in various schedules. The consequential impact thereof, if any on the accounts can neither be determined, nor quantified.
 - (iv) **Note No.8**: regarding old credit balances of Rs. 3159.16 lakhs lying unadjusted in the deposit accounts of the clients.
 - (v) **Note No. 21:** regarding deferred tax asset of Rs. 72.64 lakhs for the year. This assets has been overstated by Rs. 3.60 lakhs with the consequent over statement of income by the said amount.
 - (vi) Note No. 22: regarding pending adjustments of Rs. 1.25 lakhs in profit and loss account towards discrepancies noticed in physical verification of fixed assets.
- (g) Subject to the comments made by in Para (f) above, in our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and Notes thereon in Schedule 13 and Schedule 14 respectively, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

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- (i) In the case of the Balance Sheet, of the state of affairs of the company as at $31^{\rm st}$ March, 2010.
- (ii) In case of the Profit and Loss Account, of the Profit of the company for the year ended on that date.

For Jindal & Company Chartered Accountants

Place: New Delhi

Date: 30th August, 2010

(Dr. B. S. Jindal) M. No. 7331 Partner

2009-10

Annexure

[Referred to in Paragraph 1 of our report of even date of HSCC (India) Limited for the year ended 31.03.2010]

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) According to information and explanation given to us, the company has a system of physical verification of all major fixed assets, the programme of physical verification is reasonable having regard to the size of the company and the value of its fixed assets. We have been informed by the management that no physical verification was carried out during the year as it would be done biennially. As explained, the review of the discrepancies is under process and adjustment of such discrepancies shall be carried out in the books of accounts after finalization of the process.
 - (c) In out opinion and according to the information and explanation given to us company has not disposed of substantial part of the fixed assets during the year.
- (ii) Since no inventory is maintained by the Company, therefore, Paras 4 (ii)(a), 4(ii) (b) and 4 (ii)(c) of the Order are not applicable.
- (iii) The Company has not granted/ taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Act, therefore Para 4 (iii)(a) to Para 4(iii) (g) of the Order are not applicable.
- (iv) In our opinion and according to the information and explanation given to us, there is an adequate internal control procedure commensurate with the size of the company and the nature of its business. In our opinion, the procedure is also adequate for the purchase of fixed assets and sale of services and also in respect of the procurement of material/equipments on behalf of clients.

Following points have been observed.

- In certain cases considerable delay takes palace in submission of bills/certification of measurement sheets for wroks done by the contractors in respect of projects of the company on behalf of the clients. Further, the measurement sheets do not indicate the details of joint measurement checking by the representatives of the company and the contractor.
- The company's budget is prepared under a few broad heads only and the amount is not broken up into sub-heads of accounts. There should be improvement in the system of budgeting, budget allocation and budgetary control by the company.

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- The Company being in the business of rendering consultancy services, the question of purchase of inventory and sale of goods does not arise.
- (v) In our opinion and according to the information and explanation given to us, there are no transactions that need to be entered into a register in pursuance of section 301 of the Act and therefore the Para 4(v) (a) and 4 (v) (b) of the Order are not applicable to the company.
- (vi) The company has not accepted deposits from the public to which the provisions of section 58A and 58AA or any other relevant provisions of the Companies Act apply.
- (vii) In our opinion the company has as internal audit system commensurate with its size and nature of its business.
- (viii) As informed to us by the management, the Central Government has not prescribed the maintenance of cost records for the company under section 209 (I) (d) of the Companies Act. It is observed that there is no costing policy in practice. As such, the system of project costing is not followed.
- (ix) (a) According to the information and explanation given to us, the company is regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Service Tax, Cess and other statutory dues with the appropriate authorities and there is no amount outstanding as on 31st March 2010 for a period more than six months from the date they became payable. We are informed by the management that there are no dues payable by the company towards Investor Education & Protection Fund and Cess, Employees State Insurance, Wealth-Tax, Sales Tax and Excise Duty.
 - (b) There are no dues of Sales Tax/Wealth tax/Service tax/Custom Duty/Excise Duty/ Cess pending to be deposited on account of any dispute. However, there is a pending Income tax demand of Rs. 5.47 lakhs (net of payment) for the A.Y 2006-07 and Rs. 18.55 lakhs for the A.Y. 2007-2008 which have not been deposited in view of pending appeal with the CIT (appeals), XV, New Delhi.
- (x) The company has neither accumulated losses nor incurred any cash loss during the year and in the immediately preceding financial year.
- (xi) The company has not taken any loan from financial institutions or banks nor any debentures have been issued by the company. Hence Para 4(xi) of the Order is not applicable to the company.
- (xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Hence Para 4(xii) of the Order is not applicable to the company.

There

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- (xiii) The company is not a chit fund or nidhi/mutual benefit fund/society to which the provision of any special statute relating to chit fund are applicable.
- (xiv) According to the information and explanation given to us, the company is not dealing or trading in shares, securities, debentures and other investments.
- (xv) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions. Hence Para 4 (xv) of the Order is not applicable to the company.
- (xvi) As explained to us, the company has not obtained any term loans during the year. Hence Para 4 (xvi) of the Order is not applicable.
- (xvii) According to information and explanation given to us, there are no funds raised on short-term basis or on long term basis during the year.
- (xviii) The company has not made any preferential allotment of shares during the year.
- (xix) The company has not issued any debentures during the year.
- (xx) The company has not raised money from the public during the year.
- (xxi) According the information and explanation given to us, there has been no fraud on or by the company noticed or reported during the year.

For and on behalf of Jindal & Co. Chartered Accountants

(Dr. B. S. Jindal)
Partner
M. No. 7331

Place : New Delhi

Date: 30th August, 2010

BALANCE SHEET AS AT 31ST MARCH, 2010

	SCHEDULE NO.	As at 31st Ma (Rupe		As at 31st M (Rup	
SOURCES OF FUNDS :					•
SHAREHOLDERS FUNDS					
Share Capital	1		24,001,800		24,001,800
Reserves and Surplus	2		699,884,845		634,112,913
TOTAL			723,886,645	-	658,114,713
APPLICATION OF FUNDS :					
FIXED ASSETS	3				
Gross Block		112,090,944		112,606,798	
Less: Depreciation		48,896,640		45,060,756	
Net Block			63,194,304		67,546,042
DEFERRED TAX ASSET (NET) (Ref	er Note No.	21)	16,719,916		9,456,641
CURRENT ASSETS, LOANS AND AI	OVANCES				
Sundry Debtors	4	124,659,619		65,404,893	
Cash and Bank Balances	5	3,759,630,712		3,465,712,487	
Other Current Assets	6	257,017,989		207,429,321	
Loans and Advances	7	483,343,782		454,139,872	
		4,624,652,102		4,192,686,573	
LESS: CURRENT LIABILITIES AND F	PROVISIONS				
Current Liabilities	8	3,927,547,989		3,566,802,157	
Provisions	9	53,131,688		44,772,386	
		3,980,679,677		3,611,574,543	
NET CURRENT ASSETS			643,972,425		581,112,030
Significant Accounting Policies	13				
Notes to Accounts	14				
TOTAL		8	723,886,645		658,114,713
Schedules referred to above form	an integral	part of the accounts	LINE OF SERVICE		
As per our Report of even date attach	ed	For and on beh	alf of the Board of	Directors	
For Jindal & Co.					
Chartered Accountants		(V.C.	Sharma)	(Dr	: S. N. Pal)
(Dr. B. S. Jindal) Partner			Managing Director		ector (Engg.)
M. No. 7331			Aggarwal)		
Place: New Delhi Dated: 30 th August, 2010		Executive Direc	tor (F & A) and C		

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010

	SCHEDULE NO.		2009-10 (Runner)		2008-09
INCOME:	NO.		(Rupees)		(Rupees)
Consultancy Fee-		21/1 2/12 7/10		105 024 540	
(Includes Rs. 4522110/- as prior period income; Previous Year Rs. 1086514/-)		214,243,740		195,931,519	
(Gross of tax deducted at source Rs. 5923025/-; Previous Year Rs. 13674950 /-)					
Less: Reversal of Excess fees booked in previous years		456,736	213,787,004	2,292,373	193,639,1
Other Income	10	130,730	121,789,557		
Total Income			335,576,561		133,666,8
EXPENDITURE:			333,370,301		327,305,9
Employees remuneration and benefits	11		126,261,727		104 422 0
Contribution to Staff Trusts			3,400,000		104,432,0
Administrative and Other Expenses	12		67,386,644		3,450,00 61,754,00
Depreciation			3,924,607		
Total Expenditure			200,972,978		4,369,10 174,005,2 4
Profit Before Tax			134,603,583		153,300,70
Less : Provision for Income Tax					133,300,70
– Current year Tax		55,500,000		60,000,000	
 Deferred Tax Liability (Asset) 		(7,263,274)		(5,263,352)	
– Fringe Benefit Tax		_	48,236,726	1,496,979	56,233,62
	_		86,366,857	- 1,100,073	97,067,08
Add/ (Less) : Income Tax / FBT Adjustment for Earlier years			(443,415)		(74,36)
Profit After Tax			85,923,442		96,992,71
Balance Brought Forward From Previous Year			446,553,186		393,897,25
Profit available for Appropriations		_	532,476,628		490,889,97
APPROPRIATIONS:			002,170,020		430,663,37
Dividend			17,281,300		20,801,56
Corporate Tax on Dividend			2,870,210		3,535,22
ransfer to General Reserve			20,000,000		20,000,00
Surplus Carried to Balance Sheet			492,325,118		446,553,18
			532,476,628	-	490,889,97
arning Per Share (Basic/ Diluted)		_	358		404
ignificant Accounting Policies	13				
Notes to Accounts	14				
chedules referred to above form an integral part of the account	S .				
s per our Report of even date attached or Jindal & Co. hartered Accountants	For and on behalf o	of the Board o	of Directors		
	(V. C. Sha	rma l		/ D= C =	D=1.)
Dr. B. S. Jindal)	Chairman and Man		or	(Dr. S. N Director (
artner					
/ No. 7331					

M. No. 7331

Place: New Delhi Dated: 30th August, 2010 (A. K. Aggarwal)
Executive Director (F & A) and CS

2009-10

SCHEDULE - 4

SUNDRY DEBTORS (Unsecured)

	As at 31 st March, 2010 (Rupees)	As at 31 st March, 2009 (Rupees)
Debts Outstanding for a Period exceeding six m	onths:	
– Considered Good	59,575,812	23,066,446
 Considered Doubtful 	20,221,376	7,276,525
	79,797,188	30,342,971
Other Debts - Considered Good	65,083,807	42,338,447
	144,880,995	72,681,418
Less: Provision for Doubtful Debts	20,221,376	7,276,525
	124,659,619	65,404,893

SCHEDULE - 5

CASH AND BANK BALANCES

	As at 3	1st March, 2010 (Rupees)		1 st March, 2009 (Rupees)
Cash-in-Hand including Imprest		119,884		523,475
Cheque -in-Hand		6,002,500		2,193,774
With Scheduled Banks : — On Current Accounts		8,101,838		41,257,835
– On Deposit Accounts	1,084,860,584		1,196,597,762	,,
Less: Book Overdraft	-	1,084,860,584		1,196,237,584
(Out of the above Bank has a standing lien to the extent of outstanding Bank Gurantees Rs. 143.09 lakhs; Previous Year Rs. 107.28 lakhs) Balance held on behalf of Ministries/Clients (Refer Note No. 4)				
– On Saving Accounts		112,378,165		69,433,102
– On Deposit Accounts	2,564,141,689		2,163,001,589	
Less: Book Overdraft	15,973,948	2,548,167,741	6,934,872	2,156,066,717
(Out of above Bank has a standing lien to the extent of outstanding Letter of Credits				
Rs. 160.58 lakhs; Previous Year Rs. 868.71 lakhs)		3,759,630,712		3,465,712,487

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SCHEDULE - 6

OTHER CURRENT ASSETS

	As at 31st March, 2010 (Rupees)	As at 31 st March, 2009 (Rupees)
Interest accrued but not due		· · · · ·
– On Deposits with banks	90,476,624	76,215,927
 On behalf of Ministries/ Clients -on Deposits with Banks 	160,144,034	117,402,095
(Refer Note No. 4)		
– On staff Loans and advances	1,081,050	1,472,642
Consultancy Fee accrued but not due	5,316,281	12,338,657
	257,017,989	207,429,321

SCHEDULE - 7

LOANS AND ADVANCES

	As at 3	31st March, 2010	As at :	31st March,2009
LOANS : To Employees		(Rupees)		(Rupees)
– Secured - Considered Good		2,915,192		2 270 200
- Unsecured - Considered Good		100		2,370,299
Advances recoverable in cash or in kind or for value		100		316,400
to be received (unsecured, considered good except specified otherwise):				
(a) Employees		590,235		FC2 44C
(b) Suppliers / Contractors on behalf of Clients		330,233		563,446
– Considered Good	326,719,188		335,261,870	
– Considered Doubtful	1,095,823		1,089,309	
	327,815,011		336,351,179	
Less : Provision for Doubtful Debts	1,095,823	326,719,188	1,089,309	335,261,870
(c) Others		320,713,100	1,089,309	333,261,670
– Considered Good	8,928,310			
– Considered Doubtful	2,548,321			
	11,476,631			
Less: Provision for Doubtful Debts	2,548,321	8,928,310		9,349,971
(d) Suppliers / Contractors on behalf of Ministries / Clients		137,855,757		99,499,469
(Refer Note No. 4)		,,		55,455,405
(e) Income Tax Deposit under protest		6,335,000		6,778,417
		483,343,782		454,139,872
Notes :				
 Amount Due from Directors / Departmental Heads Maximum Amount due at any time during the year 		152,555 764,102		140,449 638,099

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SCHEDULE - 8

CURRENT LIABILITIES

	As at 31st March, 2010	As at 31st March, 2009
	(Rupees)	(Rupees)
Sundry Creditors	25,010,941	49,057,811
Deposits / Advances from Clients	329,656,686	446,471,856
Earnest Money Deposits	30,190,259	33,532,858
Other Liabilities	20,792,278	14,402,210
On behalf of Clients		
– Sundry Creditors	460,901,661	454,623,052
– Retention Money	102,450,467	126,312,987
On behalf of Ministries / Clients (Refer Note No. 4 & 5)		
– Sundry Creditors	701,843,513	672,005,038
Deposits/Advances	2,256,702,184	1,770,396,345
	3,927,547,989	3,566,802,157

SCHEDULE - 9

PROVISIONS

	As at 31	st March, 2010 (Rupees)	As at 31°	March, 2009 (Rupees)
Provision for Income Tax	205,900,000		150400000	
Less : Advance Income Tax / TDS	203,301,807	2,598,193	155726867	(5326867)
Provision for Fringe Benefit Tax	4086445		4086445	
Less : Advance Fringe Benefit Tax paid	4282387	(195,942)	4282387	(195942)
Proposed Dividend		17,281,300		20,801,560
Corporate Dividend Tax		2,870,210		3,535,225
Provision for Leave Encashment		30,577,927		25,958,410
		53,131,688		44,772,386

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SCHEDULE-10

OTHER INCOME

	2009 - 10 (Rupees)	2008 - 09 (Rupees)
Interest on deposits with Banks (Gross of tax deducted at source Rs. 13299180/-; Previous Year Rs. 20576104/-)	116,337,001	120,656,405
Interest on Staff Loans	254,250	225,490
Liabilities / Provisions no longer required, written back	2,444,399	11,625,588
Sale of Tender Documents	1,306,000	1,037,610
Miscellaneous Income	1,447,907	121,711
	121,789,557	133,666,804

SCHEDULE - 11

EMPLOYEES REMUNERATION AND BENEFITS

	2009 - 10 (Rupees)	2008 - 09 (Rupees)
Salaries, Wages, Ex-gratia / PRP and allowances (Includes Exgratia Rs. NIL for prior period; previous year Rs. 26733/-)	92,407,442	75,655,022
Contribution to provident fund and other funds	11,751,620	11,680,701
Lease Rent for staff accommodations (Net of recoveries)	15,818,683	5,481,833
Staff welfare (including medical and leave travel assistance)	6,283,982	11,614,516
	126,261,727	104,432,072

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SCHEDULE - 12

ADMINISTRATIVE AND OTHER EXPENSES

		2009 - 10 (Rupees)		2008 - 09 (Rupees
Rent		2,221,955		2,095,982
Travelling and Conveyance -				
Directors (including Foreign Travel Rs. 38842/-;Previous Year Rs. 195015/-)	491,956		702,736	
 Others (including Foreign Travel Rs. 114989/-; Previous Year Rs. 190384/-) (includes Rs. 619696/-for prior period; previous year Rs. 65747/-) 	6,939,783	7,431,739	9,732,666	10,435,402
Insurance		219,640		338,653
Power and Fuel (includes Rs. 39433/- for prior period, Previous year Rs NIL)		2,851,115		2,752,435
Printing and Stationery (includes Rs. 62076/-for prior period; Previous year Rs. NIL)		7,425,133		5,373,889
Postage and Telegrams		246,000		604,063
Telephone and Telex		1,808,211		1,704,760
Vehicle Running & Maint. Expenses (Net of Recoveries)		458,540		540,848
Vehicle hire charges		2,659,963		3,369,556
Advertisement and Publicity		87,029		212,514
Professional Charges and Fees for Services rendered (includes Rs. NIL for prior period; Previous year Rs. 96875/-)		13,635,544		17,145,786
Repair and maintenance (Net of Recoveries) -				
- Building	1,220,858		930,960	
- Office Equipment	732,086	1,952,944	722,303	1,653,263
Auditors' Remuneration		300,000		265,875
Business Promotion		1,924,812		2,367,778
Subscription & Membership Fees		234,130		116,405
Legal Expenses (includes Rs. 10000/- for prior period; Previous year Rs. NIL)		84,950		212,805
Information & Technology Expenses (includes Rs. 20449/- for prior period; Previous year Rs. 340949/-)		855,905		1,496,566
Recruitment and Training Expenses		568,454		1,184,481
Watch and Ward Expenses		1,367,188		1,491,971
Miscellaneous Expenses		535,197		575,195
Provision for Doubtful Debts / Advances/ Fees		15,499,686		7,276,526
Bad Debt Written Off		5,017,462		503,445
Loss / (Profit) on Write off / Sale of Assets (Net)		1,047		35,866
	·	67,386,644		61,754,064

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SCHEDULE - 13

SIGNIFICANT ACCOUNTING POLICIES

1. ACCOUNTING ASSUMPTIONS

The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis and in accordance with the generally accepted accounting principles in India and provisions of the Companies Act, 1956.

2. REVENUE RECOGNITION

A. CONSULTANCY FEE

The policies for recognition of Consultancy fee in respect of various services are as under:

(a) ON DESIGN ENGINEERING / STUDIES / TRAINING / INFORMATION & TECHNOLOGY

Consultancy fee is recognized as income on the basis of bills raised / due to be raised in respect of fee receivable for work / stages completed as scheduled in the agreement with the client.

(b) ON PROCUREMENT

- (i) Consultancy fee is recognized as income on the basis of bills raised / due to be raised in respect of fee receivable for work / stages completed as scheduled in the agreement with the client.
- (ii) Where stages of Consultancy fee have not been expressly prescribed in the agreement with clients, the same is recognized as income to the following extent:
 - on placement of supply order 70% of total fee receivable.
 - on receipt of supplies/ installation of equipments balance 30% of total fees.

(c) ON CONSTRUCTION CONTRACTS (Project Management)

Consultancy fee is recognized as income on the basis of work measured as scheduled in the agreement with the client. Where work done is not measured as at the end of the year, Consultancy fee is recognized as Income on the basis of technical assessment of work done.

B. GENERAL

(a) Where there is a revision in the cost of the project the Consultancy income is reflected in the year of revision in the cost.

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- (b) If mobilization advance is received against fee then it is adjusted proportionately against the various stages as scheduled in the agreement with client.
- (c) If advance fee is part of stage payment then it is recognized as income along with the completion of next stage as defined in the agreement.

3. FIXED ASSETS

- (a) Fixed Assets are stated at cost of acquisition inclusive of inward freight, duty, taxes and incidentals related to acquisition less depreciation.
- (b) Retired Assets held for disposal are stated at net realisable value.

4. DEPRECIATION

- (a) Depreciation on fixed assets is provided on written down value method at the rates and in the manner prescribed under Schedule XIV, as amended to date, of the Companies Act, 1956, except -
 - (i) written down value of Software is depreciated fully in the 3rd year of purchase, considering maximum useful life of the Software.
 - (ii) 100% depreciation in respect of assets costing not more than Rs. 5,000/- per item in the year of purchase.
- (b) Leasehold land is amortised proportionately over the duration of lease.
- (c) Stationery items and library books are completely charged off to revenue in the year of purchase.

5. PRIOR PERIOD ITEMS

Items of income / expenditure in excess of Rs. 20,000/- each, relating to earlier years are treated as prior period income / expenditure and are appropriately disclosed.

6. PREPAID EXPENSES

Expenses in each case upto Rs. 20,000/- relating to subsequent years are being charged off to current year expenses, and those more than Rs. 20,000/- each are treated as pre paid expenses.

7. RETIREMENT BENEFITS

(i) Provident Fund

The Company makes regular contribution to Employee's Provident Fund Trust and the same is charged to Profit & Loss Account.

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(ii) Gratuity

The Company set up a Gratuity Trust Fund which is administered by Life Insurance Corporation of India. The annual gratuity liability is determined based on actuarial valuation as a percentage of annual wage bill specified by the Life Insurance Corporation of India under the Group Gratuity Scheme.

(iii) Leave Encashment

Leave encashment liability is provided based on actuarial valuation as at the end of the year.

8. FOREIGN CURRENCY TRANSACTIONS

Foreign Currency Transactions are recorded on the basis of exchange rate prevailing on the date of respective transaction. Gains / losses arising out of subsequent fluctuations in exchange rates, arising, either on settlement or on translation, is recognized in the Profit & Loss Account. Where such transactions are on behalf of clients, the gain / loss is transferred to respective clients' Accounts.

9. RESEARCH & DEVELOPMENT

Revenue expenditure on Research & Development is charged as expense in the year in which it is incurred.

10. PROVISION FOR TAXATION

Income Tax expense comprises of current tax provision and the net change on the deferred tax account.

Current tax is computed as per the provision of the Income Tax Act, 1961.

Deferred tax is the tax effect of timing difference between taxable income and book income and is accounted for using the tax rates enacted or subsequently enacted as on Balance Sheet date subject to the consideration of prudence.

11. DIVIDEND

Provision for Dividend for the year is made as proposed by the Board of Directors subject to approval of the members of the Company at the Annual General Meeting.

12. LIABILITIES / PROVISIONS NO LONGER REQUIRED

Liabilities / Provisions outstanding for four years or more which are no longer required as on the date of Balance Sheet are written back. Claims arise, if any, after

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that date are charged off in the year of claim. Net Amount is shown under the head other income.

13. CONTINGENT LIABILITIES

No provision is made for liabilities which are contingent in nature, but if material the same are disclosed by way of note.

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SCHEDULE - 14

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2010

- 1. Contingent Liabilities not provided for:
 - (i) Claims against the Company not acknowledged as debts Rs. 1.83 lakhs (Previous Year Rs. 1.83 lakhs).
 - (ii) Unsettled disputed staff dues Rs. 34.61 lakhs (Previous Year Rs. 9.12 lakhs).
 - (iii) Guarantees issued by Banks on behalf of Company outstanding as on 31.03.2010 Rs. 143.09 lakhs (Previous Year Rs. 107.28 lakhs).
 - (iv) Cases aggregating to Rs. 3,604 lakhs (Net of Payments) (Previous Year Rs. 3,999 lakhs) (approx) are under court / arbitration by suppliers / contractors against various clients, where HSCC is co-defendant. However, the Management does not foresee any liability on the Company in these cases.
 - (v) (a) Income Tax demands pending disposal of appeals are for Rs. 29.03 lakhs (Previous Year Rs. 14.90 lakhs).
 - (b) Against Income Tax demand of Rs. 388.86 lakhs by the assessing officer, Company went into appeal with CIT (Appeals) and the orders were passed by CIT (Appeals) in favour of the Company. Now the DCIT has filed an appeal to ITAT against the order of CIT (Appeals). ITAT has ordered DCIT on 29.03.10 to seek Committee on dispute approval with in six month before the case is heard. No information is yet received from DCIT.
- 2. In one of the Project (CRI, Kasauli) regarding Consultancy Services, due to certain lapses in the project, the Company had earlier (in Oct. 2006) estimated the cost of modification of Rs. 3 Crores and had agreed to meet 2/3rd of the said cost. But later this decision was not confirmed by the Board. Now, the Board has decided that the Company can accept the joint moral responsibility with the client for reported lapses in the Project. On this extraordinary liability, in the event the Ministry of Health & Family Welfare (MOH&FW), Government of India engages an agency to appraise and quantify the extent of reported infructous expenditure on building construction works for which the Company provided consultancy services till 2004 i.e. when building was offered for taking over by CRI, the Company may have to pay and bear half of such assessed costs, if there be a demand in that behalf from

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MOH&FW, Government of India. The amount of liability has not yet been ascertained. Accordingly, the same will be charged to Profit & Loss Account in the year in which the liability is determined.

Further, in accordance with the policy of the Company, the unclaimed balances of Rs. 45.77 lakhs (credit) on account of Sundry Creditors and the debit balance of Rs. 26.85 lakhs in deposit account of CRI, Kasauli will be adjusted in the year in which the accounts are settled with CRI, Kasauli.

- 3. Land cost included Rs. 414.65 lakhs towards plot area of 2683.07 sq.mts. allotted by NOIDA Authority for office building to the Company. On joint physical measurement of such land a shortfall of 164.94 sq.mts. was noticed for which the Company has initiated legal proceedings against the NOIDA Authority for refund of the proportionate amount of Rs. 18.51 lakhs of short area along with interest and other charges and for necessary amendment in the lease deed. In view of shortfall of land in possession of the Company, the proportionate amount of Rs. 18.51 lakhs had been de-capitalised during the year 2008-09 and Rs. 6.97 lakhs, towards cost of lease charges and stamp duty, during the year 2009-10, from the aforesaid value of land. Adjustment if any shall be made in the year of final settlement with Noida Authority.
- 4. Funds received from some of the clients are kept in separate Bank accounts (Corpus Accounts) in accordance with the terms and conditions of the agreement. In terms of such agreements Rs. 12,706 lakhs (Previous Year Rs. 14,300 lakhs) were received during the year for execution of various consultancy projects. Interest accrued, on deposit of amount so received with Banks is accumulated to the credit of respective clients' accounts. Wherever agreements do not specify, the interest is accounted for as income of the Company- such interest on Corpus Account accumulated during the year 2009-10 being Rs. 267.82 lakhs (Previous year Rs. 75.82 lakhs). Further, various debit and credit balances held on behalf of such clients are shown separately under respective account heads in the financial statements.

Also, Letters of Credit have been established with banks on behalf of Ministries / clients. Amount outstanding as on 31.03.2010 - Rs. 160.58 lakhs (Previous Year Rs. 868.71 lakhs).

5. As identified from the available information, a sum of Rs. 252.22 lakhs towards principal is due to the units on behalf of client as on 31.03.2010 (Previous Year Rs. 251.72 lakhs) covered under Micro, Small and Medium Enterprises Development Act, 2006. However, there is no interest paid / payable / accrued on this outstanding during the year.

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- 6. Balances appearing in most of the parties' accounts under the head Sundry Debtors, Loans & Advances, Sundry Creditors, Deposits and various balances on behalf of Ministries / clients are subject to confirmation.
- 7. Unclaimed balances of Sundry Creditors on account of client works are being transferred to respective client account in the year in which the accounts are settled with the clients.
- 8. Unadjusted credit balances lying in the deposit account of clients (MOH&FW, MEA, State Govts., Govt. Autonomous Bodies, PSU's etc.) for more than 4 years are Rs. 3,159.16 lakhs (Previous year Rs. 3,072.58 lakhs) inclusive of Corpus Account Rs. 2,372.64 lakhs (Previous year Rs. 2,372.64 lakhs) and will be paid in the year in which accounts are settled with them.
- 9. The Company during the year has contributed Rs. 20.40 lakhs and Rs. 13.60 lakhs (Previous Year Rs. 20.70 lakhs and Rs. 13.80 lakhs each) to approved Employees' Medical and Welfare Fund Trusts respectively for the welfare of its employees.
- 10. (a) In accordance with the DPE guidelines, the pay revision of employees w.e.f. 01.01.2007 has since been implemented, the provisions made in earlier years for pay revision has been utilized except Rs. 11.76 Lakhs which will be utilized in the year 2010-11.
 - (b) Employees remuneration and benefits include the provision of Rs. 42.50 lakhs (Previous Year Rs. 66.00 lakhs) towards Performance Related Pay (PRP) for the year.
- 11. Managerial Remunerations to Whole Time Directors, i.e., Chairman & Managing Director and Director (Engineering) are as under:

Particulars Paid / Payable)	2009 - 10 (Rs. in lakhs)	2008 - 09 (Rs. in lakhs)
Salaries & Allowances (including pay revision arrears w.e.f. 1/1/2007)*	55.18*	17.18
Contribution to Provident Fund	2.66	1.74
House Rent (Net)	9.01	4.21
Medical, LTC, perquisites and Tax on perquisites	3.42	5.13
Total	70.27	28.26

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The above includes amount of arrears of pay revision of Rs. 15.41 lakhs (Previous Year Rs. NIL).

Further, the above excludes contribution to Gratuity Scheme, Group Insurance Scheme and provision for leave encashment.

Company's Cars have been provided to Chairman & Managing Director and Director (Engineering) for private use upto 1,000 Kms. per month against recovery of Rs. 520/- per month.

12. Payment to Auditors

Particulars	2009 - 10 (Rs. in lakhs)	2008 - 09 (Rs. in lakhs)
Audit Fee	2.50	2.00
Tax Audit Fee	0.50	0.50
Reimbursement of out of pocket expenses	- 1	0.16
Total	3.00	2.66

- 13. (a) An amount of Rs. 2.05 Lakhs due from MOH & FW for more than three years. However, no provision for Doubtful debts has been made as the Management considers it as a recoverable.
 - (b) In the opinion of the Board of Directors, the Current Assets and Loans & Advances as on 31.03.2010 have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.
- 14. The system of project costing or allocation of manpower to respective jobs is not in practice. However, it has no material impact on profitability.
- 15. **Additional information** pursuant to the provision of Paragraphs (3) to (4D) of Part-II of Schedule-VI of the Companies Act, 1956 has been shown to the extent applicable (as the Company is primarily engaged in providing consultancy services) as under:

Information regarding foreign exchange (excluding exchange rate variation):

Particulars	2009 - 10 (Rs. in lakhs)	2008 - 09 (Rs. in lakhs)
Expenditure in Foreign Currency on : - Travelling	0.24	1.39
Value of imports on C.I.F. basis :Capital Goods (on behalf of clients)	67.60	849.64

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16. Disclosure in terms of AS-7 on "Construction Contracts" issued by ICAI is given as under, so far as related to Civil Construction Projects in which HSCC has acted as Consultant on behalf of Clients:

	Particulars	2009 - 10 (Rs. in lakhs)	2008 - 09 (Rs. in lakhs)
(a)	Aggregate amount of cost incurred on behalf of the clients during the year	15,245.70	9,750.07
(b)	Consultancy fee of such contracts recognized during the year	1,700.96	1,440.97
(c)	Outstanding deposits / advances from Ministries / clients in respect of such contracts	15,512.42	12,288.55
(d)	Outstanding retention money in respect of such contracts	2,114.55	1,504.07

17. Disclosure in terms of AS-15 (Revised in 2005) on 'Employees' Benefit' as issued by the ICAI are as under:

I. Defined Contribution Plan

(A) Provident Fund

Company pays fixed contribution to Provident Fund at pre-determined rates to a separate Trust namely "HSCC Employees' Provident Fund Trust" which invests the funds in permitted securities. The contribution to the Fund for the year is recognized as expense and is charged to Profit & Loss Account. The Provident Fund Trust is required to pay a minimum rate of interest on contributions to the members as specified by Government of India. Deficit to the Trust, if any, on account of payment of such minimum rate of interest is borne by the Company and is recognized in Profit & Loss Account expense. During the year the Company had recognized Rs. 56.69 lakhs as employer's contribution towards Provident Fund (Previous Year Rs. 37.05 lakhs) and deficit on account of interest amounting to Rs. 2.23 lakhs (Previous Year Rs. 0.36 lakhs) in the Profit & Loss Account.

II. Defined Benefit Plan

(B) Gratuity

The Company has a defined benefit gratuity plan. Every employee who has rendered continuous service of five years or more is entitled to get gratuity at 15 days salary

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(15 / 26 x last drawn basic salary plus dearness allowance) for each completed year of service, subject to a maximum of Rs.10 lakhs (Previous Year Rs. 10 lakhs) on superannuation, resignation, disablement or on death. The Scheme is funded by the Company and is managed by a separate Trust namely "HSCC Employees' Gratuity Fund Trust". The fund is administered by Life Insurance Corporation of India. The liability for the same is recognized on the basis of amount payable to Life Insurance Corporation of India being calculated by them on actuarial valuation using project unit credit method on annual basis. Accordingly, Rs. 45.74 lakhs (Previous Year Rs. 68.70 lakhs) has been provided in the Profit & Loss A/c. for the year towards Company's contribution to such Gratuity Fund.

(C) Medical Facility

The Company has Medical Facility under which employees on regular [pay scales including retired employees are provided medical facilities. The Scheme is funded by the Company and is managed by a Trust namely "HSCC Employees' Medical Fund Trust". The contribution to the Trust is recognized in Profit & Loss Account on payment basis. During the year the Company had recognized Rs. 20.40 lakhs towards contribution to the said Trust (Previous Year Rs. 20.70 lakhs) in the Profit & Loss Account which includes hospitalization of existing employees.

(D) Leave Travel Concession (LTC) for Home Town

The Company has a Scheme of providing Leave Travel Concession for visit to home town to employees and their dependents. The Scheme is unfunded and is recognised in Profit & Loss Account on the basis of actual payment. During the year the Company had recognized Rs. 6.55 lakhs towards LTC (Previous Year Rs. 13.24 lakhs) in the Profit & Loss Account.

(E) Leave Encashment

The Company has a defined benefit Leave Encashment Plan for compensated absence for Earned Leave and Half Pay (sick leave). The Scheme is unfunded and is recognised in Profit & Loss Account on the basis of acturial valuation using project unit credit method on annual basis. The amount received from previous organization is being credited to Profit & Loss Account.

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The following is the summary of components:

(i) Change in present value of obligation

		31.03.2010 (Rs. in lakhs)	31.03.2009 (Rs. in lakhs)
(a)	Present value of obligation as at the beginning of the period	259.58	169.30
(b)	Interest cost	19.47	11.85
· (c)	Current service cost	49.11	49.59
(d)	Benefits paid	(23.01)	(24.42)
(e)	Acturial (gain) / loss on obligation	0.62	53.26
(f)	Present value of obligation as at the end of period	305.78	259.58

(ii) Expenses recognized in Profit & Loss Account

		31.03.2010 (Rs. in lakhs)	31.03.2009 (Rs. in lakhs)
(a)	Current service cost	49.11	49.59
(b)	Interest cost	19.47	11.85
(c)	Net acturial (gain) / loss recognized in the period	0.62	53.26
(d)	Expenses recognized in the statement of Profit & Loss	69.21	114.70

(iii) Movement in the liability recognized in Balance Sheet

		31.03.2010 (Rs. in lakhs)	31.03.2009 (Rs. in lakhs)
(a)	Opening net liability	259.58	169.30
(b)	Expenses as above	69.21	114.70
(c)	Benefits paid	(23.01)	(24.42)
(d)	Closing net liability	305.78	259.58

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(iv) The principal assumptions used in actuarial valuation are shown below:

		31.03.2010	31.03.2009
(a)	Discounting Rate (%)	7.5	7.00
(b)	Future salary increase (%)	5.00	4.50
(c)	Retirement Age (Years)	60	60

18. Segment Reporting in terms of AS-17:

The Company's business is confined only to Consultancy. Accordingly, the Company operates in single primary segment. Further, the Company undertakes projects primarily within India. Hence there are no reportable Geographical segments.

19. Related Party Disclosures in terms of AS-18:

Details pertaining to Related Party Transactions are as follows:

(a) List of Related Parties

	Name	Nature of Relationship
(i)	Shri V. C. Sharma Chairman & Managing Director	Key Management Personnel
(ii)	Dr. S. N. Pal Director (Engineering)	Key Management Personnel

(b) Related Party Transaction:

i) Remuneration to the Chairman & Managing Director and Director (Engineering) during the year is Rs. 70.27 lakhs (Previous Year Rs. 28.26 lakhs) as detailed in above para excluding reimbursement of expenses.

It includes amount of arrears of pay revision of Rs. 15.41 lakhs (Previous Year Rs. NIL).

20. Earning per Share (Basic & Diluted) in terms of AS-20:

	Calculation of E.P.S.	2009 - 10	2008 - 09
A.	Net Profit for the year attributable to Equity Shareholders (Rs. in lakhs)	859.23	969.93
B.	Number of Equity Shares outstanding during the year	240018	240018
C.	Earning per Share (A) / (B) (Rs.)	358	404
D.	Nominal value per Share (Rs.)	100	100

2009-10

21. In line with Accounting Standard (AS-22), "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India, the deferred tax asset (net) of Rs. 72.64 lakhs for the current year has been recognised in the Profit & Loss Account.

Elements of net deferred tax liability and assets created for tax effect of timing differences are as under:

Particulars of Deferred Tax Assets / (Liabilities)	As on 01.04.2009 (Rs. in lakhs)	For the year 2009-10 (Rs. in lakhs)	As on 31.03.2010 (Rs. in lakhs)
Deferred Tax Assets – Provision for Leave Encashment (claimable on payment basis)	88.23	15.70	103.93
– Provision for Doubtful Debts / Advances / Fees (not allowed under Income Tax Laws)	28.43	56.29	84.72
Total Deferred Tax Assets	116.66	71.99	188.65
Less : Deferred Tax Liabilities Depreciation	22.10	(0.65)	21.45
Total Deferred Tax Liabilities	22.10	(0.65)	21.45
Net Deferred Tax Assets / (Liability)	94.56	72.64	167.20

- 22. The Company has conducted physical verification of fixed assets for the year 2008-09, when discrepancies of Rs 1.46 Lakhs (written down value) were observed. The Company, being a consultancy organization, proposes to conduct physical verification of fixed assets biennially. Hence, this exercise for the year 2009-10 has not been conducted. The written down value of such assets as on 31.03.2010 is Rs. 1.25 lakhs (Previous year Rs. 1.46 lakhs) which will be adjusted after review of the reported discrepancies.
- 23. Previous year's figures have been re-arranged and re-grouped wherever found necessary so as to make them comparable with those of the current year. Figures have been rounded off to the nearest rupee except otherwise as stated.
- 24. Balance Sheet Abstract and Company's General Business Profile Pursuant to Schedule-VI to the Companies Act, 1956

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Registration Details

Registration No.	15459
State Code	55
Balance Sheet Date	31.03.2010

Capital raised during the year (Amount in thousands of Rs.)

Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement	Nil

Position of mobilisation and deployment of funds (Amount in thousands of Rs.)

Total Liabilities	4704566
Total Assets	4704566

Sources of Funds (Amount in thousands of Rs.)

Paid-up Capital	24002
Reserves & Surplus	699885
Secured Loans	Nil
Unsecured Loans	Nil

Application of Funds (Amount in thousands of Rs.)

Net Fixed Assets	63194
Deferred Tax Assets	16720
Net Current Assets	643973
Investment	Nil
Misc. Expenditure	Nil
Accumulated losses	Nil

Performance of Company (Amount in thousands of Rs,)

Turnover and other income		335577
Total expenditure		200973
Profit Before Tax		134604
Profit After Tax		85923
Earning per share (in Rs.)	•	358
Dividend rate (%)		72

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Generic names of three principal products of Company (as per monetary terms)

Item Code No. (ITC Code)	Service Description	Service Description
Not specified in Indian Trade Classification	Design & Engineering	Design & Engineering
-do-	Project Management	Project Management
-do-	Procurement Management	Procurement Management

Signatures to Schedule 1 to 14

As per our Report of even date attached

For and on behalf of the Board of Directors

For Jindal & Co.

Chartered Accountants

(V. C. Sharma) **Chairman and Managing Director**

(Dr. S. N. Pal) Director (Engg.)

(Dr. B. S. Jindal) Partner M. No. 7331

Place : New Delhi Dated: 30th August, 2010

(A. K. Aggarwal) Executive Director (F&A) and CS



A view of Corporate Office, Noida

HSCC (India) Ltd.

(A Govt. of India Enterprise)
(A Mini Ratna Company)
Corporate Office:
E-6(A), Sector-1, Noida-201 301
Tel.: 0120-2542436, 37, 38, 39, 40
Fax: 0120-2542447, 2533001

Website: http://www.hsccltd.co.in